

SEP 15 2015

Board of Governors of the Federal Reserve System

Supervision, Regulation and
Credit Department



Annual Report of Holding Companies—FR Y-6

272
10/15/15

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):

June 30, 2015
Month / Day / Year

I, Robert J. Halloran Jr.

Name of the Holding Company Director and Official

Executive VP, Treasurer and CFO

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.

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

Reporter's Name, Street, and Mailing Address
Putnam Bancorp MHC

Legal Title of Holding Company

P O Box 151

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

Putnam, CT 06260
City State Zip Code

40 Main Street

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Robert J. Halloran Jr Executive VP, Treasurer

Name Title & CFO

860-928-6501 / 3025

Area Code / Phone Number / Extension

860-963-6612

Area Code / FAX Number

Rhalloran@putnambank.com

E-mail Address

www.putnambank.com

Address (URL) for the Holding Company's web page

Signature of Holding Company Director and Official

Date of Signature 09/09/15

For holding companies not registered with the SEC—
Indicate status of Annual Report to Shareholders:

- is included with the FR Y-6 report NA - we file a
- will be sent under separate cover 10-K on PSB Holdings
- is not prepared

For Federal Reserve Bank Use Only

RSSD ID 3150003
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

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.

PSB Holdings INC
Legal Title of Subsidiary Holding Company

PO Box 151
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

Putnam CT 06260
City State Zip Code

40 Main Street
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)

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

City State Zip Code

Physical Location (if different from mailing address)

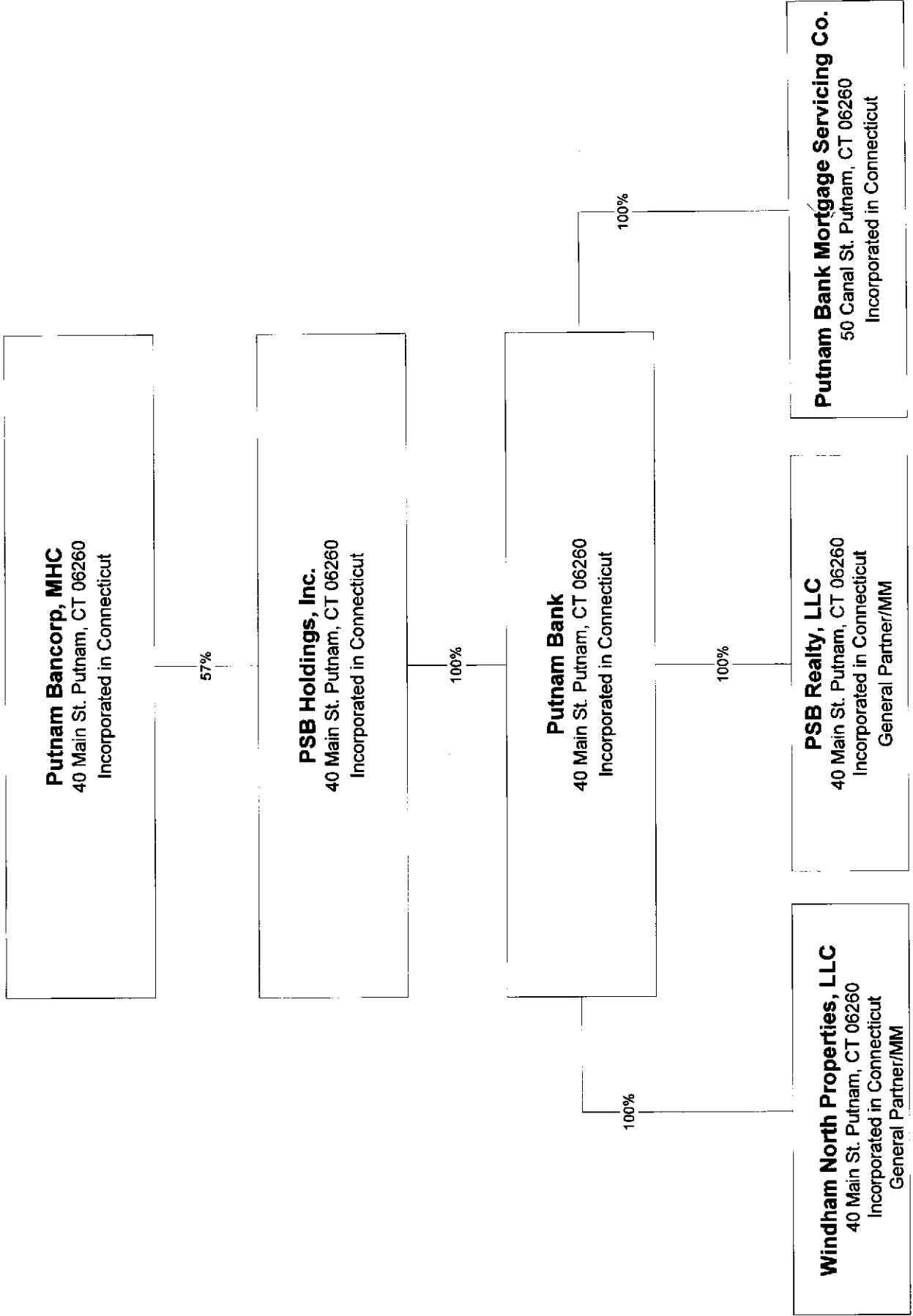
Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

Fiscal Year Ending June 30, 2015



Item: 2b ✓



Board of Governors of the Federal Reserve System FR Y-6 Depository Institution Branch Data Verification

[Home](#) [Federal Reserve Contact List](#) [Detailed Instructions](#) [FAQ](#)

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Branches for Selected Institution

A list of branches for your depository institution: PUTNAM BANK (ID_RSSD: 223005). This depository institution is held by PSB HOLDINGS, INC (3151994) of PUTNAM, CT. The data are as of 06/30/2015.

Save a copy of this list by clicking the download button below. **When asked if you would like to open or save this file, choose the 'Save' button.** Make corrections to your saved copy and then send it to your FRB contact. See the detailed instructions (linked above) for more information.

[Download List to Excel](#)

Institutions: 1 to 8 of 8

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*
Full Service (Head Office)	223005	PUTNAM BANK	40 MAIN STREET, BOX 151	PUTNAM	CT	06260	WINDHAM	UNITED STATES	12156	0	PUTNAM BANK	223005
Full Service	2290337	DANIELSON BRANCH	125 WAUREGAN ROAD	DANIELSON	CT	06239	WINDHAM	UNITED STATES	244439	2	PUTNAM BANK	223005
Full Service	3488092	GALES FERRY BRANCH	2 CHAPMAN LANE	GALES FERRY	CT	06335	NEW LONDON	UNITED STATES	478850	8	PUTNAM BANK	223005
Full Service	1412945	GRISWOLD OFFICE	461 VOLUNTOWN ROAD, RT. 138 SLATER VILLAGE SHOPPING CENTER	JEWETT CITY	CT	06351	NEW LONDON	UNITED STATES	244507	7	PUTNAM BANK	223005
Full Service	4442532	NORWICH BRANCH	40 HIGH STREET	NORWICH	CT	06360	NEW LONDON	UNITED STATES	512627	10	PUTNAM BANK	223005
Full Service	2946531	PRATT ROAD BRANCH	11 PRATT ROAD	PLAINFIELD	CT	06374	WINDHAM	UNITED STATES	358822	4	PUTNAM BANK	223005
Full Service	322300	POMFRET BRANCH	100 AVERILL ROAD	POMFRET CENTER	CT	06259	WINDHAM	UNITED STATES	244438	1	PUTNAM BANK	223005
Full Service	3791961	PRICE CHOPPER BRANCH	251 KENNEDY DRIVE	PUTNAM	CT	06260	WINDHAM	UNITED STATES	495843	9	PUTNAM BANK	223005

*FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

*All is correct as stated.
Braumerson*

RSSD Tiering for:
 PUTNAM BANCORP, MHC
 Structure as of 20150630 and going downward

Seq Num	ID RSSD	Legal Name	AddL City	State/Country	State/Country Inc	Dist FRS	ARDF Ent Type	Actv Code	Basis of Relationship	PCT
0001	3152003	PUTNAM BANCORP, MHC ✓	PUTNAM	CONNECTICUT	CONNECTICUT	1	1 SLHC	551112	Vlg Eqty	57
0002	3151994	PSB HOLDINGS, INC ✓	PUTNAM	CONNECTICUT	CONNECTICUT	1	1 SLHC	551112	Vlg Eqty	57
0003	223005	PUTNAM BANK ✓	PUTNAM	CONNECTICUT	CONNECTICUT	1	1 SMB	52212	Vlg Eqty Other	100
0004	3229884	PSB REALTY LLC ✓	PUTNAM	CONNECTICUT	CONNECTICUT	1	0 DEO	53111	Vlg Eqty	<25
0005	4315074	PUTNAM BANK MORTGAGE SERVICING COMPANY ✓	PUTNAM	CONNECTICUT	CONNECTICUT	1	0 DEO	54199	Vlg Eqty	100
0006	4315092	WINDHAM NORTH PROPERTIES, LLC ✓	PUTNAM	CONNECTICUT	CONNECTICUT	1	0 DEO	52239	Vlg Eqty	<25

Total Number of Entities in the tree 6
 Total Number of Unique Entities in the tree 6

Tier Selection Criteria

RSSD Tiering for
 As of Date 3152003 PUTNAM BANCORP, MHC
 Direction 20150630
 Selection Rule Down
 Branches - Domestic Institutions All Entities
 Branches - Foreign Institutions No Branches

Explanatory Notes

Entity Type
 DEO DOMESTIC ENTITY OTHER
 SLHC SAVINGS & LOAN HOLDING COMPANY
 SMB STATE MEMBER BANK

Primary Activity Code
 52212 SAVINGS INSTITUTIONS
 52239 OTHER ACTIVITIES RELATED TO CREDIT INTERMEDIATION
 53111 LESSORS OF RESIDENTIAL BUILDINGS AND DWELLINGS
 54199 ALL OTHER PROFESSIONAL, SCIENTIFIC, AND TECHNICAL SERVICES
 551112 OFFICES OF OTHER HOLDING COMPANIES

Two asterisks (**) next to the Seq Num indicates that confidentiality is pending or granted.
 An asterisk (*) next to the AddL Line Num denotes the Seq Num at which the offspring of this entity are listed.
 A dot dot notation (..) next to Legal Name denotes a circular relationship.
 Dist FRS is the district that denotes the physical location of the entity and ARDF is the regulating FRB.
 The ARDF is only applicable to BHCs, SLHCs, FBOs, DIs, and Edge/Agreement Corps.

LISTED BY THE BOARD OF DIRECTORS

Name (1)	Positions Held	Shares of Common Stock Beneficially Owned on Record Date (3) (4) (5)	Percent of Class
NOMINEES			
Thomas A. Borner	Vice-Chairman of the Board, President and Chief Executive Officer	238,599 (6)	3.65%
Richard A. Loomis	Director	42,505 (7)	0.65%
John P. Miller	Director	13,055	0.20%
DIRECTORS CONTINUING IN OFFICE			
Charles W. Bentley, Jr.	Director	97,189 (8)	1.49%
Paul M. Kelly	Director	69,220 (9)	1.06%
Charles H. Puffer	Chairman of the Board	100,118	1.53%
Robert J. Halloran, Jr.	Director, Executive Vice President and Chief Financial Officer	56,579 (10)	0.86%
Jitendra K. Sinha	Director and Commercial Loan Officer	17,000	0.26%
		634,265	9.70%

- (1) The mailing address for each person listed is 40 Main Street, Putnam, Connecticut 06260. Each of the persons listed is also a director of Putnam Bancorp, MHC, which owns the majority of the Company's issued and outstanding shares of common stock.
- (2) Reflects initial appointment to the Board of Trustees of the mutual predecessor to Putnam Bank, if applicable.
- (3) Except as otherwise noted in these footnotes, the nature of beneficial ownership for shares reported in this table is sole voting and investment power.

Item 4

Form FR Y-6
 Putnam Bancorp MHC, Inc.
 Putnam, Connecticut
 Fiscal Year ending June 30, 2015

Report Item 4: Directors and Officers

(1) (2) (3)(a)(b)(C) and 4(a)(b)(C)

(1) Name & Address (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 (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) 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)
Thomas A. Borner Pomfret Center, CT	Bank Executive	Director, President & CEO and Secretary	Director, President & CEO (PSB Holdings, Inc.) Director, President & CEO (Putnam Bank)	Of Counsel in Borner, Aleman & Davis, PC	N/A	None	Walnut Street Realty, LLC (50%); Massicotte Circle, LLC (50%); Elm Street Investments, LLC (50%), Diamonds in the Rough, LLC (33 1/3%)
Robert J. Halloran, Jr. Webster, MA	Bank Executive/CFO	Director, Executive Vice President, Treasurer, Secretary and CFO	Director, Executive Vice President/Treas/Secretary and CFO (PSB Holdings, Inc) Director, Executive Vice President/Treas/Secretary and CFO (Putnam Bank)		N/A	None	None
Charles W. Bentley, Jr. Woodstock, CT	Manufacturer	Director	Director (PSB Holdings, Inc) Director (Putnam Bank)	Owner Collt's Plastic Co., Inc.	N/A	None	Lynx, LLC (100%) Collt's Plastic Co., Inc. (majority) 6-12 South Main Street LLC (50%) Bentley Realty, LLC (majority)

Form FR Y-6
Putnam Bancorp MHC, Inc.
Putnam, Connecticut
Fiscal Year ending June 30, 2015

Report Item 4: Directors and Officers

(1) (2) (3)(a)(b)(C) and 4(a)(b)(C)

(1) Name & Address (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 (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	(4)(c) 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)
Paul M. Kelly Woodstock, CT	Retailer	Director	Director (PSB Holdings, Inc) Director (Putnam Bank)	Treasurer Kelly's Tire Inc.	N/A	None	Kelly's Tire Inc. (50%) Keico, LLC (50%) Kelbro, LLC (50%)
Richard A. Loomis Putnam, CT	Real Estate Broker	Director	Director (PSB Holdings, Inc) Director (Putnam Bank)	Real Estate Broker Loomis Real Estate	N/A	None	Loomis Real Estate (100%) Kick, LLC (50%), The Loomis Team (51%)
John P. Miller Putnam, CT	Business Owner	Director	Director (PSB Holdings, Inc) Director (Putnam Bank)	President & CEO	N/A	None	National Chromium Co., Inc. (100%) JPM Future Management, LLC (100%)
Charles H. Puffer Woodstock, CT	Retired Insurance Executive	Director and Chairman of the Board	Director and Chairman of the Board (PSB Holdings, Inc.) Director and Chairman of the Board (Putnam Bank)		N/A	None	Massicotte Circle, LLC (50%) Puffer Enterprises (33 1/3%)

Form FR Y-6

Putnam Bancorp MHC, Inc.

Putnam, Connecticut

Fiscal Year ending June 30, 2015

Report Item 4: Directors and Officers

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Jitendra K. Sinha Putnam, CT	Bank Officer	Director	Director (PSB Holdings, Inc) Director (Putnam Bank)	N/A	None	Sinha Realty, LLC (100%) JKS Realty, LLC (100%)	Putnam Supermarket, Inc. (100%) -Passive Corp. being kept to receive monthly payments for the private note. Corp. will be dissolved in 2018.