

Board of Governors of the Federal Reserve System

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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.

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, David E. Wallace

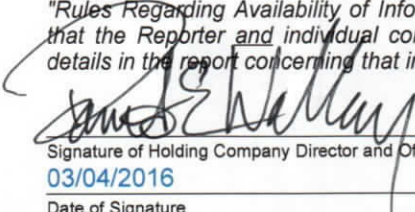
Name of the Holding Company Director and Official

Director, President and CEO

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

03/04/2016

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

C.I.

4268349

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.

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

Lowell Five Bancorp. MHC

Legal Title of Holding Company

55 Technology Drive

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

Lowell

MA

01851

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Alison E. Kalman

Senior Vice President

Name

Title

978-441-6404

Area Code / Phone Number / Extension

978-441-6457

Area Code / FAX Number

akalman@lowellfive.com

E-mail Address

lowellfive.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

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.

Lowell Five Bancorp, Inc.

Legal Title of Subsidiary Holding Company

55 Technology Drive

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

Lowell

MA

01851

City

State

Zip Code

Physical Location (if different from mailing address)

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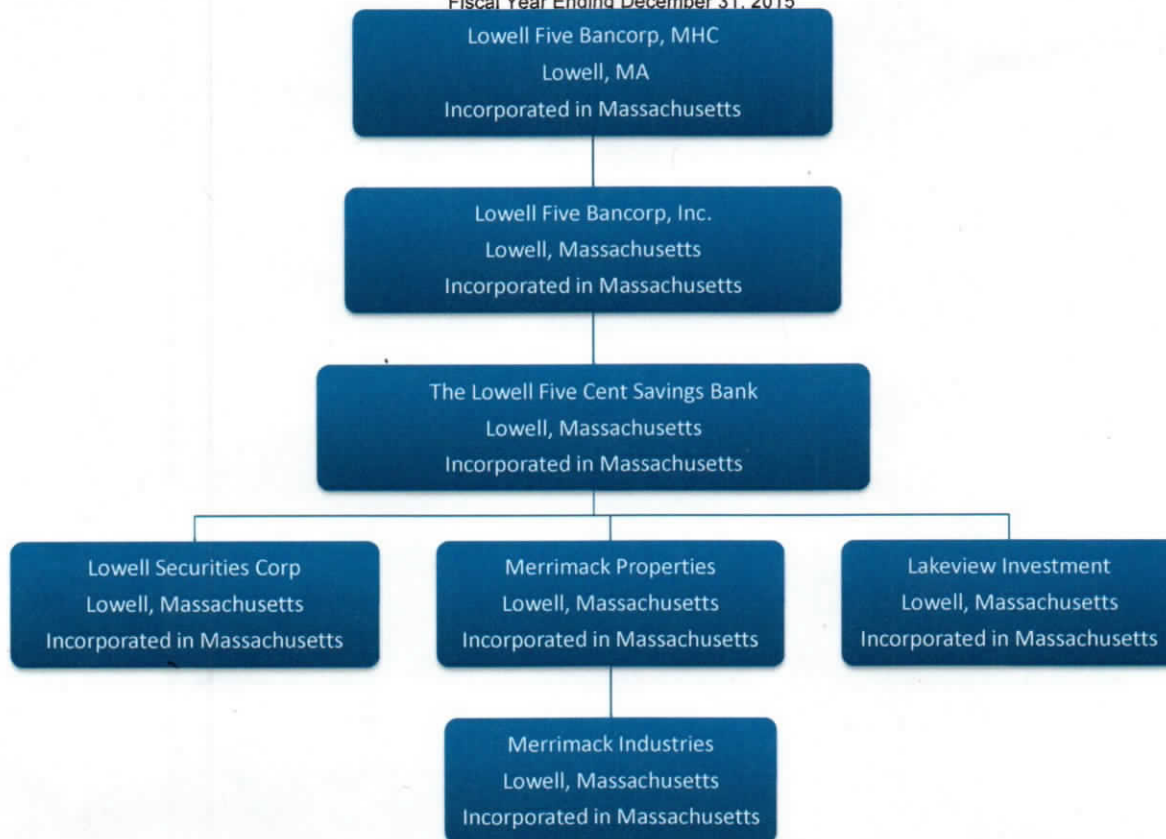
City

State

Zip Code

Physical Location (if different from mailing address)

Form FR Y-6
 Report Item 2a: Organization Chart
 Lowell Five Bancorp, MHC
 Lowell, Massachusetts
 Fiscal Year Ending December 31, 2015



Lowell Five Bancorp, MHC

A Mutual Holding Company, owns 100% of the stock of Lowell Five Bancorp, Inc.

Lowell Five Bancorp, Inc

A mid-tier, wholly-owned Stock Corporation, owns 100% of the stock of The Lowell Five Cent Savings Bank

The Lowell Five Cent Savings Bank

A wholly-owned Savings Bank in Stock Form.

Lowell Securities Corporation

A wholly-owned subsidiary of The Lowell Five Cent Savings Bank operating as a Massachusetts securities corporation.

Merrimack Properties

A wholly-owned subsidiary of The Lowell Five Cent Savings Bank holding certain real property under lease.

Merrimack Industries

A wholly-owned subsidiary of Merrimack Properties holding an investment in Northeast Retirement Association.

Lakeview Investment

A wholly-owned subsidiary of The Lowell Five Cent Savings Bank holding certain real property under lease.

LEI is not applicable unless otherwise noted.

Results: A list of branches for your depository institution: **LOWELL FIVE CENT SAVINGS BANK, THE (ID_RSDD: 923707)**.
This depository institution is held by **LOWELL FIVE BANCORP MHC (4268349) of LOWELL, MA**.
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_RSDD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSDD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSDD*	Comments
OK		Full Service (Head Office)	923707	LOWELL FIVE CENT SAVINGS BANK, THE	34 JOHN STREET	LOWELL	MA	01852	MIDDLESEX	UNITED STATES	17817	0	LOWELL FIVE CENT SAVINGS BANK, THE	923707	
OK		Full Service	739506	BILLERICA BRANCH	700 BOSTON ROAD	BILLERICA	MA	01821	MIDDLESEX	UNITED STATES	291264	1	LOWELL FIVE CENT SAVINGS BANK, THE	923707	
OK		Full Service	799603	CHELMSFORD BRANCH	23 FLETCHER STREET	CHELMSFORD	MA	01824	MIDDLESEX	UNITED STATES	291265	2	LOWELL FIVE CENT SAVINGS BANK, THE	923707	
OK		Full Service	801403	DRACUT BRANCH	2021 LAKEVIEW AVENUE	DRACUT	MA	01826	MIDDLESEX	UNITED STATES	291269	6	LOWELL FIVE CENT SAVINGS BANK, THE	923707	
OK		Full Service	4390941	HAVERHILL BRANCH	750 MAIN STREET	HAVERHILL	MA	01830	ESSEX	UNITED STATES	Not Required	Not Required	LOWELL FIVE CENT SAVINGS BANK, THE	923707	
OK		Full Service	647807	WESTFORD STREET BRANCH	1095 WESTFORD STREET	LOWELL	MA	01851	MIDDLESEX	UNITED STATES	291271	8	LOWELL FIVE CENT SAVINGS BANK, THE	923707	
OK		Full Service	4480833	NORTH ANDOVER BRANCH	498 CHICKERING ROAD	NORTH ANDOVER	MA	01845	ESSEX	UNITED STATES	536081	18	LOWELL FIVE CENT SAVINGS BANK, THE	923707	
OK		Full Service	740801	NORTH CHELMSFORD OFFICE	20 GROTON ROAD	NORTH CHELMSFORD	MA	01863	MIDDLESEX	UNITED STATES	291266	3	LOWELL FIVE CENT SAVINGS BANK, THE	923707	
OK		Full Service	3167520	PEPPERELL BRANCH	65 GROTON STREET	PEPPERELL	MA	01463	MIDDLESEX	UNITED STATES	366328	11	LOWELL FIVE CENT SAVINGS BANK, THE	923707	
OK		Full Service	4390950	STADIUM PLAZA BRANCH	10 MAIN STREET	TEWKSBURY	MA	01876	MIDDLESEX	UNITED STATES	442253	12	LOWELL FIVE CENT SAVINGS BANK, THE	923707	
OK		Full Service	985901	TEWKSBURY BRANCH	1775 MAIN STREET	TEWKSBURY	MA	01876	MIDDLESEX	UNITED STATES	291268	5	LOWELL FIVE CENT SAVINGS BANK, THE	923707	
OK		Limited Service	1464029	GREATER LOWELL TECH HIGH BRANCH	250 PAWTUCKET BOULEVARD	TYNGSBORO	MA	01879	MIDDLESEX	UNITED STATES	291273	10	LOWELL FIVE CENT SAVINGS BANK, THE	923707	
				NASHOBA VALLEY TECHNICAL HIGH SCHOOL BRANCH	100 LITTLETON ROAD	WESTFORD	MA	01886	MIDDLESEX	UNITED STATES	540623	19	LOWELL FIVE CENT SAVINGS BANK, THE	923707	
OK		Full Service	1219210	WESTFORD BRANCH	499 GROTON ROAD	WESTFORD	MA	01886	MIDDLESEX	UNITED STATES	291272	9	LOWELL FIVE CENT SAVINGS BANK, THE	923707	
OK		Full Service	924209	WILMINGTON BRANCH	270 MAIN STREET	WILMINGTON	MA	01887	MIDDLESEX	UNITED STATES	291270	7	LOWELL FIVE CENT SAVINGS BANK, THE	923707	
OK		Full Service	4404996	NASHUA BRANCH	125 E. DUNSTABLE ROAD	NASHUA	NH	03062	HILLSBOROUGH	UNITED STATES	531007	16	LOWELL FIVE CENT SAVINGS BANK, THE	923707	

Form FR Y-6

Lowell Five Bancorp, Inc.

Fiscal Year Ending December 31, 2015

Report Item 3: Securities holders

(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control, or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2015.	Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control, or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2015.
(1)(b) Country of (1)(a) Name, City, State, Country (1)(c) Number and Percentage of Each Class of Voting Securities	(1)(b) Country of (1)(a) Name, City, State, Country (1)(c) Number and Percentage of Each Class of Voting Securities
No shares outstanding - 100% wholly owned by Lowell Five Bancorp, MHC.	

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Lowell Five Bancorp, MHC and Lowell Five Bancorp, Inc.
Fiscal Year Ending December 31, 2015

Jay R. Wallace Danvers, MA, USA	Mechanical designer	Director	Director, TLFCSB*	Mechanical designer -- VSEA	n/a	n/a	n/a
Kendall M. Wallace Lowell, MA, USA	Newspaper publication	Director	Director, TLFCSB*	Chairman -- The Lowell Sun	n/a	n/a	n/a

*The Lowell Five Cent Savings Bank

The Lowell Five Cent Savings Bank
Fiscal Year Ending December 31, 2015

Report Item 3: Securities holders
(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control, or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2015.	Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control, or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2015.
(1)(b) Country of (1)(a) Name, City, State, Country (1)(c) Number and Percentage of Each Class of Voting Securities	(1)(b) Country of (1)(a) Name, City, State, Country (1)(c) Number and Percentage of Each Class of Voting Securities
No shares outstanding - 100% wholly owned by Lowell Five Bancorp, Inc.	

Lowell Five Bancorp, MHC and Lowell Five Bancorp, Inc.
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position w/other Businesses	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) List names of other companies if 25% or more of voting securities are held
Robert A. Caruso North Hampton, NH, USA		Chairman of the Board	Chairman of the Board & Director, TLFCB*	n/a	n/a	n/a	n/a
James A. Cassin Lowell, MA, USA	Retired school superintendent	Director	Director, TLFCB*	n/a	n/a	n/a	n/a
Tracey W. Cody N. Chelmsford, MA, USA	School teacher	Director	Director, TLFCB*	School teacher - Town of Chelmsford	n/a	n/a	n/a
James G. Cullen N. Chelmsford, MA, USA	Certified Public Accountant	Director	Director, TLFCB*	Owner - James G. Cullen, CPA	n/a	n/a	n/a
Robert A. Donovan New London, NH	Retired hospital CEO	Director	Director, TLFCB*	n/a	n/a	n/a	n/a
James W. Flood Lowell, MA, USA	Attorney	Director	Director and Clerk TLFCB*	Owner- Flood Law Office, P.C.	n/a	n/a	n/a
William Gilet N. Chelmsford, MA, USA	Retired ins. broker and real estate mgt.	Director	Director, TLFCB*	Partner -- Gilet Bro.'s, The Mill	n/a	n/a	n/a
Paul F. Gleason Chelmsford, MA, USA	Retired insurance broker	Director	Director, TLFCB*	n/a	n/a	n/a	n/a

Form FR Y-6

Lowell Five Bancorp, MHC and Lowell Five Bancorp, Inc.

Fiscal Year Ending December 31, 2015

James A. Hall Lowell, MA, USA	Attorney	Director	Director and Corporate Counsel, TLFCSB*	Owner -- Qua, Hall, Harvey & Walsh	n/a	n/a
Amy J. Hoey Groton, MA, USA	Hospital Administration	Director	Director, TLFCSB*	Lowell General Hospital EVP & COO	n/a	n/a
Alison E. Kalman Nashua, NH, USA	Secretary	Secretary	Secretary, Lowell five Bancorp, Inc. and SVP, TLFCSB*	n/a	n/a	n/a
A. Justin McCarthy Westford, MA, USA	Attorney	Director	Director, TLFCSB*	Owner -- The Law Office of A. Justin	n/a	n/a
Dennis McHugh Chelmsford, MA, USA	Attorney	Director	Director, TLFCSB*	Owner - Law Office of Dennis E.	n/a	n/a
Michael S. Reilly Andover, MA, USA	Insurance sales	Director	Director, TLFCSB*	President -- Fred C. Church	n/a	n/a
James C. Shannon, III N. Chelmsford, MA, USA	Accountant	Director	Director, TLFCSB*	Owner -- Shannon & Associates,	n/a	n/a
Jay K. Stephens N. Andover, MA, USA		CFO & Treasurer	Chief Financial Officer & Treasurer, TLFCSB*	n/a	n/a	n/a
Maura D. Sweeney Reading, MA, USA		Director	Director, and SVP TLFCSB*	n/a	n/a	n/a
David E. Wallace Dunstable, MA, USA		Director, President & CEO	Director, President & CEO, TLFCSB*	n/a	n/a	n/a