

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

RECEIVED

SEP 25 2014

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

Date of Report (top-tier holding company's fiscal year-end):

June 30, 2014

Month / Day / Year

I, Edward J. Sargood

Name of the Holding Company Director and Official

CFO, SVP of Finance

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

The Bank of Bennington

Legal Title of Holding Company

155 North Street

(Mailing Address of the Holding Company) Street / P.O. Box

Bennington

VT

05201

City

State

Zip Code

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Physical location (if different from mailing address)

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Person to whom questions about this report should be directed:

Edward J. Sargood

CFO, SVP of Finance

Name

Title

802-445-7912

Area Code / Phone Number / Extension

802-447-7295

Area Code / FAX Number

esargood@bennbank.com

E-mail Address

www.thebankofbennington.com

Address (URL) for the Holding Company's web page

Signature of Holding Company Director and Official

09/24/2014

Date of Signature

For holding companies not registered with the SEC—

Indicate status of Annual Report to Shareholders:

- is included with the FR Y-6 report
- will be sent under separate cover
- is not prepared

For Federal Reserve Bank Use Only

RSSD ID

C.I.

3846003/133579

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

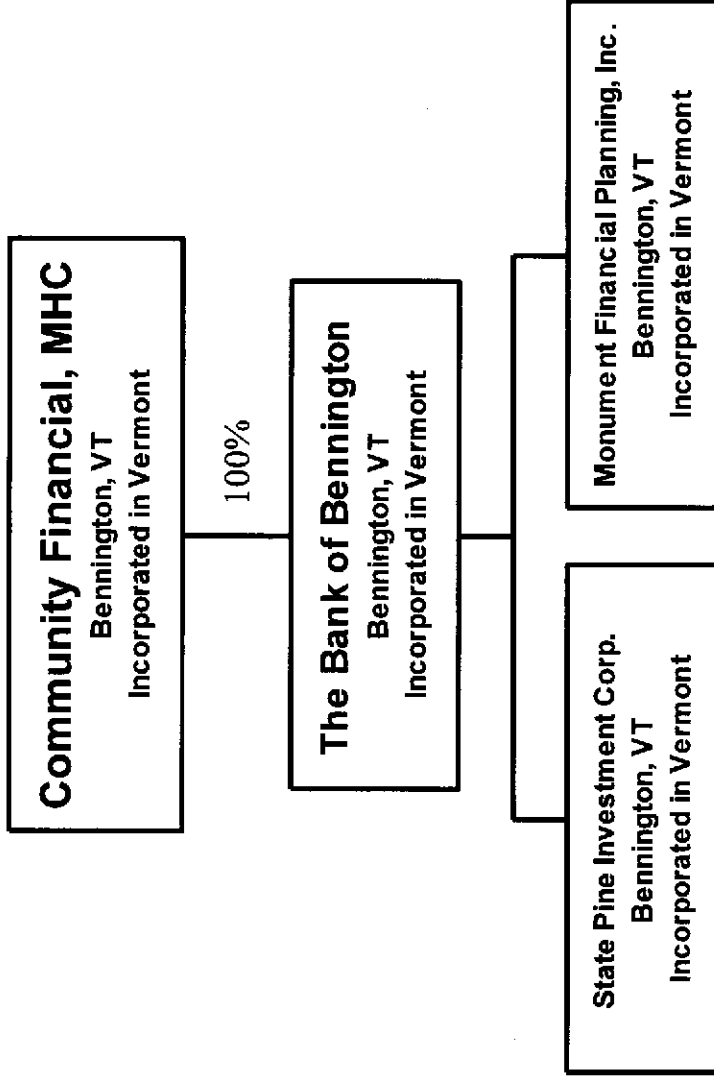
No

Form FRY-6

Community Financial Mutual Holding Company

Bennington, VT

Fiscal Year Ending June 30, 2014



Form FR Y-6  
Community Financial MHC  
Fiscal Year Ending June 30, 2014

Report Item 4: Insiders

Name, City, State, Country		Principal Occupation if other than with Holding Company	Title & Position with Holding Company (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Shares in Holding Company	Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
<b>DIRECTORS</b>							
Paquin	Thomas T.	North Bennington, VT USA	Director & Treasurer	President, T&M Enterprises, Inc.			
Chamberlain	Charles C.	Manchester, VT USA	Director	Attorney (retired), Consultant, Foundation Trustee			
Keneally	Gerald M.	Melbourne, FL USA	Director (retired President & CEO, The Bank of Bennington)				
Donovan	Mark A.	Bennington, VT USA	Director	Healthcare Consultant			
Brown	James D.	Greenwich, NY 12834 USA	Director & President (The Bank of Bennington)				
Horst	James R.	Bennington, VT 05201 USA	Director & Chairman	Owner/Operator, Mt. Anthony Farms			
Kilburn	Michael W.	Manchester Ctr, VT 05255 USA	Director	Owner/Operator, Dees Electrical Services, Inc.			
Nemlich	Pamela A.	Manchester Ctr, VT 05255 USA	Director	Recruiting and Compensation Manager, The Orvis Company, Inc.			
Belnap	Florence M.	Arlington, VT 05250 USA	Director	CFO, Mack Molding			
Salem	Justin P.	Bennington, VT 05201 USA	Director	Owner/Operator, Salem Dentistry			
<b>EXECUTIVE OFFICERS</b>							
Callahan	Mary D.	Hoosick Falls, NY 12090 USA	Sr. VP Branch Administration (The Bank of Bennington)				
Sargood	Edward J.	Hoosick Falls, NY 12090 USA	Sr. VP Finance, CFO (The Bank of Bennington)				
Bardin	David E.	Wells, VT 05774 USA	Sr. VP of Lending (The Bank of Bennington)				

**Report Item 2b:**

**The Bank of Bennington**

**Main Office: 155 North Street  
Bennington VT 05201  
802-442-8121**

**Branches: 78 Center Hill Rd  
Manchester Center VT 05255  
802-362-4760**

**3198 Route 7A  
Arlington, VT 05250  
802-375-2319**

**32 Phyllis Lane  
Bennington, VT 05201  
802-445-3123**