

Board of Governors of the Federal Reserve System

RECEIVED



Annual Report of Holding Companies—FR Y-6

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, 2015

Month / Day / Year

N/A

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

I, John DeStefano, Jr.

Name of the Holding Company Director and Official

Director and Secretary

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

First City Fund Corporation

Legal Title of Holding Company

299 Whalley Ave

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

New Haven

CT

06511

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:

Carroll A. Pereira

Assistant Secretary

Name

Title

203-787-9513

Area Code / Phone Number / Extension

203-772-0427

Area Code / FAX Number

cpereira@startbank.com

E-mail Address

Signature of Holding Company Director and Official

03/29/2016

Date of Signature

www.startbank.com

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

For Federal Reserve Bank Use Only

RSSD ID 4151012  
 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.

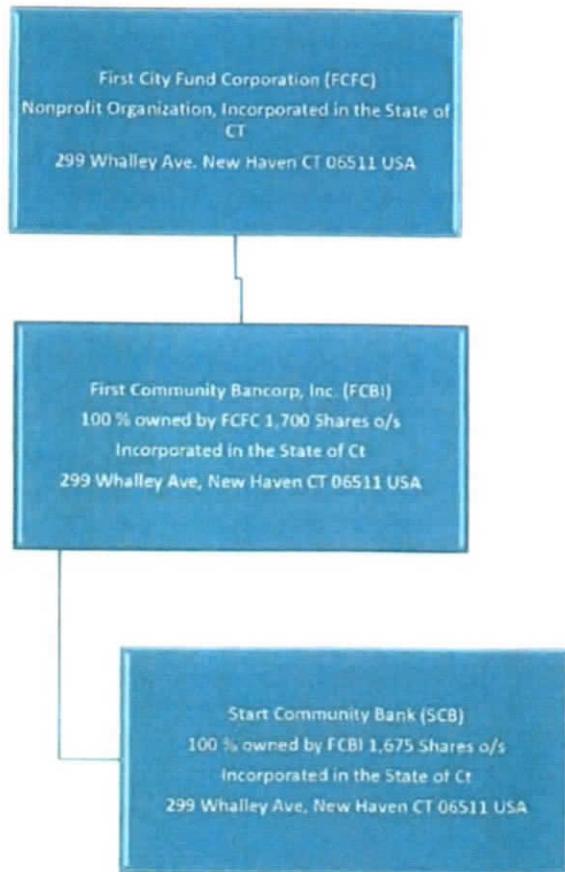
The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

**ITEM #2A ORGANIZATION CHART**

The principal organizing entity of the Bank is First City Fund Corporation (FCFC), a charitable nonprofit foundation whose charter mandates the formation of a locally based community bank to assist in the economic development and progress of the City of New Haven. FCFC provided the initial capitalization of the Bank through First City Bancorp Inc (FCBI), an intermediate holding company that owns 100% of the Bank's voting shares. FCBI is 100% owned by FCFC. Both FCFC and FCBI have received approval from the Federal Reserve Bank of Boston to become bank holding companies under the Bank Holding Company Act.

The organization structure of the Corporation/Bancorp/Bank is shown below. There are no other entities associated with the companies.



LEI is not applicable unless otherwise noted

## 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.

First Community Bancorp, Inc

Legal Title of Subsidiary Holding Company

299 Whalley Ave

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

New Haven

CT

06511

City

State

Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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**FR Y-6**

**December 31, 2015**

**First City Fund Corporation**

**Item #3**

**Security Holders**

First City Fund Corporation is a not for profit Corporation and as such there are no security holders.

**Results:** A list of branches for your holding company: **FIRST CITY FUND CORPORATION (4151012) of NEW HAVEN, CT**. The data are as of **12/31/2015**. Data reflects information that was received and processed through **01/07/2016**.

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

Data Action	Effective Date	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*
OK		Full Service (Head Office)	3843392	START COMMUNITY BANK	299 WHALLEY AVENUE	NEW HAVEN	CT	06511	NEW HAVEN	UNITED STATES	481671	0	START COMMUNITY BANK	3843392

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12/31/2015  
First City Fund Corporation

ITEM #4 Insiders

Name, City, State, Country	Title & Position with Bank Holding Company	Title & Position with Subsidiaries	Title and Position with Other Businesses	Principal Occupation if other than with the Bank Holding Company	Percentage of Voting Bank Holding Company	Percentage of Voting Shares in Subsidiary	List names of other companies (incl partnerships) if 25% or more if voting securities are held
John DeStefano Jr., New Haven CT. USA	Director and Secretary	Director: FCBI, Start Community Bank	N/A	EVP Start Community Bank	N/A	N/A	None
Mark G. Sklarz New Haven CT. USA	Director and President	N/A	N/A	Partner, Day Pitney	N/A	N/A	None
Susan Whitstone Haven CT. USA	Director	Director and Secretary	N/A	Retired	N/A	N/A	None
Rolan Joni Young Smith, Orange CT. USA	Director	Director and Chair	N/A	Partner, Berchem, Moses and Devlin	N/A	N/A	None
Charles Negaro, New Haven CT. USA	Director and Vice President	Director	N/A	CEO, Atticus Bakery, LLC	N/A	N/A	Atticus Bakery, LLC TPA Books, Inc HDM Realty
Karen DuBois Walton, New Haven CT. USA	Director	N/A	N/A	Executive Director, Housing Authority City of New Haven	N/A	N/A	Glendower Group, LLC
Robin Golden, New Haven CT. USA	Director and Treasurer	N/A	N/A	Early College Program Advisor, The Board of Regents	N/A	N/A	None
David Newton, New Haven CT. USA	Director	N/A	N/A	President, Elm Advisors, LLC	N/A	N/A	Elm Advisors, LLC