

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 6(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, Joseph T. Bapista Jr.

Name of the Holding Company Director and Official

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.

[Handwritten Signature]
 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 _____
 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

Mechanics Bancorp, MHC

Legal Title of Holding Company

308 Bay Street / PO Box 552

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

Taunton	MA	02780
City	State	Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Kimberly Rua Accounting Manager

Name Title

508-823-7744 1172

Area Code / Phone Number / Extension

508-880-3982

Area Code / FAX Number

krua@mechanics-coop.com

E-mail Address

www.mechanics-coop.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.

Mechanics Bancorp, Inc.

Legal Title of Subsidiary Holding Company

308 Bay Street / PO Box 552

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

Taunton MA 02780

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)

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

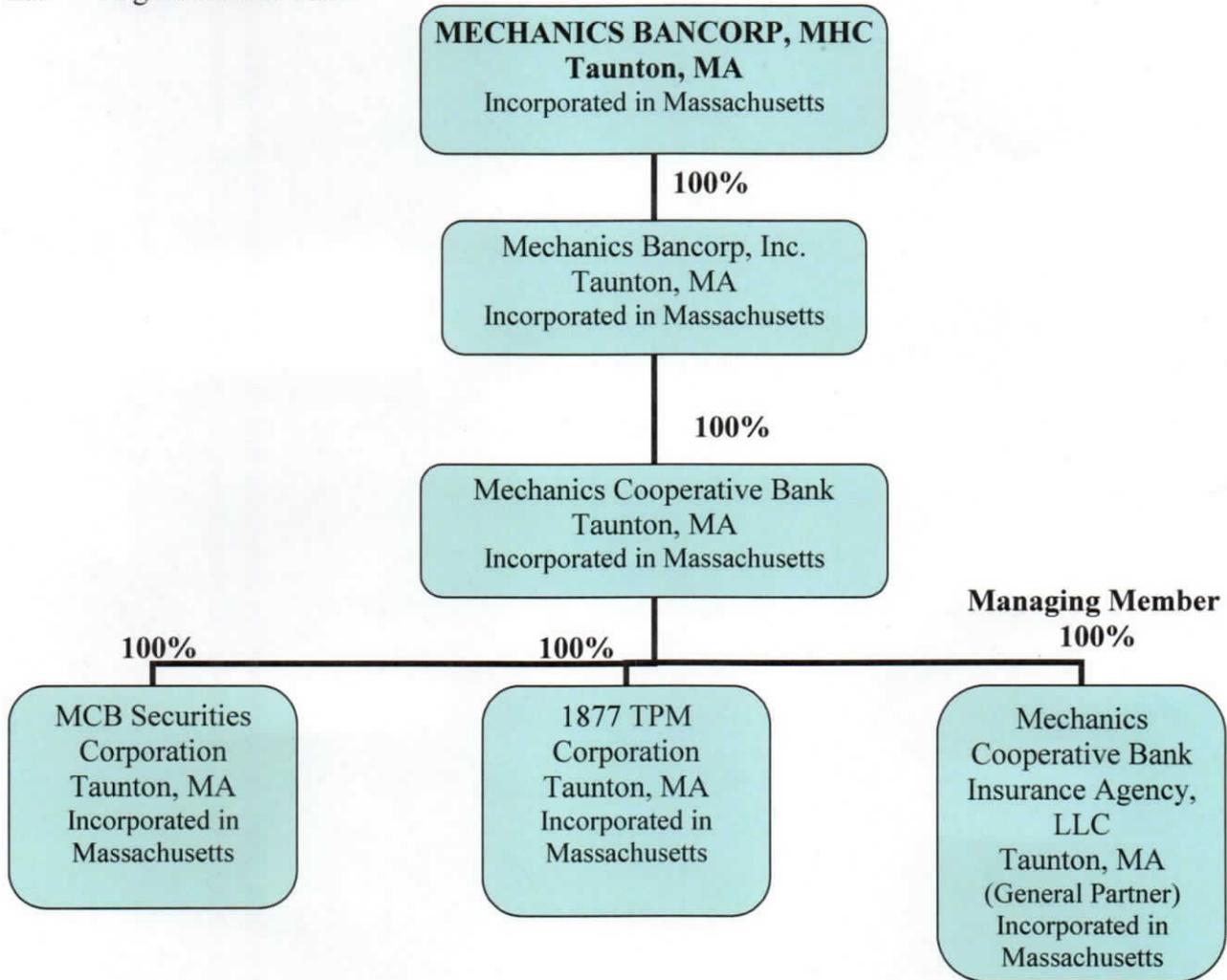
**Mechanics Bancorp, MHC
Taunton, Massachusetts**

Fiscal Year Ending December 31, 2015

Report Item

1: The annual report for its shareholders will be sent under separate cover in June 2016.

2a: Organizational Chart



“LEI is not applicable unless otherwise noted.”

2b: Branch Data Verification submitted via e-mail on 02/25/2016.

Results: A list of branches for your depository institution: **MECHANICS COOPERATIVE BANK (ID_RSSD: 183770)**. This depository institution is held by **MECHANICS BANCORP, MHC (4262347)** of **TAUNTON, 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_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
✓		Full Service (Head Office)	183770	MECHANICS COOPERATIVE BANK	316 BROADWAY	TAUNTON	MA	02780	BRISTOL
✓		Full Service	70076	BRIDGEWATER MAIN OFFICE	72 MAIN STREET	BRIDGEWATER	MA	02324	PLYMOUTH
✓		Full Service	957971	LAFAYETTE MAIN OFFICE	60 BEDFORD STR	FALL RIVER	MA	02720	BRISTOL
✓		Electronic Banking	4842664	ONLINE BANKING	60 BEDFORD ST	FALL RIVER	MA	02720	BRISTOL

✓		Full Service	3633164	NORTH DIGHTON BRANCH	596 SOMERSET AVENUE	NORTH DIGHTON	MA	02764	BRISTOL
✓		Full Service	4165747	SOMERSET BRANCH	1236 COUNTY STREET	SOMERSET	MA	02726	BRISTOL
✓		Full Service	4165710	SWANSEA BRANCH	201 G A R HIGHWAY	SWANSEA	MA	02777	BRISTOL
✓		Full Service	42103	TAUNTON BRANCH	75 COUNTY STREET	TAUNTON	MA	02780	BRISTOL
✓		Full Service	4165729	WESTPORT BRANCH	165 STATE ROAD	WESTPORT	MA	02790	BRISTOL

umnn.

Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
UNITED STATES	35366	0	MECHANICS COOPERATIVE BANK	183770	
UNITED STATES	35240	4	MECHANICS COOPERATIVE BANK	183770	
UNITED STATES	42894	5	MECHANICS COOPERATIVE BANK	183770	
UNITED STATES	Not Required	Not Required	MECHANICS COOPERATIVE BANK	183770	

UNITED STATES	444147	3	MECHANICS COOPERATIVE BANK	183770	
UNITED STATES	278472	7	MECHANICS COOPERATIVE BANK	183770	
UNITED STATES	278473	8	MECHANICS COOPERATIVE BANK	183770	
UNITED STATES	259793	2	MECHANICS COOPERATIVE BANK	183770	
UNITED STATES	278471	6	MECHANICS COOPERATIVE BANK	183770	

Form FR Y-6

Mechanics Bancorp, MHC

Fiscal Year Ending December 31, 2015

Report Item 3: Securities holders

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of the 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 as of the fiscal year ending 12-31-2015			
(1)(a)	(1)(b)	(1)(c)	(2)(a)	(2)(b)	(2)(c)		
Name City, State, Country	Country of Citizenship or Incorporation	Number and Percentage of Each Class of Voting Securities	Name City, State, Country	Country of Citizenship or Incorporation	Number and Percentage of Each Class of Voting Securities		
N/A	N/A	N/A	N/A	N/A	N/A		

Form FR Y-6

Mechanics Bancorp, Inc

Fiscal Year Ending December 31, 2015

Report Item 3: Securities holders

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of the 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 as of the fiscal year ending 12-31-2015		
(1)(a)	(1)(b)	(1)(c)	(2)(a)	(2)(b)	(2)(c)
Name City, State, Country	Country of Citizenship or Incorporation	Number and Percentage of Each Class of Voting Securities	Name City, State, Country	Country of Citizenship or Incorporation	Number and Percentage of Each Class of Voting Securities
Mechanics Bancorp, MHC Taunton, MA	USA	275,000 - 100% Common Stock	N/A	N/A	N/A

Form FR Y-6
Mechanics Bancorp, MHC
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name City, State, Country	Principal Occupation if other than with Bank (Including Company)	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include name of businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Joseph T. Baptista Jr Taurton, MA	N/A	Director, President/CEO, Trustee	Director & President/CEO (Mechanics Cooperative Bank, Mechanics Bancorp, Inc.); Director & President (M/CB Securities Corporation, 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC)	N/A	N/A	N/A	N/A
Andrew C. Hewitt Rochester, MA	N/A	Treasurer	SVP, CFO & Treasurer (Mechanics Cooperative Bank); Treasurer (Mechanics Bancorp, Inc.; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC)	N/A	N/A	N/A	N/A
Nancy E. Stokes Woonsocket, RI	N/A	N/A	SVP, Senior Lending Officer (Mechanics Cooperative Bank)	N/A	N/A	N/A	N/A
Deborah A. Ginnos Fall River, MA	N/A	N/A	EVP, Retail Banking and Human Resources (Mechanics Cooperative Bank)	N/A	N/A	N/A	N/A
Rachel Barrett Providence, RI	N/A	N/A	SVP, Chief Credit Officer (Mechanics Cooperative Bank)	N/A	N/A	N/A	N/A
Richard Bentley Jr. Rayham, MA	Attorney	Trustee	Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC)	Bentley & Bentley	N/A	N/A	N/A
Bary R. Bibeau Swansea, MA	Retired	Trustee	Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC)	N/A	N/A	N/A	N/A
Edmund J. Brennan Jr. Rayham, MA	Attorney	Trustee	Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC)	Brennan, Reardon, Cassone, Scarpio & McAllister (20% Partnership Interest)	N/A	N/A	174 Dean Street, LLC (Manager and 50% membership interest); Winthrop Club Realty Trust (Trustee and 50% beneficial interest); Buttrickwood Park III, LLC (Manager); Advanced Tram Wright, LLC (Director); Carney Family Irrevocable Trust of 1999 No. 2 (Trustee); and Carney Family Irrevocable Trust of 1998 No. 2 (Trustee)
Mark Dargava Bridgewater, MA	Plumbing	Trustee	Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC)	N/A	N/A	N/A	Dargava Plumbing, Inc. (Clerk of Corporation, Part Owner)
Stanley T. Johnson Lisbon Falls, ME	Retired	Vice Chairman, Trustee	Vice Chairman, Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC)	N/A	N/A	N/A	N/A

Form FR Y-6
Mechanics Bancorp, MHC
 Fiscal Year Ending December 31, 2015

Report Item 4: Insiders

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name City, State, Country	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other businesses (include name of businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	List names of other companies (includes partnerships) if 25% or more of voting securities are held (list names of companies and percentage of voting securities held)
Robert J. Horne Swansea, MA	Executive Director	Trustee	Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Cooperation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC)	N/A	N/A	N/A	N/A
Robert A. Iafrafe Bridgewater, MA	General Contractor & Building Commissioner	Trustee	Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Cooperation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC)	Tech Built Corporation (99%) Building Commissioner / Town of Raynham	N/A	N/A	Southbridge Properties, LLC (99%); 404 North Street Realty Trust (50%)
Joseph S. Mozzone Rehoboth, MA	Lumber Sales & Supply	Trustee	Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Cooperation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC)	Mozzone Lumber Company, Inc. (President/Owner, 100%)	N/A	N/A	St. Marks, LLC (Manager/Owner, 100%); Realty Executive, Metro South (Owner, 50%); Centurion, Inc. (Owner, 100%); St. Mark Realty Trust (Trustee); and St. George Realty Trust (Trustee).
George Shaker Jr. Warren, RI	Restaurant Supply	Trustee	Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Cooperation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC)	Clerk, Vice President (Full Rivier Sales & Supply)	N/A	N/A	Shaker Realty Trust (Trustee)
Thomas J. Souza Taunton, MA	N/A	Chairman, Trustee	Chairman, Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Cooperation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC)	N/A	N/A	N/A	N/A

Form FR Y-6
Mechanics Bancorp, Inc
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name City, State, Country	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include name of businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	List names of other companies (includes partnerships) if 25% or more of voting securities are held (list names of companies and percentage of voting securities held)
Joseph T. Baptista Jr Taunton, MA	N/A	Director, President/CEO	Director & President/CEO (Mechanics Cooperative Bank); Director & President (MCB Securities Corporation, 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency, LLC)	N/A	N/A	N/A	N/A
Andrew C. Hewitt Rochester, MA	N/A	Treasurer	SVP, CFO & Treasurer (Mechanics Cooperative Bank); Treasurer (MCB Securities Corporation, 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency, LLC)	N/A	N/A	N/A	N/A
Nancy E. Stokes Woonsocket, RI	N/A	N/A	SVP, Senior Lending Officer (Mechanics Cooperative Bank)	N/A	N/A	N/A	N/A
Deborah A. Thomas Fall River, MA	N/A	N/A	HRVP, Retail Banking and Human Resources (Mechanics Cooperative Bank)	N/A	N/A	N/A	N/A
Rachel Barrett Providence, RI	N/A	N/A	SVP, Chief Credit Officer (Mechanics Cooperative Bank)	N/A	N/A	N/A	N/A
Richard Bentley Jr. Raynham, MA	Attorney	Director	Director (Mechanics Cooperative Bank, MCB Securities Corporation, 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency, LLC)	N/A	N/A	N/A	N/A
Barry R. BibEAU Spartan, MA	Retired	Director	Director (Mechanics Cooperative Bank, MCB Securities Corporation, 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency, LLC)	N/A	N/A	N/A	N/A
Edward J. Brennan Jr. Raynham, MA	Attorney	Director	Director (Mechanics Cooperative Bank, MCB Securities Corporation, 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency, LLC)	Brennan, Recagno, Cascone, Scungio & McAlister (29% Partnership Interest)	N/A	N/A	174 Dean Street, LLC (Manager and 50% membership interest); Winthrop Club Realty Trust (Trustee and 50% beneficial interest); Burtonwood Park III LLC (Manager); Advanced Trim Wright, LLC (Director); Carney Family Irrevocable Trust of 1999 No. 2 (Trustee); and Carney Family Irrevocable Trust of 1998 No. 2 (Trustee)
Mark D'Angola Bridgewater, MA	Plumbing	Director	Director (Mechanics Cooperative Bank, MCB Securities Corporation, 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency, LLC)	N/A	N/A	N/A	D'Angola Plumbing, Inc. (fleck of Corporation, Part Owner)
Stacey L. Dobson Lisbon Falls, ME	Retired	Vice Chairman, Director	Director (Mechanics Cooperative Bank, MCB Securities Corporation, 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency, LLC)	N/A	N/A	N/A	N/A

Form FR Y-6
Mechanics Bancorp, Inc

Fiscal Year Ending December 31, 2015

Report Item 4: Insiders

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name City, State, Country	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other businesses (include name of businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	List names of other companies (includes partnerships) if 25% or more of voting securities are held (list names of companies and percentage of voting securities held)
Robert L. Ilione Swansea, MA	Executive Director	Director	Director (Mechanics Cooperative Bank MCB Securities Corporation, 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC)	N/A	N/A	N/A	N/A
Robert A. Iafraie Bridgewater, MA	General Contractor & Building Commissioner	Trustee	Director (Mechanics Bancorp, Inc; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC)	Tech Built Corporation Building Commissioner /Town of Rayham	N/A	N/A	Southbridge Properties, LLC (99%); 404 North Street Realty Trust (50%)
Joseph S. Mozzone Roholobsh, MA	Lumber Sales & Supply	Director	Director (Mechanics Cooperative Bank; MCB Securities Corporation; and 1877 TPM Corporation)	Mezzzone Lumber Company, Inc. (President/Owner, 100%)	N/A	N/A	St. Marks, LLC (Manager/Owner, 100%); Realty Executive, Metro South (Owner, 50%); Centuron, Inc (Owner, 100%); St. Mark Realty Trust (Trustee); and St. George Realty Trust (Trustee).
George Shaker Jr. Warren, RI	Restaurant Supply	Director	Director (Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC)	Clerk, Vice President (Fall River Sales & Supply)	N/A	N/A	Shaker Realty Trust (Trustee)
Thomas J. Souza Taunton, MA	N/A	Chairman, Director	Chairman, Director (Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC)	N/A	N/A	N/A	N/A