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Approval expires December 31, 2015
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MAR 30 2015

Board of Governors of the Federal Reserve System

Supervision, Regulation and
Credit Department



Annual Report of Holding Companies—FR Y-6

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 form 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):

December 31, 2014

Month / Day / Year

I, David Schneider

Reporter's Name, Street, and Mailing Address

Fairfield County Bank, MHC

Name of the Holding Company Director and Official

Director & Secretary

Legal Title of Holding Company

94 Danbury Rd.

Title of the Holding Company Director and Official

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

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.

Ridgefield CT 06877

City State Zip Code

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.

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Linda Walsh Vice President

Name Title

203-431-7485

Area Code / Phone Number / Extension

203-431-9552

Area Code / FAX Number

linda.walsh@fairfieldcountybank.com

E-mail Address

Signature of Holding Company Director and Official

03/27/2015

Date of Signature

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

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

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

For Federal Reserve Bank Use Only

RSSD ID 3824373
C.I.

FR Y-6

Item 1- Annual Report to Shareholders

Fairfield County Bank, MHC

94 Danbury Rd.

Ridgefield, CT 06877

Fiscal Year Ending December 31, 2014

Fairfield County Bank, MHC is a non-stock mutual holding corporation and does not prepare an annual report for shareholders.

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Item 3- Securities Holders

Fairfield County Bank, MHC

94 Danbury Rd.

Ridgefield, CT 06877

Fiscal Year Ending December 31, 2014

Fairfield County Bank, MHC is a non-stock mutual holding corporation.

Results: A list of branches for your holding company: FAIRFIELD COUNTY BANK, MHC (3824373) of RIDGEFIELD, CT. The data are as of 12/31/2014. Data reflects information that was received and processed through 01/07/2015.

Reconciliation and Verification Steps

1. In the Data Action column of each branch row, enter one or more of the actions specified below.
2. If required, enter the date in the Effective Date column.

Actions

OK: If the branch information is correct, enter 'OK' in the Data Action column.
 Change: If the branch information is incorrect or incomplete, revise the data when this information first became valid in the Effective Date column.
 Close: If a branch listed was sold or closed, enter 'Close' in the Data Action column and the sale or closure date in the Effective Date column.
 Delete: If a branch listed was never owned by this depository institution, enter 'Delete' in the Data Action column.
 Add: If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the Data Action column and the opening or acquisition date in the Effective Date column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information. If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:

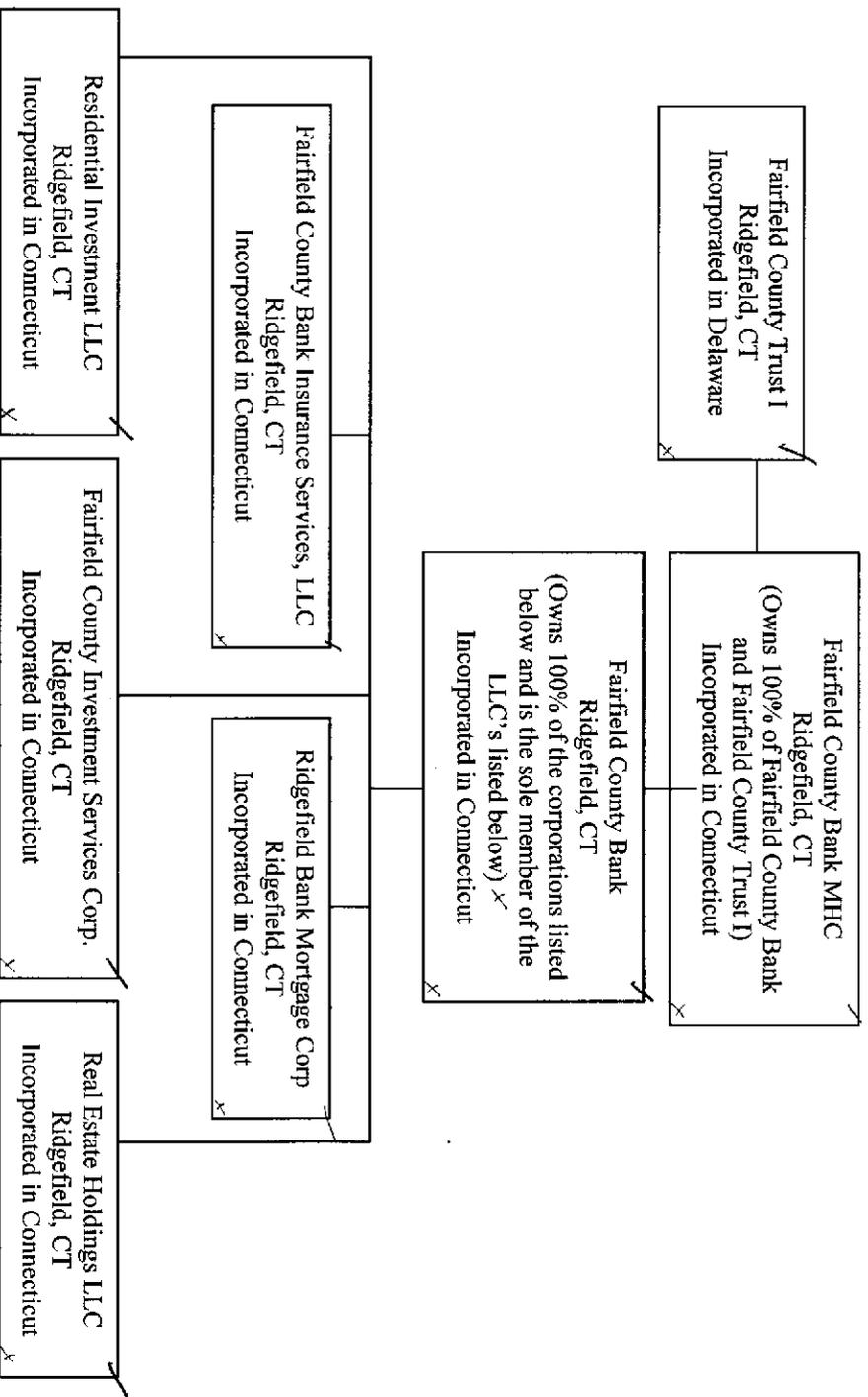
To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add. The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
		Full Service (Head Office)	882701	FAIRFIELD COUNTY BANK	150 DANBURY ROAD	RIDGEFIELD	CT	06877	FAIRFIELD	UNITED STATES	12133	0	FAIRFIELD COUNTY BANK	882701	
		Full Service	4496629	RIDGEFORD BRANCH	1089 MADISON AVENUE	RIDGEFORD	CT	06606	FAIRFIELD	UNITED STATES	469211	28	FAIRFIELD COUNTY BANK	882701	
		Full Service	4496610	FEDERAL ROAD BRANCH	114 FEDERAL ROAD	DANBURY	CT	06811	FAIRFIELD	UNITED STATES	Not Required	Not Required	FAIRFIELD COUNTY BANK	882701	
		Full Service	2942841	DARREN BRANCH	714 POST ROAD	DARREN	CT	06820	FAIRFIELD	UNITED STATES	467518	27	FAIRFIELD COUNTY BANK	882701	
		Full Service	3206728	FAIRFIELD BRANCH	1312 POST ROAD	FAIRFIELD	CT	06824	FAIRFIELD	UNITED STATES	423077	21	FAIRFIELD COUNTY BANK	882701	
		Full Service	4496665	TUUNKS HILL ROAD BRANCH	255 TUUNKS HILL ROAD	FAIRFIELD	CT	06825	FAIRFIELD	UNITED STATES	449896	22	FAIRFIELD COUNTY BANK	882701	
		Full Service	107208	BROAD RIVER BRANCH	121 NEW CANAAN AVENUE	NORWALK	CT	06850	FAIRFIELD	UNITED STATES	244265	16	FAIRFIELD COUNTY BANK	882701	
		Full Service	447409	CANABURY BRANCH	26 CHESTNUT HILL ROAD	NORWALK	CT	06851	FAIRFIELD	UNITED STATES	244262	13	FAIRFIELD COUNTY BANK	882701	
		Full Service	227405	WALL STREET BRANCH	67 WALL STREET	REDDING	CT	06852	FAIRFIELD	UNITED STATES	12121	12	FAIRFIELD COUNTY BANK	882701	
		Full Service	3194231	MEDADOW RIDGE BRANCH	100 REDDING ROAD	REDDING	CT	06856	FAIRFIELD	UNITED STATES	Not Required	Not Required	FAIRFIELD COUNTY BANK	882701	
		Full Service	1745018	GOVERNOR STREET DRIVE UP BRANCH	3 GOVERNOR STREET	RIDGEFIELD	CT	06877	FAIRFIELD	UNITED STATES	244330	4	FAIRFIELD COUNTY BANK	882701	
		Full Service	186665	MAIN STREET BRANCH	374 MAIN STREET	RIDGEFIELD	CT	06877	FAIRFIELD	UNITED STATES	244263	14	FAIRFIELD COUNTY BANK	882701	
		Full Service	105101	ROSWATON BRANCH	2 DICKINLET STREET	ROSWATON	CT	06853	FAIRFIELD	UNITED STATES	244263	14	FAIRFIELD COUNTY BANK	882701	
		Full Service	4496638	STAMFORD BRANCH	915 WHITE PLAINS ROAD	STAMFORD	CT	06902	FAIRFIELD	UNITED STATES	489399	30	FAIRFIELD COUNTY BANK	882701	
		Full Service	4496647	TRUMBULL BRANCH	850 EAST MAIN STREET	TRUMBULL	CT	06611	FAIRFIELD	UNITED STATES	463073	25	FAIRFIELD COUNTY BANK	882701	
		Full Service	4496656	WESTON BRANCH	198 WESTON ROAD	WESTON	CT	06883	FAIRFIELD	UNITED STATES	462791	24	FAIRFIELD COUNTY BANK	882701	
		Full Service	4105341	COMPO ROAD SOUTH BRANCH	20 COMPO ROAD SOUTH	WESTPORT	CT	06880	FAIRFIELD	UNITED STATES	500510	32	FAIRFIELD COUNTY BANK	882701	
		Full Service	2428882	GEORGETOWN BRANCH	941 DANBURY ROAD	WILTON	CT	06987	FAIRFIELD	UNITED STATES	244331	5	FAIRFIELD COUNTY BANK	882701	
		Full Service	2554975	WILTON BRANCH	190 OLD RIDGEFIELD ROAD	WILTON	CT	06987	FAIRFIELD	UNITED STATES	244331	8	FAIRFIELD COUNTY BANK	882701	

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 12/31/14

FR Y-6 Item 2.a Organization Chart



Fairfield County MHC

Item 4 as of 1/23/14

Last Name	First Name	City	State	Country	Principal Occupation if other than with the MHC	Title or position with MHC	Title or position with Subsidiary	Title or position with Subsidiary	Title or position with Subsidiary	Title or position with Subsidiary	Percentage of Voting Shares in MHC	Percentage of Voting Shares in Subsidiary	Additional Companies with controlling roles (interest is 50% or greater)
							Fairfield County Bank	Fairfield County Bank Insurance Services	Residential Investment LLC				
							Fairfield County Trust	Fairfield County Investment Services Corp	Real Estate Holding LLC	Ridgely Bank Mortgage Corp			Ten South, LLC Notch Company, LLC
Reynolds	Thomas	Ridgely	CT	USA	CPA	Director	Director				N/A	N/A	Raynolds & Rowell, LLP Pavilion Properties, LLC Talle LLC
Ruocent	William	Southport	CT	USA	Businessman	Director	Director				N/A	N/A	Oyster Financial Partners, P.P. Oyster Management Group, LLC
Schneider	David	Ridgely	CT	USA		Director & Secretary	Director & CEO	Director, CEO			N/A	N/A	
Smith	Gary	Ridgely	CT	USA	Retired CEO	Director	Director	Director, Chairman	Director		N/A	N/A	Long Lou, LLC Ten South, LLC
Timbley	Joyce	Wolcott	CT	USA		Executive VP	Executive VP				N/A	N/A	N/A
Zappala	Phyllis	Weston	CT	USA	V.P. Human Resources	Director	Director				N/A	N/A	N/A