

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, **James J. Mawn**

Name of the Holding Company Director and Official

Chairman and President

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

03/17/2016

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.

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

Northern Bancorp, Inc.

Legal Title of Holding Company

275 Mishawum Road

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

Woburn

MA

01801

City

State

Zip Code

same

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Francis Kenney

Chief Financial Officer

Name

Title

781-937-5400

Area Code / Phone Number / Extension

781-937-5416

Area Code / FAX Number

fkenney@nbtc.com

E-mail Address

www.nbtc.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

NORTHERN BANCORP, INC.
ANNUAL REPORT OF BANK HOLDING COMPANIES – FR Y-6
FISCAL YEAR END DECEMBER 31, 2015

REPORT ITEM 1: Enclosed is a copy of the Audited Consolidated Financial Statements for Northern Bancorp, Inc. and Subsidiary Years Ended December 31, 2015 and 2014

REPORT ITEM 2A: Organizational Chart (business address for all entities is 275 Mishawum Road, Woburn, MA 01801; all entities incorporated in Massachusetts; LEI is not applicable unless otherwise noted)

NORTHERN BANCORP, INC.				
	(100%)			
Northern Bank & Trust Company				
(LEI #: 549300EE39SNC5DXTC46)				
	(100%)			
	(100%)			
	(100%)			
N.B. & T. Securities Corp. II	N.B. & T. Securities Corp. IV	NBTC Realty LLC	289 Great Road Realty Trust	Northern 1031 Exchange LLC

REPORT ITEM 2B (DOMESTIC BRANCH LISTING): Attached is a copy of the domestic branch listing for Northern Bancorp, Inc. (#1246935). There are no changes to the listing as of fiscal year end 2015.

Results: A list of branches for your holding company: **NORTHERN BANKCORP, INC. (112469335) of WOBURN, MA.**
The data are as of **11/31/2015**. 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*	Comments
		Full Service (Head Office)	900306	NORTHERN BANK & TRUST COMPANY	275 MISHAWUM ROAD	WOBURN	MA	01801	MIDDLESEX	UNITED STATES	12182		0	NORTHERN BANK & TRUST COMPANY	900306
		Full Service	1891634	ACTION BRANCH	414 MASSACHUSETTS AVENUE	ACTION	MA	01720	MIDDLESEX	UNITED STATES	275087		8	NORTHERN BANK & TRUST COMPANY	900306
		Full Service	634601	BILLERICA BRANCH	482 BOSTON RD	BILLERICA	MA	01821	MIDDLESEX	UNITED STATES	244641		1	NORTHERN BANK & TRUST COMPANY	900306
		Full Service	1891607	BURLINGTON BRANCH	13 CENTER STREET	BURLINGTON	MA	01803	MIDDLESEX	UNITED STATES	275081		5	NORTHERN BANK & TRUST COMPANY	900306
		Full Service	1891643	CHELMSFORD BRANCH	14 LITTLETON ROAD	CHELMSFORD	MA	01824	MIDDLESEX	UNITED STATES	275090		9	NORTHERN BANK & TRUST COMPANY	900306
		Full Service	1891616	LITTLETON BRANCH	265 GREAT ROAD	LITTLETON	MA	01460	MIDDLESEX	UNITED STATES	275082		6	NORTHERN BANK & TRUST COMPANY	900306
		Full Service	1189377	MELROSE BRANCH	514 FRANKLIN ST	MELROSE	MA	02176	MIDDLESEX	UNITED STATES	244644		4	NORTHERN BANK & TRUST COMPANY	900306
		Full Service	4681443	READING BRANCH	600 MAIN STREET	READING	MA	01867	MIDDLESEX	UNITED STATES	Not Required	Not Required		NORTHERN BANK & TRUST COMPANY	900306
		Full Service	1176667	WESTFORD BRANCH	45 MAIN ST	WESTFORD	MA	01886	MIDDLESEX	UNITED STATES	244643		3	NORTHERN BANK & TRUST COMPANY	900306
		Full Service	2293990	ELM STREET BRANCH	89 ELM STREET	WOBURN	MA	01801	MIDDLESEX	UNITED STATES	244646		11	NORTHERN BANK & TRUST COMPANY	900306
		Full Service	3960758	LEXINGTON STREET BRANCH	215 LEXINGTON STREET	WOBURN	MA	01801	MIDDLESEX	UNITED STATES	493880		12	NORTHERN BANK & TRUST COMPANY	900306
		Full Service	1994030	WOBURN BRANCH	303 MAIN STR	WOBURN	MA	01801	MIDDLESEX	UNITED STATES	244645		10	NORTHERN BANK & TRUST COMPANY	900306

NORTHERN BANCORP, INC.
WOBURN, MASSACHUSETTS
FISCAL YEAR ENDING DECEMBER 31, 2015

REPORT ITEM 3(1): SECURITIES HOLDERS > 5% AS OF 12/31/15

1. James Mawn Group¹

Country of Citizenship/Incorporation/Formation: USA

Number and Percentage of Voting Securities:

9675 shares	-	13.46%	Mawn Family Limited Partnership (General Partners: James J. Mawn, Jr. and Marilyn C. Mawn) (Woburn, MA)
3700 shares	-	5.15%	Marital Trust under the James J. Mawn Revocable Trust (Trustees: Rita M. Mawn, James J. Mawn, M. Catherine Riley, Alicia J. Mawn-Mahlau and Marilyn C. Mawn) (Gloucester, MA)
3632 shares	-	5.05%	James J. Mawn (Jr.) (Concord, MA)
2110 shares	-	2.93%	Family Trust under the James J. Mawn Revocable Trust (Trustees: Rita M. Mawn, James J. Mawn, M. Catherine Riley, Alicia J. Mawn-Mahlau and Marilyn C. Mawn) (Gloucester, MA)
1723 shares	-	2.40%	Northern Bank & Trust Company, Trustee for James J. Mawn, IRA (Woburn, MA)
1565 shares	-	2.18%	Rita M. Mawn (Gloucester, MA)
1282 shares	-	1.78%	Mary Catherine Riley (Princeton, NJ)
1153 shares	-	1.60%	Sheila E. Carpenter (Ann Arbor, MI)
795 shares	-	1.11%	Cede & Co. FBO Joseph A. Riley, IRA (Princeton, NJ)
762 shares	-	1.06%	Northern Bank & Trust Company, Trustee for Sam A. Mawn-Mahlau, IRA (Winchester, MA)
619 shares	-	.86%	Alicia J. Mawn-Mahlau (Winchester, MA)
250 shares	-	.35%	Northern Bank Trust & Company, Trustee for M. Catherine Riley, IRA (Princeton, NJ)
148 shares	-	.21%	Louise Mawn (Nashville, TN)
50 shares	-	.07%	Mary Negri and Dominic R. Negri (Woburn, MA)
30 shares	-	.04%	Rita M. Barger (Manlius, NY)
20 shares	-	.03%	Rita M. Mawn (surviving joint tenant) (Gloucester, MA)

¹ Alicia J. Mawn-Mahlau also owns a beneficial interest in 49 shares (.07%) of the Mawn and Mawn, P.C. 401(k) Plan over which she has no power to vote.

Northern Bancorp, Inc.
Report Item 3(1) for Fiscal Year Ending 12/31/15 (Continued)

2. **Dorothy Mawn Group**²

Country of Citizenship/Incorporation/Formation: USA

Number and Percentage of Voting Securities:

9564 shares	-	13.30%	Thomas M. Mawn, Jr., Trust Fund B (Trustees: Dorothy M. Mawn, Mary Elizabeth Mawn-Ferullo and Catherine A. Webb) (Woburn, MA)
6356 shares	-	8.84%	Dorothy Mawn Grandchildren's Trust (Trustees: Mary Elizabeth Mawn-Ferullo and Russell A. Mawn) (Woburn, MA)
3789 shares	-	5.27%	Thomas and Dorothy Mawn Family Limited Partnership (General Partners: Russell A. Mawn and Mary Elizabeth Mawn-Ferullo) (Woburn, MA)
1218 shares	-	1.69%	Mary Elizabeth Mawn-Ferullo (Woburn, MA)
221 shares	-	.31%	Dorothy M. Mawn, IRA (Woburn, MA)
385 shares	-	.54%	Dorothy Mawn Family Children's Trust (Trustees: Mary Elizabeth Mawn-Ferullo and Russell A. Mawn) (Woburn, MA)
155 shares	-	.22%	J. Lawrence Mawn (Medford, MA)
65 shares	-	.09%	Russell A. Mawn (Washington, DC)

Note: Mary Elizabeth Mawn-Ferullo has the power to vote the following in the capacities noted:

551 shares	-	.77%	Mawn and Mawn P.C. 401(k) Plan (Trustees: Mary Elizabeth Mawn-Ferullo and Barbara E. Mearls) (Woburn, MA)
200 shares	-	.28%	NJI Trust (Trustees: Mary Elizabeth Mawn-Ferullo and William Naughton) (Woburn, MA)

² Mary Elizabeth Mawn-Ferullo also owns a beneficial interest in 452 shares (.63%) of the Mawn and Mawn P.C. 401(k) Plan over which she has no power to vote other than in her capacity as co-trustee with Barbara E. Mearls.

Northern Bancorp, Inc.

Report Item 3(1) for Fiscal Year Ending 12/31/15 (Continued)

3. McCall Family (Woburn, MA)

Country of Citizenship/Incorporation/Formation: USA

Number and Percentage of Voting Securities:

4140 shares	-	5.76%	McCall Family Irrevocable Trust (Woburn, MA)
788 shares	-	1.10%	Marie S. McCall (Woburn, MA)
410 shares	-	.57%	Daniel Leo McCall (Woburn, MA)
200 shares	-	.28%	Edward H. McCall, Jr. (Carlisle, MA)
200 shares	-	.28%	Marie S. McCall 1989 Revocable Trust (Trustees: Daniel McCall and Fred Kirk) (Woburn, MA)
100 shares	-	.14%	Patricia McCall (Hampton Falls, NH)
29 shares	-	.04%	Joseph Dean McCall (Woburn, MA)
29 shares	-	.04%	Marilyn Marie McCall (Woburn, MA)
12 shares	-	.07%	Edward H. McCall 1996 Revocable Trust (Trustees: Daniel McCall and Fred Kirk) (Woburn, MA)

**NORTHERN BANCORP, INC.
WOBURN, MASSACHUSETTS
FISCAL YEAR ENDING DECEMBER 31, 2015**

REPORT ITEM 3(2): N/A

There are no additional securities holders, other than listed in Report Item 3(1), that owned or controlled five percent or more of any class of voting securities for Northern Bancorp, Inc. during fiscal year 2015.

NORTHERN BANCORP, INC.
WOBURN, MASSACHUSETTS
FISCAL YEAR ENDING DECEMBER 31, 2015

**REPORT ITEM 4: INSIDERS (DIRECTORS, EXECUTIVE OFFICERS, AND
PRINCIPAL SHAREHOLDERS >10%) – 12/31/15**

Joseph Bellino (Director)

Bedford, MA

Principal Occupation

N/A

Title/Position with Holding Company

Director

Title/Position with Subsidiaries

Director Northern Bank & Trust Company

Title/Position with Other Businesses

N/A

Percentage of Voting Shares in Holding Company

.35% Joseph M. Bellino

Percentage of Voting Shares in Subsidiaries

N/A

Percentage of Voting Shares in Other Companies of 25% or More is Held

N/A

Fortunato (Fred) Salvucci (Director)

Weston, MA

Principal Occupation

N/A

Title/Position with Holding Company

Director

Title/Position with Subsidiaries

Director Northern Bank & Trust Company

Title/Position with Other Businesses

N/A

Percentage of Voting Shares in Holding Company

.13% Frederick Salvucci

Percentage of Voting Shares in Subsidiaries
N/A

Percentage of Voting Shares in Other Companies of 25% or More is Held
194 Mishawum Road Nominee Trust (50% - Cadaro Realty LLC)
Normac Warehouse LLC (1/3 - Cadaro Realty LLC)
Normac Warehouse II LLC (1/3 - Cadaro Realty LLC)
Cadaro Realty LLC
Fred Salvucci Corp.

John C. Martini (Director)
Woburn, MA

Principal Occupation
Insurance Agent

Title/Position with Holding Company
Director

Title/Position with Subsidiaries
Director Northern Bank & Trust Company

Title/Position with Other Businesses
Chairman Martini Insurance Agency, Inc.

Percentage of Voting Shares in Holding Company
1.80% John C. Martini

Percentage of Voting Shares in Subsidiaries
N/A

Percentage of Voting Shares in Other Companies of 25% or More is Held
Martini Insurance Agency, Inc. (100%)

Robert G. Naughton (Director)
Burlington, MA

Principal Occupation
Attorney

Title/Position with Holding Company
Director

Title/Position with Subsidiaries
Director Northern Bank & Trust Company

Title/Position with Other Businesses

Trustee Jean E. Naughton 2005 Inter Vivos Trust

Percentage of Voting Shares in Holding Company

1.81% Robert G. Naughton
1.39% Jean E. Naughton 2005 Inter Vivos Trust (Trustees: Robert
 Naughton and William Naughton)

Percentage of Voting Shares in Subsidiaries

N/A

Percentage of Voting Shares in Other Companies of 25% or More is Held

Naughton Family Realty Trust (50%)

Mary Elizabeth Mawn-Ferullo (Director/Treasurer)

Woburn, MA

Principal Occupation

Attorney

Title/Position with Holding Company

Director, Treasurer, Principal Shareholder

Title/Position with Subsidiaries

Director Northern Bank & Trust Company
Director Northern Bank & Trust Charitable Foundation, Inc.
Director N.B. & T. Securities Corp. IV

Title/Position with Other Businesses

Director, Clerk, Treasurer Mawn and Mawn, P.C.
Trustee Mawn and Mawn P.C. 401(k) Plan, NJI Trust, Naughton Family
 Realty Trust, C.L.M. Realty Trust, Thomas M. Mawn, Jr. Trust
 Fund B, Westford Center Trust, Franklin Street Nominee Trust,
 Christopher B. Johnson Trust, Roger M. Ormes Jr. Family
 Insurance Trust, Thomas M. Mawn Jr. 1989 Family Irrevocable
 Trust, Dorothy Mawn Grandchildren's Trust, Dorothy Mawn
 Family Children's Trust, Josephine Dalton Trust
General Partner Thomas and Dorothy Mawn Family Limited Partnership
Manager Haven Properties LLC
Director Burbeen Free Lecture Fund

Percentage of Voting Shares in Holding Company

*See Dorothy Mawn Group

Percentage of Voting Shares in Subsidiaries

N/A

Percentage of Voting Shares in Other Companies of 25% or More is Held
Mawn and Mawn, P.C. 50%

James J. Mawn (Director, President, Chairman)
Concord, MA

Principal Occupation

President Northern Bank & Trust Company

Title/Position with Holding Company

President, Director, Chairman

Title/Position with Subsidiaries

Director, President, CEO

Northern Bank & Trust Company

Director, Clerk

N. B. & T. Securities Corp. II

Director, President

N.B. & T. Securities Corp. IV

Manager

NBTC Holdings, LLC, NBTC Sudbury, LLC

Director, President

Northern Bank & Trust Charitable Foundation, Inc.

Title/Position with Other Businesses

Director Mawn and Mawn, P.C.

Trustee Franklin Street Nominee Trust, C.L.M. Realty Trust, James Mawn Children's Trust, Mawn Family Children's Trust, Marital Trust under the James J. Mawn Revocable Trust, Family Trust under the James J. Mawn Revocable Trust, Old Road Nominee Trust, Sanderson Road Nominee Trust, Mawn Family Mishawum Trust, Lincoln Road Trust, Mawn Franklin Trust, Roger M. Ormes, Jr. Family Insurance Trust

Manager Haven Properties LLC, Pheasant Hill LLC, , Mishawum Properties, LLC, Normac Warehouse LLC, Normac Warehouse II LLC

Limited Partner/

General Partner

Mawn Family Limited Partnership

Percentage of Voting Shares in Holding Company

*See James Mawn Group

Percentage of Voting Shares in Subsidiaries

N/A

Percentage of Voting Shares in Other Companies of 25% or More is Held

Franklin Street Nominee Trust (35%)

Pheasant Hill LLC (99%)

Old Road Nominee Trust (50%)

Sanderson Road Nominee Trust (50%)

Normac Warehouse LLC (1/3)
Normac Warehouse II LLC (1/3)
Lincoln Road Trust (50%)

Alicia J. Mawn-Mahlau (Director, Assistant Clerk)
Winchester, MA

Principal Occupation
None

Title/Position with Holding Company
Director, Assistant Clerk

Title/Position with Subsidiaries
Director, Assistant Secretary Northern Bank & Trust Company
Director, Assistant Clerk N. B. & T. Securities Corp. II
Director Northern Bank & Trust Charitable Foundation, Inc.

Title/Position with Other Businesses
Director Mawn and Mawn, P.C.
Trustee Mawn Family Children's Trust, Marital Trust under the
James J. Mawn Revocable Trust, Family Trust under the
James J. Mawn Revocable Trust

Limited Partner Mawn Family Limited Partnership

Percentage of Voting Shares in Holding Company
*See James Mawn Group

Percentage of Voting Shares in Subsidiaries
N/A

Percentage of Voting Shares in Other Companies of 25% or More is Held
N/A

Donald P. Queenin (Assistant Treasurer)
Woburn, MA

Principal Occupation
Executive Vice President Northern Bank & Trust Company

Title/Position with Holding Company
Assistant Treasurer

Title/Position with Subsidiaries
Director, Executive Vice President Northern Bank & Trust Company
Director, Treasurer N. B. & T. Securities Corp. II
Director, Clerk N.B. & T. Securities Corp. IV

Manager	NBTC Realty, LLC, NBTC Holdings, LLC, NBTC Sudbury LLC
Director, Clerk	Northern Bank & Trust Charitable Foundation, Inc.

Title/Position with Other Businesses

Director	Woburn Boys and Girls Club
Chairman	Woburn Redevelopment Authority
Director	Massachusetts Independent Bankers (president), Woburn Public Library Foundation, Inc. (treasurer)
	Woburn Community Educational Foundation, Inc. (treasurer)
Officer	Woburn Development Corp. (president)
Federal Delegate	Independent Community Bankers of America

Percentage of Voting Shares in Holding Company

.01%	Donald P. Queenin
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Percentage of Voting Shares in Subsidiaries

N/A

Percentage of Voting Shares in Other Companies of 25% or More is Held

N/A

Mary Catherine Riley (Clerk)

Princeton, NJ

Principal Occupation

None

Title/Position with Holding Company

Clerk

Title/Position with Subsidiaries

Director, Secretary	Northern Bank & Trust Company
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Title/Position with Other Businesses

Director	Mawn and Mawn, P.C.
Trustee	Mawn Family Children's Trust, Marital Trust under the James J. Mawn Revocable Trust, Family Trust under the James J. Mawn Revocable Trust
Limited Partner	Mawn Family Limited Partnership

Percentage of Voting Shares in Holding Company

*See James Mawn Group

Percentage of Voting Shares in Subsidiaries

N/A

Percentage of Voting Shares in Other Companies of 25% or More is Held
N/A

James Mawn Group (Principal Shareholder)
Woburn, MA

Principal Occupation
N/A

Title/Position with Holding Company
Principal Shareholder

Title/Position with Subsidiaries
N/A

Title/Position with Other Businesses
N/A

Percentage of Voting Shares in Holding Company¹

13.46%	Mawn Family Limited Partnership (General Partners: James J. Mawn, Jr. and Marilyn C. Mawn)
5.15%	Marital Trust under the James J. Mawn Revocable Trust (Trustees: Rita M. Mawn, James J. Mawn, M. Catherine Riley, Alicia J. Mawn-Mahlau and Marilyn C. Mawn)
5.05%	James J. Mawn (Jr.)
2.93%	Family Trust under the James J. Mawn Revocable Trust (Trustees: Rita M. Mawn, James J. Mawn, M. Catherine Riley, Alicia J. Mawn-Mahlau and Marilyn C. Mawn)
2.40%	Northern Bank & Trust Company, Trustee for James J. Mawn, IRA
2.187%	Rita M. Mawn
1.78%	Mary Catherine Riley
1.60%	Sheila E. Carpenter
1.11%	Cede & Co. FBO Joseph A. Riley, IRA
1.06%	Northern Bank & Trust Company, Trustee for Sam A. Mawn-Mahlau, IRA
.86%	Alicia J. Mawn-Mahlau
.35%	Northern Bank Trust & Company, Trustee for M. Catherine Riley,
.21%	Louise Mawn
.07%	Mary Negri and Dominic R. Negri
.04%	Rita M. Barger
.03%	Rita M. Mawn

¹ Alicia J. Mawn-Mahlau also owns a .07% beneficial interest in the Mawn and Mawn P.C. 401(k) Plan over which she has no power to vote.

Percentage of Voting Shares in Subsidiaries

N/A

Percentage of Voting Shares in Other Companies of 25% or More is Held

N/A

Dorothy Mawn Group (Principal Shareholder)

Woburn, MA

Principal Occupation

N/A

Title/Position with Holding Company

Principal Shareholder

Title/Position with Subsidiaries

N/A

Title/Position with Other Businesses

N/A

Percentage of Voting Shares in Holding Company²

13.30%	Thomas M. Mawn, Jr., Trust Fund B (Trustees: Dorothy M. Mawn, Mary Elizabeth Mawn-Ferullo and Catherine A. Webb)
8.84%	Dorothy Mawn Grandchildren's Trust (Trustees: Mary Elizabeth Mawn-Ferullo and Russell A. Mawn)
5.27%	Thomas and Dorothy Mawn Family Limited Partnership (General Partners: Russell A. Mawn and Mary Elizabeth Mawn-Ferullo)
1.69%	Mary Elizabeth Mawn-Ferullo
.31%	Northern Bank & Trust Company for Dorothy M. Mawn, IRA
.54%	Dorothy Mawn Family Children's Trust (Trustees: Mary Elizabeth Mawn-Ferullo and Russell A. Mawn)
.22%	J. Lawrence Mawn
.09%	Russell A. Mawn

Note: Mary Elizabeth Mawn-Ferullo has the power to vote the following in the capacities noted:

.77%	Mawn and Mawn P.C. 401(k) Plan (Trustees: Mary Elizabeth Mawn-Ferullo and Barbara E. Mearls)
.28%	NJI Trust (Trustees: Mary Elizabeth Mawn-Ferullo and William Naughton)

² Mary Elizabeth Mawn also owns a .63% beneficial interest in Mawn and Mawn P.C. 401(k) Plan over which she has no additional power to vote, other than in her capacity as co-trustee with Barbara E. Mearls.

Percentage of Voting Shares in Subsidiaries

N/A

Percentage of Voting Shares in Other Companies of 25% or More is Held

N/A

Dorothy M. Mawn (Principal Shareholder)
Woburn, MA

Principal Occupation

N/A

Title/Position with Holding Company

Principal Shareholder

Title/Position with Subsidiaries

N/A

Title/Position with Other Businesses

Trustee Thomas M. Mawn, Jr., Trust Fund B

Percentage of Voting Shares in Holding Company

*See Dorothy Mawn Group

Percentage of Voting Shares in Subsidiaries

N/A

Percentage of Voting Shares in Other Companies of 25% or More is Held

Thomas M. Mawn, Jr., Trust Fund B (100%) Westford Center Trust (33 1/3%)

Franklin Street Nominee Trust (30%)

Wingaersheek Investment Trust (33 1/3%)

Thomas M. Mawn 1989 Family Irrevocable Trust (100%)