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Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

RECEIVED
FEB 22 2016

Report at the close of business as of the end of fiscal year

Supervision, Regulation and
Credit Department

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, 2015

Month / Day / Year

none

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

I, **Paul M. Pecci**

Reporter's Name, Street, and Mailing Address

Braintree Bancorp MHC

Name of the Holding Company Director and Official

President/CEO and Director

Legal Title of Holding Company

Title of the Holding Company Director and Official

1010 Washington Street

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

Braintree MA 02184

City State Zip Code

n/a

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:

Daniel W. Brennan Treasurer/CFO

Name Title

781-843-1370

Area Code / Phone Number / Extension

781-848-0567

Area Code / FAX Number

fincon@braintreecooperative.com

E-mail Address

n/a

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 3441613
C.I. _____

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.

Not applicable

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)

Legal Title of Subsidiary Holding Company

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City State Zip Code

Physical Location (if different from mailing address)

Braintree Bancorp MHC
Braintree, Massachusetts
Fiscal year ended December 31, 2015

REPORT ITEM

1. Annual Report to Shareholders

Braintree Bancorp MHC (the "Company") is a mutual holding company and, therefore, has no shareholders. The Company also owns directly 100% of the outstanding shares of the capital stock of its banking subsidiary, The Braintree Co-operative Bank (the "Bank"). Consequently, there is no annual report to shareholders included with this report.

2a. Organization Chart

As stated above, the Company owns 100% of the outstanding shares of the capital stock of the Bank. The Bank, in turn, owns 100% of the outstanding capital stock or other ownership interest of three additional subsidiaries, Braintree Investment Services LLC, Bay Colony Enterprises, Inc. and Braintree Co-operative Realty, Inc. (collectively, the "Bank Subsidiaries"). A diagram reflecting this corporate structure is included as Exhibit A to this report.

The legal address for the Company, the Bank, and each of the Bank Subsidiaries is 1010 Washington Street, Braintree, MA 02184.

2b. Domestic Branch Listing

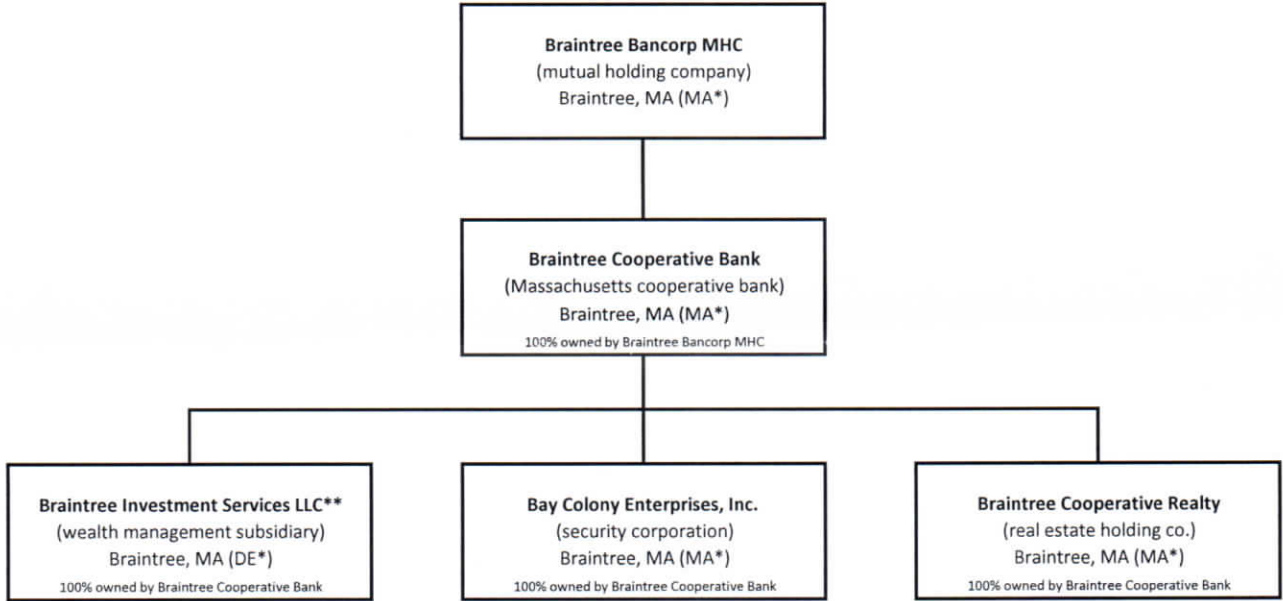
The branch listing is contained in Exhibit C to this report.

3. Securities Holders

As stated above, the Company is a mutual holding company and is not authorized to issue any shares of capital stock. All of the outstanding shares of the Bank's capital stock are in turn held by the Company. Consequently, there is no information provided in response to this item.

4. Insiders

The required insider information is contained in Exhibit B to this report.



* State of incorporation

** Braintree Cooperative Bank is the sole member/managing member of the LLC

♥ LEI's do not exist in the organization per email

EXHIBIT B

BRAINTREE BANCORP MHC
Item 4: Insider Information

4(1) Name and Address (City and State)	4(2) Principal Occupation (Other than with MHC)	4(3)(a) Title or Position With MHC	4(3)(b) Title or Position with Subsidiaries	4(3)(c) Title or Position with Unrelated Company	4(4)(a) Percentage of Voting Securities Held In MHC (1)	4(4)(b) Percentage of Voting Securities Held in Subsidiaries (2)	4(4)(c) Percentage of voting Securities Held in Unrelated Companies if 25% or More
Suzanne Andrade Braintree, MA	Restaurant Franchisee	Director	Director, Braintree Cooperative Bank	Owner/Operator Dunkin Donut Franchises	N/A	N/A	N/A, except for controlling interest in franchise operations
Ronald M. Campanelli Braintree, MA	Retired	Director	Director, Braintree Cooperative Bank	N/A	N/A	N/A	N/A
Edward J. Corcoran Abington, MA	Retired	Chairman of the Board	Chairman of the Board Braintree Cooperative Bank	N/A	N/A	N/A	N/A
James N. Hajjar Hanover, MA	Chief Financial Officer	Director	Director, Braintree Cooperative Bank	Chief Financial Officer Alden Shoe Co.	N/A	N/A	N/A
Frank A. Marinelli Braintree, MA	Attorney	Director	Director, Braintree Cooperative Bank	Owner/Principal Marinelli Law Office	N/A	N/A	N/A, except for controlling interest in law practice
David P. O'Brien Ashland, MA	Retired	Vice Chairman Director	Vice Chairman Director, Braintree Cooperative Bank	N/A	N/A	N/A	N/A
Marisa M. O'Dwyer Braintree, MA	Public relations/marketing	Director	Director, Braintree Cooperative Bank	Director of Public Relations and Marketing, F.X. Messina Enterprises	N/A	N/A	N/A
Paul M. Pecci Mashpee, MA	N/A	President/CEO, Clerk Director	President/CEO, Clerk Director, Braintree Cooperative Bank	N/A	N/A	N/A	N/A
Joseph C. Sullivan Braintree, MA	Public Servant	Director	Director, Braintree Cooperative Bank	Mayor, Town of Braintree MA	N/A	N/A	N/A

- (1) Braintree Bancorp MHC is a mutual holding company and, therefore, has no outstanding shares of capital stock or other voting securities.
- (2) Braintree Bancorp MHC owns directly 100% of the outstanding shares of the capital stock of its banking subsidiary, The Braintree Cooperative Bank, which in turn owns directly 100% of the outstanding shares of the capital stock or other ownership interests of its subsidiaries.

Exhibit C

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: BRAINTREE CO-OPERATIVE BANK (ID_RSSD: 175672).
 This depository institution is held by BRAINTREE BANCORP MHC (3441613) of BRAINTREE, MA.
 The data are as of 12/31/2015.

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 3 of 3

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)	175672	BRAINTREE CO-OPERATIVE BANK	1010 WASHINGTON STREET	BRAINTREE	MA	02184	NORFOLK	UNITED STATES	35270	0	BRAINTREE CO-OPERATIVE BANK	175672
Full Service	693206	BRAINTREE BRANCH	372 WASHINGTON STREET	BRAINTREE	MA	02184	NORFOLK	UNITED STATES	259715	2	BRAINTREE CO-OPERATIVE BANK	175672
Full Service	3844223	QUINCY BRANCH	505 QUINCY AVENUE	QUINCY	MA	02169	NORFOLK	UNITED STATES	480443	3	BRAINTREE CO-OPERATIVE BANK	175672

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