

MAY 03 2016

FR Y-6
OMB Number 7100-0297
Approval expires September 30, 2018
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Board of Governors of the Federal Reserve System

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.

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 P. McDonough

Name of the Holding Company Director and Official

President & 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

05/02/2016

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

Randolph Bancorp

Legal Title of Holding Company

10 Cabot Place

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

Stoughton

MA

02072

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Daniel Carey

Controller

Name

Title

781-573-1315

Area Code / Phone Number / Extension

781-573-1307

Area Code / FAX Number

dcarey@randolphsavings.com

E-mail Address

www.randolphsavings.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

Form FR Y-6

Randolph Bancorp

Stoughton, MA

Fiscal Year Ending December 31, 2015

1: None (The Randolph Bancorp does not prepare an annual report for its shareholders).
(The Randolph Bancorp is not required to prepare form 1 OK with the SEC).

2: Organization Chart – Enclosed

3: (1)(a) None

(1)(b) None

(1)(c) None

(2)(a) None

(2)(b) None

(2)(c) None

(Ownership percentage not reportable on the FR Y-10)

This is a Mutual Holding Company and there are no Shareholders.

Randolph Bancorp

Est. November 1, 2002

Subsidiaries

Randolph Savings Bank – EST 1851
A subsidiary of Randolph Bancorp

CABOT SECURITY
CORPORATION
Est. August 12, 1997
Tax Exempt Securities
Tax ID #04 3388744

RANDOLPH INVESTMENT
COMPANY, INC.
Est. January 27, 1982
OREO Property
Tax ID #04-2750636

RANDOLPH INVESTMENT
II COMPANY, INC.
Est. January 23, 2015
OREO Property
Tax ID #47-2996696

RANDOLPH INVESTMENT
III COMPANY, INC.
Est. January 23, 2015
OREO Property
Tax ID #47-3045292

RANDOLPH HOLDINGS
RI II, LLC
Est. July 5, 2005
Cranston RI Lease
Tax ID #74-3073286 02

LEI not applicable unless otherwise noted

Subsidiaries April 2016

Results: A list of branches for your depository institution: RANDOLPH SAVINGS BANK (ID: RSSD: 332402)
This depository institution is held by RANDOLPH BANCORP (3122846) of STOUGHTON, MA
The data are as of 03/31/2015. Data reflects information that was received and processed through 04/05/2016.

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

Data Action	Effective Date	Branch ID	RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNIFORM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK	12/31/2015	Full Service (Head Office)	332402	RANDOLPH SAVINGS BANK	129 N MAIN STR	RANDOLPH	MA	02368	NORFOLK	UNITED STATES	17860		0 RANDOLPH SAVINGS BANK		
OK	12/31/2015	Full Service	427803	HOLBROOK BRANCH	150 S FRANKLIN ST	HOLBROOK	MA	02343	NORFOLK	UNITED STATES	791436		1 RANDOLPH SAVINGS BANK		
OK	12/31/2015	Full Service	2963396	NORTH RANDOLPH BRANCH	1125 NORTH MAIN STREET	RANDOLPH	MA	02368	NORFOLK	UNITED STATES	960986		6 RANDOLPH SAVINGS BANK		
OK	12/31/2015	Full Service	2624932	CORBBS CORNER BRANCH	87 SHARON STREET	STOUGHTON	MA	02072	NORFOLK	UNITED STATES	291439		4 RANDOLPH SAVINGS BANK		
OK	12/31/2015	Full Service	331900	STOUGHTON BRANCH	15 PLEASANT ST	STOUGHTON	MA	02072	NORFOLK	UNITED STATES	291437		2 RANDOLPH SAVINGS BANK		

Randolph Bancorp
Report Item 4: Directors and Officers
(1) (2) (3)(a)(b) and (4)(a)(b) ©

(1) Name	Home Address	(2) & (3)(c) Principal Occupation if other than with Bank Holding Co.	(3)(a) Title & Position with Bank Holding Co.	(3)(b) Title & Position with Subsidiaries	(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 (includes partnerships) if 45% or more of voting securities are held (List names of companies and percentage of voting securities held)
Conrad, Roy A.	Randolph, MA 02368	Retired	Director		N/A	N/A	N/A
Donovan, Paul R.	Abington, MA 02351	Investor Lending Solutions 6 Blenheim Drive Princeton Junction, NJ 08550 Chief Information Officer	Director		N/A	N/A	N/A
Joyce, Daniel M.	Boston, MA 02108	Moors & Cabot, Inc. 111 Devonshire Street Boston, MA 02109 CEO	Director		N/A	N/A	N/A
McDonough, James P.	Braintree, MA 02184	Randolph Savings Bank 10 Cabot Place Stoughton, MA 02072 President and CEO	Director		N/A	N/A	N/A
O'Connor, John J. III	Marshfield, MA 02050	Crown Point Mgmt Solutions 800 Careswell Street Marshfield, MA 02050 Principal	Director		None	None	N/A
Phillips, Richard A. Sr.	Stoughton, MA 02072	Town Spa Pizza 1119 Washington Street Stoughton, MA 02072 Owner	Director		None	None	Yes
Pierce, Richard C.	Canton, MA 02021	Housing Management Resources, Inc. 500 Victory Road North Quincy, MA 02171 President	Director		N/A	N/A	N/A
Quigley, Kenneth K. Jr.	Milton, MA 02186	Curry College 1071 Blue Hill Avenue Milton, MA 02180 President	Director		N/A	N/A	N/A
Trubiano, Louis J.	Canton, MA 02021	Louis & Company 222 Forbes Road Suite 204 Braintree, MA 02184 President	Director		N/A	N/A	Yes
Welch, James G.	Hingham, MA 02043	3 Cranberry Lane Hingham, MA 02043 Consultant	Director		N/A	N/A	N/A
Wentzell, Janis E.	South Easton, MA 02375	Auto Craft Inc. and A Storage Solution, Inc. 685 & 687 North Street Randolph, MA 02368 Owner	Director		N/A	N/A	Yes
McDonough, James P.	Braintree, MA 02184		President/Chief Executive Officer		N/A	N/A	N/A
Carnegie, Philip J.	Mansfield, MA 02048		Treasurer/Clerk	Treasurer & Director (Cabot Security Corp. and Randolph Investment Corp.) Manager Randolph Holdings, RI II, LLC	N/A	N/A	N/A
Devlin, Michael K.	Swampscott, MA 01907		Chief Financial Officer		N/A	N/A	N/A

Director/Executive Officer	Position	Related Interest as of 12/31/2015
Carnevale, Phillip	Officer	N/A
Conrad, Roy	Director	N/A
Devlin, Michael	Officer	NA
Donovan, Paul	Director	N/A
Dwyer, Martie	Officer	N/A
Foresta, Thomas	Officer	N/A
Glennon, Kristyn	Officer	N/A
Joyce, Daniel	Director	Moors and Cabot, Inc
Kirwin, Ryan	Officer	Newport County Boys and Girls Club
Kirwin, Ryan	Officer	Ancient Order Hiberia Division 1 Newport, RI
Kirwin, Ryan	Officer	Kale LLC
McDonough, James	Officer	N/A
O'Connor, John	Director	Crown Point Management Solutions LLC
Olson, Richard	Officer	N/A
Phillips, Sr., Richard A	Director	Stoughton Town Spa
Pierce, Richard	Director	Housing Management Resources, Inc.
Quigley, Jr., Kenneth	Director	Curry College
Thaxter, Donna	Officer	N/A
Trubiano, Louis J	Director	Louis and Company, Inc
Welch, James	Director	N/A
Wentzell, Janis	Director	Auto Craft Inc.
Wentzell, Janis	Director	A Storage Solution Inc.
Wentzell, Janis	Director	Walter Wentzell Scholarship Committee