

Board of Governors of the Federal Reserve System



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.

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, Richard K. Bennett  
 Name of the Holding Company Director and Official  
President and Chief Executive Officer  
 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]  
 Signature of Holding Company Director and Official  
03/31/2016  
 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 3469354  
 C.I. \_\_\_\_\_

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

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

Reporter's Name, Street, and Mailing Address  
Marlborough Bancshares, MHC  
 Legal Title of Holding Company  
81 Granger Boulevard  
 (Mailing Address of the Holding Company) Street / P.O. Box  
Marlborough MA 01752  
 City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:  
Joseph J. Normant Treasurer  
 Name Title  
508-460-4116  
 Area Code / Phone Number / Extension  
508-786-0557  
 Area Code / FAX Number  
jjnormant@marlboroughsavings.com  
 E-mail Address  
www.agreatbank.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.

**Marlborough Bancshares, MHC**  
 Legal Title of Subsidiary Holding Company

**81 Granger Boulevard**  
 (Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

<b>Marlborough</b>	<b>MA</b>	<b>01752</b>
City	State	Zip Code

Physical Location (if different from mailing address)

**Marlborough Bancshares, Inc**  
 Legal Title of Subsidiary Holding Company

**81 Granger Boulevard**  
 (Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

<b>Marlborough</b>	<b>MA</b>	<b>01752</b>
City	State	Zip Code

Physical Location (if different from mailing address)

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

(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

(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

(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

(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

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

City	State	Zip Code
------	-------	----------

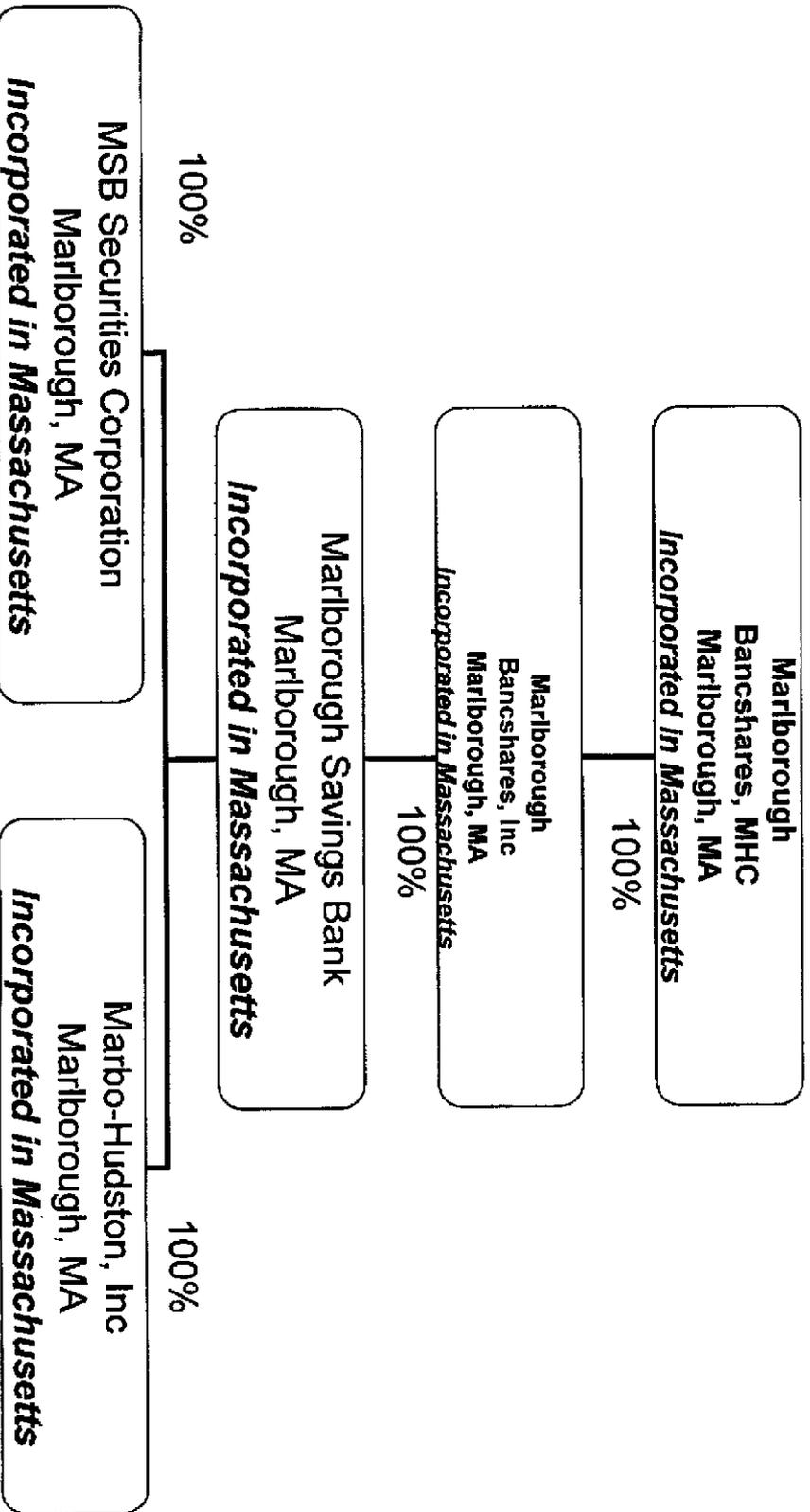
Physical Location (if different from mailing address)

Form FR Y-6

Marlborough Bancshares, MHC

Marlborough, MA 01752

Fiscal Year Ended December 31, 2015



Form FRY-6  
Marlborough Bancshares, MHC  
Marlborough, MA 01752

Item 2.b. Domestic Branches

**Main Office-Open**  
81 Granger Boulevard  
Marlborough, MA 01752  
Full Service

**Post Road-Open**  
71 Boston Post Road  
Marlborough, MA 01752  
Full Service

**Southborough Branch-Open**  
6 East Main Street  
Southborough, MA 01772  
Full Service

**Northborough Branch-Open**  
101 West Main Street  
Northborough, MA 01532  
Full Service

**Sudbury Branch-Open**  
439 Boston Post Road  
Sudbury, MA 01776  
Full Service

**Westborough Branch-Open**  
21 East Main Street  
Westborough, MA 01581  
Full Service

Item 3 Securities Holders

Marlborough Bancshares, MHC has not issued stock publicly.

Marlborough Bancshares, Inc has not issued stock publicly.

**Item 4. Insiders**

**Directors**

Sem Aykanian-Chairman of the Board  
Marlborough, MA 01752  
Attorney

Richard K Bennett  
Stow, MA 01775  
Bank President

Carol I. Sanchez  
Framingham, MA 01701  
Certified Public Accountant

James J. Campbell  
Marlborough, MA 01752  
Retired-Businessman

Lee R. Chaplin  
Framingham, MA 01701  
Retired-Bank President

Nicholas M. Kofos  
Marlborough, MA 01752  
Optometrist

Fatinha R. Kerr  
Acton, MA 01720  
Executive Director of a non profit

John P. Sullivan  
Rockport, MA 01966  
Retired-Businessman

Alfred G. Weaver  
Marlborough, MA 01752  
Investment Advisor/Stockbroker

Jeffrey Batta  
Mansfield, MA  
Business owner

**Executives**

Richard K. Bennett  
Stow, MA 01775  
President

Nicholas M. Kofos  
Marlborough, MA 01752  
Secretary

Joseph J. Normant Jr  
Billerica, MA 01821  
Treasurer