

Board of Governors of the Federal Reserve System

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Annual Report of Holding Companies—FR Y-6

MAR 27 2015

Supervision, Regulation and  
Credit Department

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, Robert Fraser

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Name of the Holding Company Director and Official

President & Chief Executive Officer

Reporter's Name, Street, and Mailing Address

MountainOne Financial, MHC

Title of the Holding Company Director and Official

Legal Title of Holding Company

93 Main Street, P.O. Box 997

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.

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

North Adams

MA

01247

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:

Debra Wooley

SVP/Controller

Name

Title

413-663-2126

Area Code / Phone Number / Extension

413-663-2125

Area Code / FAX Number

deb.wooley@mountainone.com

E-mail Address

www.mountainone.com

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

Signature of Holding Company Director and Official

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.

2634012

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 Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

MountainOne Financial, Inc.

Legal Title of Subsidiary Holding Company

93 Main Street, P.O.Box 997

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

North Adams, MA 01247

City State Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

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City State Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

Review a list of branches for your depository institution: MOUNTAINVIEW BANK (ID\_ISSD: 97804).  
 This depository institution is held by MOUNTAINVIEW FINANCIAL, NNC (K634312) of NORTH ADAMS, MA.  
 The data as of 12/31/2014. This reflects information that was received and processed through 01/07/2015.

**Branches and Verification Status**

1. In the Data Action column of each branch row, enter one or more of the actions specified below.
2. If required, enter the data 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, enter 'Change' in the Data Action column and the date when this information first became valid in the Effective Date column.  
 Close: If a branch (and) 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 (and) 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 to MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

**Submission Procedures**  
 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-30 reporting requirements, you must also submit FR Y-30 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add.  
 The FR Y-30 report may be submitted in a hardcopy format or via the FR Y-30 Online application - <https://y30online.frbdatanet.org/>.

\* FRB UNIFORM Office Number, and ID\_ISSD columns are for reference only. Verifications of these values is not required.

Branch Action	Effective Date	Branch Service Type	FRB ID_ISSD*	Proprietary Name	Street Address	City	State	State Zip Code	County	Country	FRB UNIFORM*	Office Number*	Head Office ID_ISSD*	Comments
OK		Full Service (Head Office)	97804	MOUNTAINVIEW BANK	88 MAIN ST	NORTH ADAMS	MA	01247	WENSHIRE	UNITED STATES	13943		97804	
OK		Full Service	4785518	CAMPERS OFFICE	340 CUMMINGSHEALTH AVE, SUITE 200	QUINCY	MA	01929	ESSEX	UNITED STATES	Not Required	Not Required	97804	
OK		Full Service	8510477	MOUNTAINVIEW FINANCIAL CENTER	111 SILVER LAKE BLVD.	PITTSFIELD	MA	01301	BERKSHIRE	UNITED STATES	Not Required	Not Required	97804	
OK		Full Service	2888445	HANCOCK STREET BRANCH	77 GRANITE STREET	QUINCY	MA	01919	WENTWICK	UNITED STATES	Not Required	Not Required	97804	
OK		Full Service	3038004	SOUTH COASTAL BANK OFFICE	279 UPRON ST	ROCKLAND	MA	02270	PLYMOUTH	UNITED STATES	Not Required	Not Required	97804	
OK		Full Service	3530002	SCITUATE OFFICE	54 FRONT ST	SCITUATE	MA	02086	PLYMOUTH	UNITED STATES	Not Required	Not Required	97804	
OK		Full Service	7748005	WILLIAMSTOWN BANK OFFICE	793 MAIN STREET	WILLIAMSTOWN	MA	01267	BERKSHIRE	UNITED STATES	36332	3	97804	

**Report Item**

1(a): Form 10-K filed with the SEC  
None

1(b): Annual Report to Shareholders  
None

2: Organization Chart  
See Attached

2b: Domestic Branch Listing – Attached (Also e-mailed to Eileen Mahoney - [Eileen.Mahoney@bos.frb.org](mailto:Eileen.Mahoney@bos.frb.org))

3: Shareholders  
None – MountainOne Financial Partners is a mutual holding company.

4: Directors and officers  
See Attached

# MOUNTAINONE FINANCIAL PARTNERS, MHC

\*Trust Companies are affiliates, not subsidiaries

Bank is 100% owned by Mt1 Inc. and Mt1 Inc. is 100% owned by Mt1 MHC

MountainOne Financial  
MHC  
93 Main St., N. Adams, MA 01247  
Incorporated in Massachusetts

MountainOne Capital Trust II  
93 Main St., N. Adams, MA 01247  
Incorporated in Massachusetts

MountainOne Financial  
INC  
93 Main St., N. Adams, MA 01247  
Incorporated in Massachusetts

MountainOne Capital Trust I  
93 Main St., N. Adams, MA 01247  
Incorporated in Massachusetts

MountainOne Bank  
93 Main St., N. Adams, MA 01247  
Incorporated in Massachusetts

NAHSB  
Security Corp.  
93 Main St., N. Adams, MA 01247  
Incorporated in Massachusetts

Coakley, Pierpan, Dolan &  
Collins Insurance Agency, Inc.  
26 Union St., N. Adams, MA 01247  
Incorporated in Massachusetts

TrueNorth  
Insurance Agency  
85 Main St., N. Adams, MA 01247  
Incorporated in Massachusetts

RSB Properties, LLC LP/INM  
279 Union St.  
Rockland, MA 02370  
Incorporated in Massachusetts

**Bank Branches:**  
93 Main St., North Adams MA 01247  
795 Main St., Williamstown, MA 01267  
111 Silver Lake Blvd., Pittsfield, MA 01201  
279 Union St., Rockland, MA 02370  
77 Granite St., Quincy, MA 02169  
54 Front St., Scituate, MA 02066  
140 Commonwealth Ave., Suite 108, Danvers, MA 01923

Note: Items 4(a) and 4(b) are not applicable

(1) Name, City, State	(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 subs)	(4)(c) List names of other companies (including partnerships) if 25% or more of voting securities are held and include the % of any voting securities held
Art, Pamela Williamstown, MA	Retired Publishing Executive	Trustee Vice Chair	Director - MountainOne Bank	N/A
Bailey, James Marshfield, MA	Retired / CPA	Trustee	Director - MountainOne Bank	N/A
Bosley, Daniel North Adams, MA	Government Consultant	Trustee Chair	Director - MountainOne Bank	Self-employed Government Consultant (100%)
Bullert, Richard North Adams, MA	Retired / Consultant	Trustee	Director - MountainOne Bank	Self-employed Human Resources Consultant (100%)
Cary-Neville, Noreen Plymouth, MA	Insurance Agency Owner	Trustee	Director - MountainOne Bank	Cary-Neville Insurance (100%)
Carlotta, Lyne West stockbridge, MA	N/A	SVP, Senior Risk Management Officer	SVP, Senior Risk Management & CRA Officer - MountainOne Bank	N/A
Crane, David Dalton, MA	Printing Executive	Trustee	Director - MountainOne Bank	CEO - Excelsior Integrated (100%)
Crowe, Stephen Williamstown, MA	Retired Bank CEO (former MountainOne CEO)	Trustee	Director - MountainOne Bank	N/A
Fraser, Robert Marshfield, MA	N/A	Trustee President & CEO	Director - MountainOne Bank President and CEO of MountainOne Financial Inc. Director & CEO of True North Insurance Agency, Inc. Interim President & Director of Cokley, Pierpan, Dolan & Collins Insurance Agency, Inc.	N/A
Hogan, Susan Williamstown, MA	College Administrator	Trustee	Director - MountainOne Bank	Co-Owner - Hogan Properties (50%)
Klass, Stephen Williamstown, MA	College Administrator	Trustee	Director - MountainOne Bank	N/A
Maguire, Kevin Marshfield Hills, MA	CEO, Food Production Company	Trustee	Director - MountainOne Bank	N/A
O'Connell, Thomas Hingham, MA	Real Estate Development	Trustee	Director - MountainOne Bank	Managing Member - 260 Victory Road LLC (25%) Managing Member - Red Rose Inn & Tavern LLC (50%)
Owens, Steven Coltues, NY	N/A	EVP, CFO, CIO, COO, Treasurer	EVP, CFO, CIO, COO, Treasurer - MountainOne Bank Director & Treasurer - True North Insurance Agency, Inc., Cokley, Pierpan, Dolan & Collins Insurance Agency, Inc.	N/A
PHELPS, Richard Rockland, MA	Retired Insurance Agency Owner	Trustee	Director - MountainOne Bank	N/A
Spence, William Norwell, MA	President, Heating Fuel, Storage & Real Estate Development Company	Trustee	Director - MountainOne Bank	N/A
Thompson, Joseph Williamstown, MA	Director, Art Museum	Trustee	Director - MountainOne Bank	N/A