

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies **RECEIVED**

MAR 02 2016

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.

I, Guida R. Sajdak

Name of the Holding Company Director and Official  
Chief Financial Officer & SVP

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.

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.

Signature of Holding Company Director and Official

3/2/16

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 3434633  
C.I. \_\_\_\_\_

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

December 31, 2015

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Chicopee Bancorp, Inc.

Legal Title of Holding Company

70 Center Street/ P.O. Box 300

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

Chicopee MA 01014-0300  
City State Zip Code

N/A

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Paula J. Young Senior Accounting Clerk

Name Title

413-598-3176

Area Code / Phone Number / Extension

413-594-3962

Area Code / FAX Number

pyoung@chicopeesavings.com

E-mail Address

http://www.chicopeesavings.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

ETZ  
3/2/16  
Jrd  
ff 3/2/16

## 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.

### See Attachments

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Legal Title of Subsidiary Holding Company

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

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City State Zip Code

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Physical Location (if different from mailing address)

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

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City State Zip Code

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Physical Location (if different from mailing address)

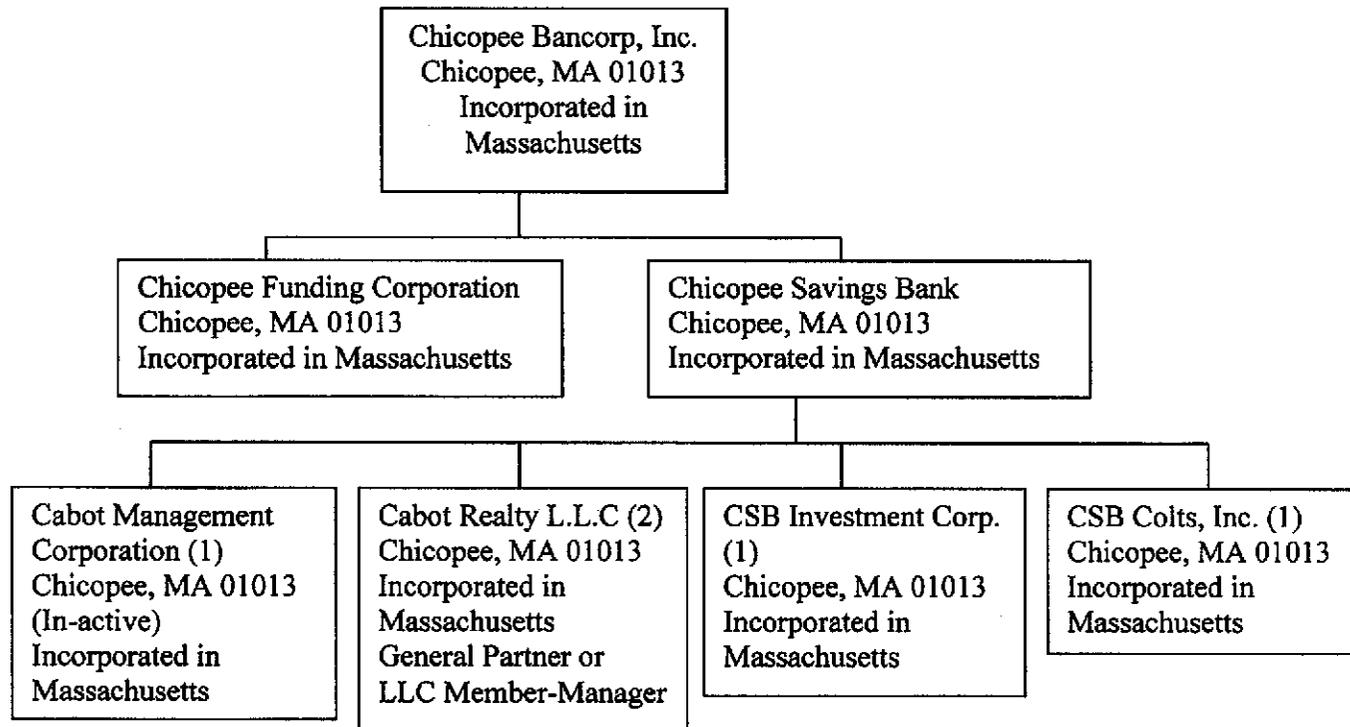
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**Form FR Y-6**  
**Chicopee Bancorp, Inc.**  
**Chicopee, MA 01013**  
**Fiscal Year Ending December 31, 2015**

**Report Item**

1: The bank holding company is registered with the SEC and prepares a Form 10-K for its shareholders. A copy of the Form 10-K can be found on the SEC website or on the Bank's website, [www.chicopeesavings.com](http://www.chicopeesavings.com).

2a: Organization Chart (Chicopee Bancorp, Inc owns 100% of Chicopee Funding Corporation and Chicopee Savings Bank)



(1) Wholly owned subsidiary of Chicopee Savings Bank.

(2) Chicopee Savings Bank owns a 99% interest in Cabot Realty L.L.C. and Cabot Management Corporation owns a 1% interest.

LEI's do not exist in the organization.

2b: Domestic Branch Listing provided to the Federal Reserve Bank

**Form FR Y-6**  
**Chicopee Bancorp, Inc.**  
**Fiscal Year Ending December 31, 2015**

**Report Item 3: Securities holders**

**Current shareholders with ownership, control or holding of 5% or more with power to vote as of fiscal year ending December 31, 2015**

<b>(1)(a) Name &amp; Address (City, State)</b>	<b>(1)(b) Country of Citizenship or Incorporation</b>	<b>(1)(c) Number and percentage of Each Class of Voting Securities</b>
Chicopee Savings Bank Charitable Foundation Chicopee, MA 01013	USA	394,964 – 7.58% Common Stock
Chicopee Savings Bank Employee Stock Ownership Plan Chicopee, MA 01013	USA	534,945 – 10.27% Common Stock
Clover Partners, LP Clover Investments, LLC Michael C. Mewhinney 100 Crescent Court Suite 575 Dallas, TX 75201	USA	488,706 – 9.38% Common Stock
Amica Mutual Insurance Company 100 Amica Way Lincoln, RI 02865	USA	383,691 – 7.36% Common Stock

**(2)(a)(b)(c) None**

**Form FR Y-6**  
**Chicopee Bancorp, Inc.**  
**Fiscal Year Ending December 31, 2015**

**Report Item 4: Insiders**  
**(1), (2), (3)(a)(b)(c)**

<b>(1) Names &amp; Address (City, State)</b>	<b>(2) Principal Occupation if other than with Bank Holding Company</b>	<b>(3)(a) Title &amp; Position with Bank Holding Company</b>	<b>(3)(b) Title &amp; Position with Subsidiaries (include names of subsidiaries)</b>	<b>(3)(c) Title &amp; Position with other Businesses (included names of other businesses)</b>
William J. Wagner Longmeadow, MA	N/A	Chairman CEO & President	CEO & President (Chicopee Savings Bank) Director/President (Chicopee Funding)	N/A
Guida R. Sajdak Ludlow, MA	N/A	CFO & Senior Vice President	Senior Vice President & Treasurer (Chicopee Savings Bank) Treasurer (Chicopee Funding)	N/A
Russell J. Omer South Hadley, MA	N/A	Executive Vice President	Director (Chicopee Funding)	N/A
James H. Bugbee Wilbraham, MA	Granfield, Bugbee & Masse Insurance Agency	Director	N/A	N/A
Gary G. Fitzgerald Springfield, MA	Downey Sweeney & Fitzgerald, P.C.	Director	N/A	N/A
William J. Giokas Wilbraham, MA	Lamb Knitting Machine Corp.	Director	Lead Director (Chicopee Bancorp) Clerk of the Corporation (Chicopee Savings Bank) Director (Chicopee Funding)	N/A
James P. Lynch Chicopee, MA	Retired	Director	Director (Chicopee Funding)	N/A

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William D. Masse Ludlow, MA	Granfield, Bugbee & Masse Insurance Agency	Director	Director (Chicopee Funding)	N/A
Gregg F. Orlen Granby, MA	Gregg Orlen Custom Homebuilders	Director	Director (Chicopee Funding)	N/A
Paul C. Picknelly Hampden, MA	Hotel Owner & Operator Commercial Real Estate Developer	Director	N/A	N/A
Judith T. Tremble Longmeadow, MA	Retired	Director	N/A	N/A

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**Report Item 4: Insiders (continued)**

**(4)(a)(b)(c)**

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**4 (a):** All insiders have less than 1% of voting shares in Chicopee Bancorp, Inc.

**4 (b):** N/A

**4 (c):** N/A

Results: A list of branches for your depository institution: CHICOPEE SAVINGS BANK (ID\_RSSD: 794608).  
 This depository institution is held by CHICOPEE BANCORP, INC. (3434633) of CHICOPEE, MA.  
 The data are as of 12/31/2015. Data reflects information that was received and processed through 03/07/2016.

**Reconciliation and Verification Steps**

1. In the Data Action column of each branch row, enter one or more of the actions specified below.
2. If required, enter the date 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 listed 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 listed 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 in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

**Submission Procedure**

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-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add.  
 The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

\* FDIC UNIFORM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is not required.

Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNIFORM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK	794608	CHICOPEE SAVINGS BANK	70 CENTER STREET	CHICOPEE	MA	01013	HAMPDEN	UNITED STATES	17771		0	CHICOPEE SAVINGS BANK	794608
OK	2000083	BURNETT ROAD BRANCH	435 BURNETT ROAD	CHICOPEE	MA	01020	HAMPDEN	UNITED STATES	293085		3	CHICOPEE SAVINGS BANK	794608
OK	823304	EAST STREET BRANCH	568 EAST STREET	CHICOPEE	MA	01020	HAMPDEN	UNITED STATES	293064		2	CHICOPEE SAVINGS BANK	794608
CHANGE	4833091	LENDING OPERATIONS CENTER	219 EXCHANGE STREET	CHICOPEE	MA	01013	HAMPDEN	UNITED STATES	Not Required		8	CHICOPEE SAVINGS BANK	794608
CHANGE	4671828	LENDING OPERATIONS CENTER	219 EXCHANGE STREET	CHICOPEE	MA	01013	HAMPDEN	UNITED STATES	Not Required		9	CHICOPEE SAVINGS BANK	794608
OK	764803	MEMORIAL DRIVE BRANCH	589 MEMORIAL DRIVE	CHICOPEE	MA	01020	HAMPDEN	UNITED STATES	291083		1	CHICOPEE SAVINGS BANK	794608
OK	3150979	LUDLOW BRANCH	4476 CENTER STREET	LUDLOW	MA	01056	HAMPDEN	UNITED STATES	343456		4	CHICOPEE SAVINGS BANK	794608
OK	3824977	SOUTH HADLEY BRANCH	32 WILLIAMSSETT STREET	SOUTH HADLEY	MA	01075	HAMPSHIRE	UNITED STATES	482383		6	CHICOPEE SAVINGS BANK	794608
OK	3924088	WARE BRANCH	350 PALMER ROAD	WARE	MA	01082	HAMPSHIRE	UNITED STATES	486611		7	CHICOPEE SAVINGS BANK	794608
OK	3375240	WEST SPRINGFIELD BRANCH	58 MORGAN ROAD	WEST SPRINGFIELD	MA	01089	HAMPDEN	UNITED STATES	437877		5	CHICOPEE SAVINGS BANK	794608
CHANGE	4833082	WEST SPRINGFIELD SEASONAL BRANCH	1305 MEMORIAL DRIVE	WEST SPRINGFIELD	MA	01089	HAMPDEN	UNITED STATES	Not Required		10	CHICOPEE SAVINGS BANK	794608