

ES0 3/21/2015

RECEIVED

FR Y-6
OMB Number 7100-0297
Approval expires December 31, 2015
Page 1 of 2

MAR 31 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, Peter F Crosby
Name of the Holding Company Director and Official
President / CEO
Title of the Holding Company Director and Official

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)
Reporter's Name, Street, and Mailing Address
Passumpsic Bancorp
Legal Title of Holding Company
497 Railroad Street
(Mailing Address of the Holding Company) Street / P.O. Box
St. Johnsbury VT 05819
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:
Brenda Marie Wilkins VP/Controller
Name Title
802-751-4260
Area Code / Phone Number / Extension
802-751-4237
Area Code / FAX Number
bmwilkins@passumpsicbank.com
E-mail Address

Signature of Holding Company Director and Official
[Signature]
Date of Signature
03/30/2015

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 2337081
C.I. _____

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

Passumpsic Savings Bank
Y6 Information - Year End 12/31/14

REPORT ITEM 1 - Annual reports to shareholders

Final Annual Report Enclosed

REPORT ITEM 2a - Organizational Chart

SEE BELOW

BANK HOLDING COMPANY

Passumpsic Bancorp

BANK ENTITY #1

Passumpsic Savings Bank
497 Railroad Street
St. Johnsbury VT 05819

PERCENT EQUITY

100%

BANK ENTITY #1 - Mortgage Banking Company

Northeast Home Loan
80 Flat Street
Brattleboro, VT 05301

Passumpsic Savings Bank owns 100%

BANK ENTITY #1 - Mortgage Banking Company

Passumpsic Resources
497 Railroad Street
St. Johnsbury VT 05819

Passumpsic Savings Bank owns 100% (set up for Mineral Rights)

REPORT ITEM 2b - Domestic Branches

List attached.
E-mailed of 03/30/15 is attached

REPORT ITEM 3 - Securities holders

N/A

REPORT ITEM 4 - Insiders

See Report Enclosed

LIST OF OFFICERS AND DIRECTORS

PASSUMPSIC BANCORP OFFICER	PASSUMPSIC BANCORP DIRECTOR	PASSUMPSIC SAVINGS BANK EXECUTIVE OFFICER	PASSUMPSIC SAVINGS BANK TRUSTEE	NEHL EXECUTIVE OFFICER	NEHL BOARD OF MANAGERS	NAME AND ADDRESS	PSB TERM ENDING	PSB YEAR ELECTED TO BOARD	YEAR OF BIRTH	NUMBER OF SHARES BENEFICIALLY	OCCUPATION OR PRINCIPAL BUSINESS * OWNED AFFILIATION
no	director	no	trustee	no	no	Bradley J. Gebbie [REDACTED] Lyndonville, VT 05851	2017	05/10/95	05/27/54	0	Clem-Dee, Inc., B&D Management President
no	director	no	trustee	no	no	Ronald W. Steen [REDACTED] St. Johnsbury VT 05819	2016	08/26/97	02/04/42	0	R W Steen Associates Owner and Managing Associate
no	director	no	trustee	no	no	Janet D. Quatrini [REDACTED] St. Johnsbury VT 05819	2015	08/26/97	04/30/49	0	Retired
no	director	no	trustee	no	no	James Impey [REDACTED] St. Johnsbury VT 05819	2016	01/27/99	10/15/45	0	Small business owner & real estate development
no	Chairman of the Board director	no	Chairman of the Board trustee	no	no	Edward R. Zuccaro [REDACTED] St. Johnsbury, VT 05819	2016	04/10/02	02/05/43	0	Zuccaro, Willis and Sipples, P.C. Partner
no	director	no	trustee	no	no	Steven E. Larrabee [REDACTED] West Danville, VT 05873	2016	02/12/03	11/20/56	0	Deweysburg Enterprises Owner
no	director	no	trustee	no	no	Nancy Cook [REDACTED] Newport VT 05855	2015	04/09/03	12/11/45	0	Retired
no	director	no	trustee	no	no	Robert Snowman [REDACTED] Lancaster NH 03584	2015	10/11/06	10/04/55	0	F. B. Spaulding Co. President/Owner
no	director	no	trustee	no	no	Jeffrey Gilman [REDACTED] Lancaster NH 03584	2017	10/11/06	08/24/57	0	Geo. M. Stevens & Sons Co. Sr. Partner
no	director	no	trustee	no	no	Gregory Eastman [REDACTED] Littleton NH 03561	2017	04/09/14	10/25/59	0	Hunkins and Eaton Insurance Owner

LIST OF OFFICERS AND DIRECTORS

PASSUMPSIC BANCORP OFFICER	PASSUMPSIC BANCORP DIRECTOR	PASSUMPSIC SAVINGS BANK EXECUTIVE OFFICER	PASSUMPSIC SAVINGS BANK TRUSTEE	NEHL EXECUTIVE OFFICER	NEHL BOARD OF MANAGERS	NAME AND ADDRESS	PSB TERM ENDING	PSB YEAR ELECTED TO BOARD	YEAR OF BIRTH	NUMBER OF SHARES BENEFICIALLY OWNED	OCCUPATION OR PRINCIPAL BUSINESS * OWNED AFFILIATION
President & CEO	yes	President & CEO	yes	no	yes	Peter F. Crosby [REDACTED] St. Johnsbury VT 05819	2017	02/12/03	04/17/50	0	Passumpsic Savings Bank President & CEO
Vice President	no	Senior Vice President	no	no	no	Elaine Bixby [REDACTED] Lyndonville VT 05851		n/a	n/a	0	Passumpsic Savings Bank Senior Vice President
Treasurer/ Assistant Secretary	no	Senior Vice President/ CFO	no	no	yes	Thomas M. Zabek [REDACTED] St. Johnsbury VT 05819		n/a	n/a	0	Passumpsic Savings Bank Executive Vice President, Treasurer
Vice President	no	Senior Vice President	no	no	yes	Robert M. Bishop [REDACTED] St. Johnsbury, VT 05819		n/a	n/a	0	Passumpsic Savings Bank Executive Vice President/Commercial Lending
Vice President	no	Senior Vice President	no	no	no	Daniel J. Kimbell [REDACTED] St. Johnsbury VT 05819		n/a	n/a	0	Passumpsic Savings Bank Executive Vice President/Investment Management
Secretary	no	Corporate Secretary	no	yes Secretary	no	Kathleen C. Zita [REDACTED] West Barnet VT 05821		n/a	n/a	0	Passumpsic Savings Bank Secretary for President/CEO
no	no	no	no	yes President and CEO	yes	Andrew J. Hadden [REDACTED] Spofford, NH 03462		10/26/00	02/19/61		Northeast Home Loan Chief Financial Officer & Treasurer
no	no	no	no	yes Senior Vice President of Operations	no	Dawn Loring [REDACTED] Brattleboro, VT 05303			09/24/59	0	Northeast Home Loan Senior Vice President Operations
no	no	no	no	yes Senior Vice President of Production	yes	Mark Burton [REDACTED] Shelburne Falls, MA 01370			01/31/56	0	Northeast Home Loan Senior Vice President Production

OK



Board of Governors of the Federal Reserve System
FR Y-6 Depository Institution Branch Data Verification

Branches for Selected Institution

[Back to Search Results](#)

A list of branches for your depository institution: **PASSUMPSIC SAVINGS BANK (ID_RSSD: 300009)**.
 This depository institution is held by **PASSUMPSIC BANCORP (2337081)** of **SAINT JOHNSBURY, VT.**
 The data are as of **12/31/2014**.

✓ ER

Save a copy of this list by clicking the download button below. **When asked if you would like to open or save this file, choose the 'Save' button.** Make corrections to your saved copy and then send it to your FRB contact. See the detailed instructions (linked above) for more information.

[Download List to Excel](#)

Institutions: 1 to 10 of 10

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*
Full Service (Head Office)	300009	PASSUMPSIC SAVINGS BANK	497 RAILROAD STREET	SAINT JOHNSBURY	VT	05819	CALEDONIA	UNITED STATES	8828	0	PASSUMPSIC SAVINGS BANK	300009
Full Service	561707	GROVETON BRANCH	40 STATE STREET, ROUTE 3	GROVETON	NH	03582	COOS	UNITED STATES	243628	14	PASSUMPSIC SAVINGS BANK	300009
Full Service	377506	LANCASTER MAIN OFFICE	117 MAIN STREET, BOX 351	LANCASTER	NH	03584	COOS	UNITED STATES	11964	13	PASSUMPSIC SAVINGS BANK	300009
Full Service	2848514	LITTLETON OFFICE	81 MEADOW STREET	LITTLETON	NH	03561	GRAFTON	UNITED STATES	74922	11	PASSUMPSIC SAVINGS BANK	300009
Full Service	562209	WHITEFIELD BANKING STATION BRANCH	20 JEFFERSON ROAD	WHITEFIELD	NH	03598	COOS	UNITED STATES	209043	17	PASSUMPSIC SAVINGS BANK	300009
Full Service	2311344	DANVILLE BRANCH	53 ROUTE 2 WEST	DANVILLE	VT	05828	CALEDONIA	UNITED STATES	4234	8	PASSUMPSIC SAVINGS BANK	300009
Full Service	4257905	ISLAND POND BRANCH	49 MILL STREET	ISLAND POND	VT	05846	ESSEX	UNITED STATES	363153	12	PASSUMPSIC SAVINGS BANK	300009
Full Service	342906	LYNDONVILLE BRANCH	62 BROAD STREET	LYNDONVILLE	VT	05851	CALEDONIA	UNITED STATES	231017	5	PASSUMPSIC SAVINGS BANK	300009
Full Service	404000	NEWPORT BRANCH	299 EAST MAIN STREET	NEWPORT	VT	05855	ORLEANS	UNITED STATES	231015	3	PASSUMPSIC SAVINGS BANK	300009
Full Service	4258005	OPERATIONS CENTER BRANCH	1242 MEMORIAL DRIVE	SAINT JOHNSBURY	VT	05819	CALEDONIA	UNITED STATES	231020	9	PASSUMPSIC SAVINGS BANK	300009

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