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Supervision, Regulation and  
Credit Department

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.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2015

Month / Day / Year

5493003RM4DO6OTMJD05

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

I, Rheo a. Brouillard

Name of the Holding Company Director and Official

President & CEO

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

SI Financial Group, Inc.

Legal Title of Holding Company

P.O. Box 95

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

Willimantic

CT

06226

City

State

Zip Code

803 Main St

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Catherine Pomerleau

Executive Assistant

Name

Title

860-456-6514

Area Code / Phone Number / Extension

860-456-5212

Area Code / FAX Number

catherine\_pomerleau@banksi.com

E-mail Address

www.mysifi.com

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

*Rheo A. Brouillard*

Signature of Holding Company Director and Official

3-30-16

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.

3306815

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.

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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City State Zip Code

Physical Location (if different from mailing address)



**SI Financial Group, Inc.**  
**Fiscal Year Ending December 31, 2015**

**Report Item 3: Securities holders**  
**(1)(a)(b)(c) and (2)(a)(b)(c)**

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of 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 during the fiscal year ending 12/31/2012			
(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Maltese Capital Management LLC New York, NY USA	USA	859,300 Common Stock 7.03%			
Thomson Horstmann & Bryant Inc. Norwalk, CT USA	USA	818,152 Common Stock 6.69%			
Wellington Management Company LLP Boston, MA USA	USA	760,272 Common Stock 6.22%			
Savings Institute Bank & Trust Co. Employee Stock Ownership Plan Willimantic, CT USA	USA	735,016 Common Stock 6.01%			
EJF Capital LLC Arlington, VA USA	USA	675,000 Common Stock 5.52%			

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SI Financial Group, Inc.

Fiscal Year Ending December 31, 2015

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other then with Holding Company	(3)(a) Title & Position with 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 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 securi- ties are held (List names of companies and percentage of voting securities held)
Roger Engle Brooklyn, CT USA	N/A	Director	N/A	N/A	0.17%	None	N/A
Robert O. Gillard Storrs, CT USA	Small Business Owner & Chairman of O.L. Willard Co., Inc.	Director	N/A	N/A	0.21%	None	N/A
Donna M. Evan Storrs, CT USA	Sales Manager for WJLI AM/FM radio station	Director	N/A	N/A	0.19%	None	N/A
Mark D. Alliod Tolland, CT USA	President & Sole Owner of Mark D. Alliod CPA PC public accounting firm	Director & Chairman	N/A	N/A	0.11%	None	N/A
Michael R. Garvey Pawcatuck, CT USA	Principal and Owner of Garvey & Associates, LLC public accounting firm	Director	N/A	Principal and Owner of Professional Payrolls, LLC	0.08%	None	N/A

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**SI Financial Group, Inc.**  
**Fiscal Year Ending December 31, 2015**

**Report Item 4: Insiders**  
**(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)**

(1) Name, City, State, Country	(2) Principal Occupation if other then with Holding Company	(3)(a) Title & Position with 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 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 securi- ties are held (List names of companies and percentage of voting securities held)
Kevin M. McCarthy Portsmouth, RI USA	Self-Employed (Retired/was President of Newport Bancorp)	Director	N/A	N/A	1.00%	None	N/A
Kathleen A. Nealon North Kingstown, RI USA	CFO at Professional Planning Group Advisors	Director	N/A	N/A	0.05%	None	N/A
William R. Harvey Middletown, RI USA	Senior Partner of the law firm of Harvey, Carr & Hadfield	Director	N/A	N/A	0.15%	None	N/A
Dennis Pollack Ft. Lee, NJ USA	Advisor & Retail Bank Executive	Director	N/A	N/A	0.03%	None	N/A
Rheo A. Brouillard Hampton, CT USA	N/A	Director, President & Chief Executive Officer	N/A	N/A	1.00%	None	N/A

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**SI Financial Group, Inc.**  
**Fiscal Year Ending December 31, 2015**

**Report Item 4: Insiders**  
**(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)**

(1) Name, City, State, Country	(2) Principal Occupation if other then with Holding Company	(3)(a) Title & Position with 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 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 securi- ties are held (List names of companies and percentage of voting securities held)
Laurie L. Gervais Windham, CT USA	N/A	Executive Vice President & Corporate Secretary	N/A	N/A	0.50%	None	N/A
Lauren L. Murphy Lebanon, CT USA	N/A	Senior Vice President	N/A	N/A	0.25%	None	N/A
Jonathan Wood Madison, CT USA	N/A	Executive Vice President	N/A	N/A	0.13%	None	N/A
Paul R. Little Berlin, CT USA	N/A	Senior Vice President	N/A	N/A	0.10%	None	N/A