

RECEIVED

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6  
Supervision, Regulation and  
Credit Department

MAR 25 2015

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, Kristin T. Carvalho

Name of the Holding Company Director and Official  
President

Title of the Holding Company Director and Official

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.

Reporter's Name, Street, and Mailing Address

MNB Bancorp

Legal Title of Holding Company

300 East Main Street

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

Milford

MA

01757

City

State

Zip Code

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:

Daniel R. Devine

Treasurer

Name

Title

508-244-5140

Area Code / Phone Number / Extension

508-634-8177

Area Code / FAX Number

ddevine@mlfndbank.com

E-mail Address

www.milfordnational.com

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

Signature of Holding Company Director and Official

3-18-2015

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.

2651581

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

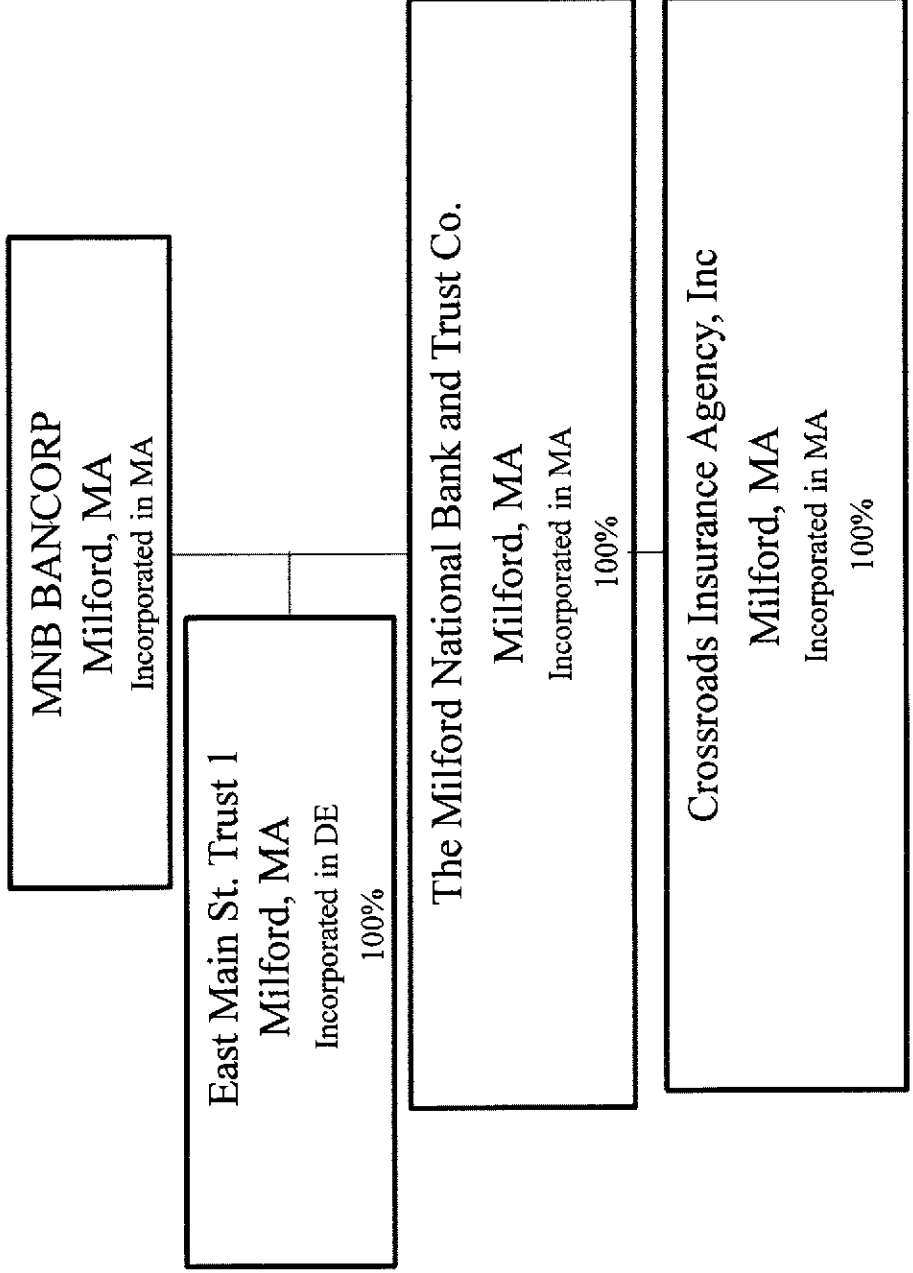
1

MNB Bancorp  
300 East Main Street  
Milford, MA 01757

Fiscal Year Ending December 31, 2014

- 1 a. The BHC is not required to prepare form 10K with the SEC.
- 1 b. The BHC does prepare an annual shareholder report (see attached).

2. Organization Chart:





**Form FR Y-6  
December 31, 2014**

**Report Item 3: Shareholders  
(1)a,b,c, (2)a,b,c**

Current Shareholders with ownership, control or holdings 5% or more with power to vote as of 12-31-14		Shareholders not listed in (3)(1)(a) through (3)(1)(c) that had ownership, control of holdings of 5% or more with power to vote during the fiscal year ending 12-31-14			
(1)(a) Name and Address (City, State, Country) of Voting	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name and Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class Securities
<b>Kevin P Meehan</b> Millis, MA 02054	USA	111,411.5 shs (56.03%)			
<b>Patricia Meehan</b> Millis, MA 02054	USA	10,849 shs (5.46%)			



**Form FR Y-6**  
**December 31, 2014**

**Report Item 4: Insiders**

**(1), (2), (3)a,b,c and (4)a,b,c**

**(4)(c)**  
List names of other companies includes partnerships) if 25% or more of securities are held (List names of

<b>(1)</b>	<b>(2)</b>	<b>(3)(a)</b>	<b>(3)(b)</b>	<b>(3)(c)</b>	<b>(4)(a)</b>	<b>(4)(B)</b>	<b>(4)(c)</b>
<b>Names &amp; Address (City, State, Country)</b>	<b>Principal Occupation if other than with Bank Holding Company</b>	<b>Title &amp; Position with Bank Holding Company</b>	<b>Title &amp; Position with Subsidiaries (include names of subsidiaries)</b>	<b>Title &amp; Position with other Businesses (include names of other businesses)</b>	<b>Percentage of Voting Shares in Bank Holding Company</b>	<b>Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)</b>	<b>of companies and percentage of voting securities held</b>

Kevin P. Meehan	Local Business Owner	Chairman	Chairman of The Milford National Bank and Trust Company, and CrossRoads Insurance Agency, Inc.	President, Imperial Dealerships	56.03%		
Kristin T. Carvalho New Bedford, MA 02740		President & CEO, Director	President, CEO and Director, The Milford National Bank & Trust Company, Director of CrossRoads Insurance Agency, Inc.		.01%		
Michael A. Diorio Milford, MA 01757	Executive Director Milford Housing Authority	Director	Director, The Milford National Bank & Trust Company & CrossRoads Insurance Agency, Inc.		.07%		





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December 31, 2014

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(1), (2), (3)a,b,c and (4)a,b,c

(4)(c)

List names of other companies includes partnerships) if 25% or more of securities are held (List names of

(1) Names & Address (City, State, Country)  
(2) Principal Occupation if other than with Bank Holding Company  
(3)(a) Title & Position with Bank Holding Company  
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)  
(3)(c) Title & Position with other Businesses (include names of other businesses)  
(4)(a) Percentage of Voting Shares in Bank Holding Company  
(4)(B) Percentage of voting securities held (List names of Subsidiaries (include names of subsidiaries)  
(4)(C) of companies and percentage of voting securities held)

Daniel P. Kelley Mendon, MA 01756	Local Business Owner	Director	Director, The Millford National Bank & Trust Company & CrossRoads Insurance Agency, Inc.	President, Kelley & Ryan Associates	0.06%		
Ronald J. Masiello Worcester, MA 01608	Business Consultant	Director	Director, The Millford National Bank & Trust Company & CrossRoads Insurance Agency, Inc.	Partner, Shepherd & Goldstein	.01%		
Bartholomew P. Molloy, Esq. Westwood, MA 02090	Attorney	Director	Director, The Millford National Bank & Trust Company & CrossRoads Insurance Agency, Inc.	President, Molloy & Associates	.01%		
Thomas C Sawyer, Sr., Mendon, MA 01756	Retired	Director	Director, The Millford National Bank & Trust Company & CrossRoads Insurance Agency, Inc.		0.43%		



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(1), (2), (3)a,b,c and (4)a,b,c

(4)(c)

List names of other companies includes partnerships) if 25% or more of securities are held (List names of

(1) Names & Address (City, State, Country)	(2) Principal	(3)(a) Occupation if other than with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(B) Subsidiaries (include names of subsidiaries)	(4)(c) Percentage of voting securities held (List names of companies and percentage of voting securities held)
Lisa G. (Vincent) Taylor Mendon, MA 01756	Clinical Dietician	Director	Director, The Milford National Bank & Trust Company & CrossRoads Insurance Agency, Inc.		0.91%		
Paul T. Zekos Shrewsbury, MA 01545	Local Business Owner	Director	Director, The Milford National Bank & Trust Company & CrossRoads Insurance Agency, Inc.	President, The Zekos Group	0.01%		
Daniel Devine Belmont, MA 02478		Treasurer, MNB Bancorp	Senior Vice President & CFO of The Milford National Bank and Trust Company, and CrossRoads Insurance Agency, Inc.				
Maria Barnes Milford, MA 01757			Senior Vice President and Senior Operations Officer of The Milford National Bank & Trust				



BRANCH LISTING VERIFICATION

Results: A list of branches for your BHC: MMB BANCORP (2551581) of MILFORD, MA. The data are as of 12/31/2014. Data reflects information that was received and processed through 01/17/2015. \* FDIC UNINUM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is not required.

Branch Action Date	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM	Office Number*	Head Office ID_RSSD*	Comments
OK	879000	MILFORD NATIONAL BANK AND TRUST COMPANY THE	300 EAST MAIN ST	MILFORD	MA	01757	WORCESTER	UNITED STATES	1695	0	879000	
OK	2840246	BELLINGHAM BRANCH	286 HARTFORD AVENUE, 495 B. ROUTE 126	BELLINGHAM	MA	02109	NORFOLK	UNITED STATES	357164	4	879000	
OK	1844395	MENDON OFFICE	14 HASTINGS STREET-ROUTE 16	MENDON	MA	01756	WORCESTER	UNITED STATES	193610	2	879000	
OK	1981946	MILFORD/MAIN STREET BRANCH	256 MAIN ST	MILFORD	MA	01757	WORCESTER	UNITED STATES	193611	3	879000	
OK	764302	SOUTH MAIN STREET BRANCH	146 S MAIN ST	MILFORD	MA	01757	WORCESTER	UNITED STATES	193609	1	879000	

