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 6(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 26A 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.

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.

I, Clayton G. Deutsch
Name of the Holding Company Director and Officer
Chief Executive Officer and President
Title of the Holding Company Director and Officer

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.

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, 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.

Signature of Holding Company Director and Officer

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

RSSID 12495679
C.I.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2015

Month / Day / Year
9LC5YBMB3TLRL460X73
Reporter’s Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporters Name, Street, and Mailing Address
Boston Private Financial Holdings, Inc.

Legal Title of Holding Company
Ten Post Office Square
(Mailing Address of the Holding Company) Street / P.O. Box
Boston MA 02109
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Kathryn Cabral
Paralegal
Name Title
617-912-3910
Area Code / Phone Number / Extension
617-912-4555
Area Code / FAX Number
kcabral@bostonprivate.com
E-mail Address
www.bostonprivate.com
Address (URL) for the Holding Company’s web page

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

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, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.
Legal Entity Organizational Chart

FR Y-6 2015 -- Item 2a

Boston Private Capital Trust I
(100% ownership)
Est. 2004
Delaware

Boston Private (PA) Corporation
(67% ownership)
Est. 2007
Delaware
[DISSOLVED 8-13-2015]

Anchor Capital Holdings LLC
(100% ownership – Sole Member)
Est. 2006, Acq. 2006
Delaware

Anchor Capital Advisors LLC
(82.1% ownership – Member)
Est. 2006
Delaware

Boston Private Financial Holdings, Inc.
(LEI 9LC5YBM83TLRL460X73)
MA Chartered Bank Holding Company
Org. 9/2/1987
BHC 7/1/1988
MA Corporation

Boston Private Bank & Trust Company
(LEI OLOBRKMRJRZJ2ICV65JH34)
MA State Chartered Trust Co., Est. 1986

Boston Private Capital Trust II
(100% ownership)
Est. 2005
Delaware

Dalton, Greiner, Hartman, Maher & Co., LLC
New York, NY
(80% ownership – Manager)
RIA, Est. 1982, Acq. 2004
Delaware

KLS Professional Advisors Group, LLC
New York, NY
(100% ownership – Sole Member and Manager)
RIA, Est. 1989, Acq. 2004
Delaware

Bingham, Osborn & Scarborough, LLC
San Francisco, CA
(67.8% ownership – Member)
RIA, Est. 1985, Acq. 2004
California

Boston Private Capital, Inc.
(100% ownership)
Est. 1990
Massachusetts

Ten Winthrop Properties, Inc.
(100% ownership)
Est. 1992
Massachusetts

BPP Securities Corporation
(100% ownership)
Est. 1995
Massachusetts

BPP Securities Corporation II
(100% ownership)
Est. 2009
Massachusetts

Leroh LLC
San Mateo, CA
(100% ownership – Sole Member)
Est. 2009
California

BPP-IMT & Co., LLP
(100% ownership)
Est. 2013
Massachusetts

Boston Private Wealth LLC
(100% ownership – Sole Member)
Est. 2014
Massachusetts

- Unless otherwise indicated, physical address is Boston, Massachusetts.
- LEI provided where applicable.
Current as of 12/31/2015
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<th>City</th>
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<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>DTC/UNITKN*</th>
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<th>Head Office</th>
<th>Head Office ID (RSSD)</th>
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<tr>
<td>Name,</td>
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<td>Number and Percentage of each Class of Voting Securities</td>
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<td>City, State, Country</td>
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<td>BlackRock, Inc. - 7,856,647 - 9.40% common stock</td>
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<td>Dimensional Fund Advisors LP - 4,569,725 - 5.46% common stock</td>
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<td>USA</td>
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<td>USA</td>
<td>The Vanguard Group - 6,178,149 - 7.38% common stock</td>
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<td>(1)</td>
<td>Names &amp; Address</td>
<td>(2) Principal Occupation if other than with Bank Holding Company</td>
<td>(3)(a) Title &amp; Position with Bank Holding Company</td>
<td>(3)(b) Title &amp; Position with Other Business (include names of subsidiaries)</td>
<td>(3)(c) Title &amp; Position with Other Business</td>
<td>(4)(a) Percentage of Voting Shares in Bank Holding Company</td>
<td>(4)(b) Percentage of Voting Shares in Subsidiaries (include Names of Subsidiaries)</td>
<td>(4)(c) 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)</td>
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<td>Deborah Faye Kuenster</td>
<td>Boston, MA, USA</td>
<td>Chief Investment Officer/Wellesley College</td>
<td>Director</td>
<td>Director/Boston Private Bank &amp; Trust Company</td>
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<td>Gloria C. Larson</td>
<td>Yarmouth Port, MA, USA</td>
<td>President/Bentley University</td>
<td>Director</td>
<td>Director/Boston Private Bank &amp; Trust Company</td>
<td>President/Bentley University</td>
<td>Less than 1%</td>
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<td>John L. Morton III</td>
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<td>Private Investor</td>
<td>Director</td>
<td>Director/Boston Private Bank &amp; Trust Company</td>
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<td>Daniel P. Nolan</td>
<td>Loudonville, NY, USA</td>
<td>President and CEO/Hugh Johnson Advisors, LLC</td>
<td>Director</td>
<td>Director/Boston Private Bank &amp; Trust Company</td>
<td>President and CEO/Hugh Johnson Advisors, LLC</td>
<td>Less than 1%</td>
<td>N/A</td>
<td>Hugh Johnson Advisors, LLC 31%</td>
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<tr>
<td>Sean G. Shapiro</td>
<td>Encino, CA, USA</td>
<td>Managing Partner/The Shapiro Group</td>
<td>Director</td>
<td>Director/Boston Private Bank &amp; Trust Company</td>
<td>Managing Partner/The Shapiro Group</td>
<td>Less than 1%</td>
<td>N/A</td>
<td>The Shapiro Group 100%</td>
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<tr>
<td>Kimberly S. Stevenson</td>
<td>Lucas, TX</td>
<td>Corporate Vice President, Chief Information Officer/Intel Corporation</td>
<td>Director</td>
<td>Director/Boston Private Bank &amp; Trust Company</td>
<td>Corporate Vice President, Chief Information Officer/Intel Corporation</td>
<td>Less than 1%</td>
<td>N/A</td>
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<tr>
<td>Stephen M. Waters</td>
<td>Greenwich, CT, USA</td>
<td>Founding and Managing Partner/Compass Partners Advisors LLP</td>
<td>Chairman/Director</td>
<td>Chairman/Boston Private Bank &amp; Trust Company</td>
<td>Founding and Managing Partner/Compass Partners Advisors LLP</td>
<td>Less than 1%</td>
<td>N/A</td>
<td>Compass Partners Advisors LLP 70%</td>
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<td>(1) Names &amp; Address</td>
<td>(2) Principal Occupation if other than with Bank Holding Company</td>
<td>(3)(a) Title &amp; Position with Bank Holding Company</td>
<td>(3)(b) Title &amp; Position with Subsidiaries (include names of subsidiaries)</td>
<td>(3)(c) Title &amp; Position with Other Business (include names of other business)</td>
<td>(4)(a) Percentage of Voting Shares in Bank Holding Company</td>
<td>(4)(b) Percentage of Voting Shares in Subsidiaries (include Names of Subsidiaries)</td>
<td>(4)(c) List names of other companies (includes partnerships)</td>
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<tr>
<td>Danna C. Wells</td>
<td>Director/President and CEO/Miniflash Technologies, Inc.</td>
<td>Director</td>
<td>Director/Boston Private Bank &amp; Trust Company</td>
<td>Director/President and CEO/Miniflash Technologies, Inc.</td>
<td>Less than 1%</td>
<td>N/A</td>
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<td>Lisabeth H. Zieles</td>
<td>President/HC Insights LLC</td>
<td>Director</td>
<td>Director/Boston Private Bank &amp; Trust Company</td>
<td>Director/Board of Legal &amp; General Group, LLC (FTSE) Development Chain/Executive Committee/Connecticut Science Center Trustee Board Member/Penn State University Business School Board</td>
<td>Less than 1%</td>
<td>N/A</td>
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<td>Margaret W. Chambers</td>
<td>N/A</td>
<td>EVP/General Counsel/Corporate Secretary</td>
<td>N/A</td>
<td>N/A</td>
<td>Less than 1%</td>
<td>N/A</td>
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<td>Clayton G. Deutch</td>
<td>N/A</td>
<td>Director/CEO and President</td>
<td>Director/Boston Private Bank &amp; Trust Company</td>
<td>Director, Courageous Sailing Center</td>
<td>Less than 1%</td>
<td>N/A</td>
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<td>Martha T. Higgins</td>
<td>N/A</td>
<td>EVP/Chief Human Resources Officer</td>
<td>N/A</td>
<td>N/A</td>
<td>Less than 1%</td>
<td>N/A</td>
<td>N/A</td>
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<td>David J. Kaye</td>
<td>N/A</td>
<td>EVP/Chief Financial and Administrative Officer</td>
<td>Director/Anchor Capital Advisors, LLC</td>
<td>Director/Anchor Capital Advisors, LLC</td>
<td>Less than 1%</td>
<td>N/A</td>
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<td>W Timothy MacDonald</td>
<td>N/A</td>
<td>EVP/Chief Risk Officer</td>
<td>N/A</td>
<td>N/A</td>
<td>Less than 1%</td>
<td>N/A</td>
<td>N/A</td>
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<td>Jacqueline S. Shebaz</td>
<td>N/A</td>
<td>EVP/Chief Client Development Officer</td>
<td>N/A</td>
<td>Director, The Harvard Shop (subsidiary of Harvard Student Agencies)</td>
<td>Less than 1%</td>
<td>N/A</td>
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