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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

2/24/17  
2/27/17

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)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). 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, top-tier savings and loan holding companies, and U.S. intermediate 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. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

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

December 31, 2016

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

I, Michael R. Wheeler

Name of the Holding Company Director and Official

President/Director

Title of the Holding Company Director and Official

Beverly Financial, MHC

Legal Title of Holding Company

254 Cabot Street

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

Beverly

MA

01915

City

State

Zip Code

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.

Physical Location (if different from mailing address)

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:

Susan M. Petradelis

Vice President/Controller

Name

Title

978-922-0857 153

Area Code / Phone Number / Extension

978-921-0835

Area Code / FAX Number

spetradelis@beverlybank.com

E-mail Address

Signature of Holding Company Director and Official

02/14/2017

Date of Signature

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

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 3197835  
C.I. \_\_\_\_\_

Is confidential treatment requested for any portion of this report submission?  0=No  1=Yes 0

In accordance with the General Instructions for this report (check only one),

- 1. a letter justifying this request is being provided along with the report
- 2. a letter justifying this request has been provided separately

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

## 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.

<hr/> Legal Title of Subsidiary Holding Company <hr/>	<hr/> Legal Title of Subsidiary Holding Company <hr/>
<hr/> (Mailing Address of the Subsidiary Holding Company) Street / P.O. Box <hr/>	<hr/> (Mailing Address of the Subsidiary Holding Company) Street / P.O. Box <hr/>
<hr/> City State Zip Code <hr/>	<hr/> City State Zip Code <hr/>
<hr/> Physical Location (if different from mailing address) <hr/>	<hr/> Physical Location (if different from mailing address) <hr/>
<hr/>	<hr/>
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<hr/> City State Zip Code <hr/>	<hr/> City State Zip Code <hr/>
<hr/> Physical Location (if different from mailing address) <hr/>	<hr/> Physical Location (if different from mailing address) <hr/>

Form FR Y-6

Beverly Financial, MHC  
Beverly, Massachusetts  
Fiscal Year Ending December 31, 2016

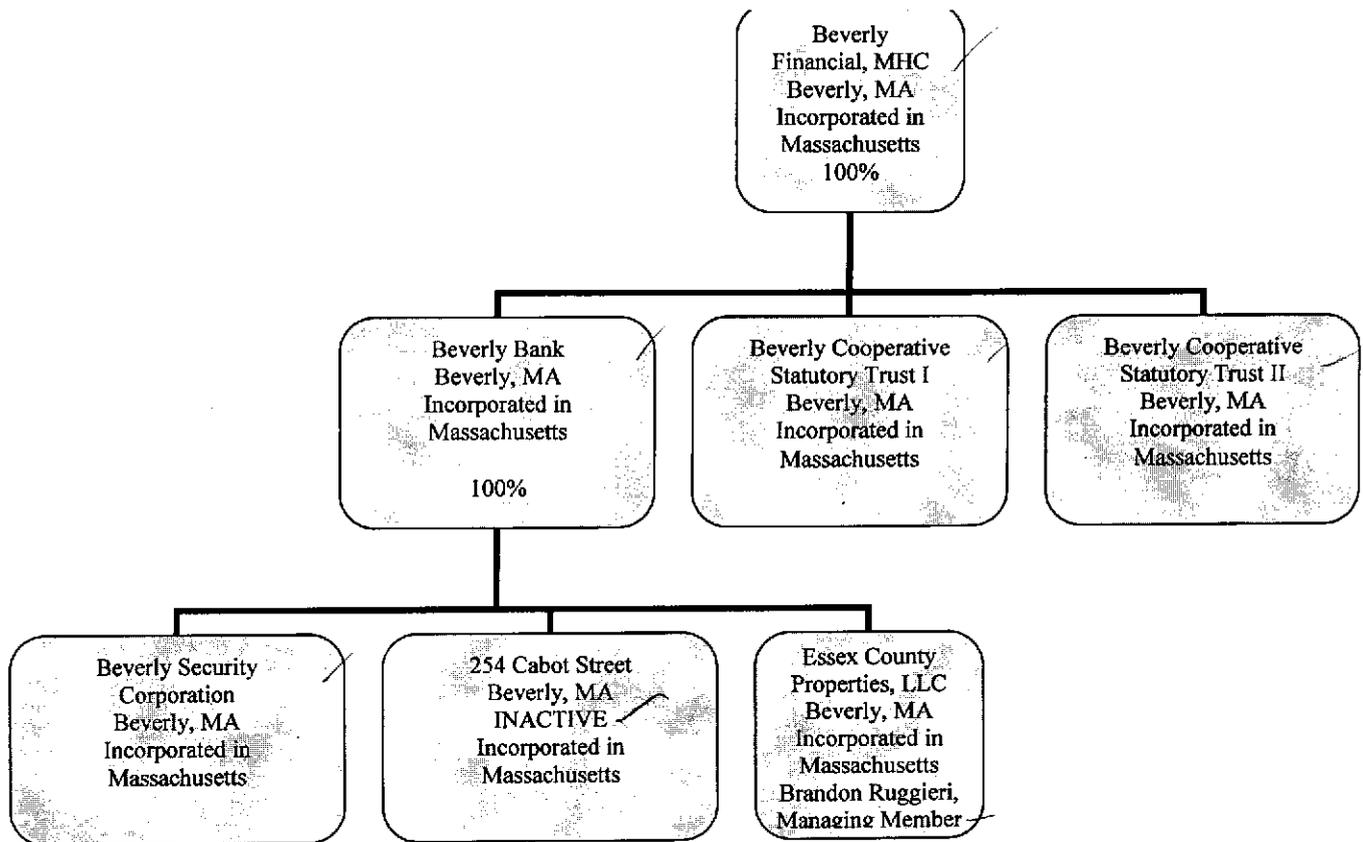
Report Item

1: The BHC does not prepare an annual report for its shareholders because it is a mutual holding company.

2a: Organization Chart 2b: Domestic branch listing provided to the Federal Reserve Bank

3: Not Applicable

LEI's do not exist in the organization



**Results:** A list of branches for your depository institution: **BEVERLY BANK (ID\_RSSD: 946171)**.  
 This depository institution is held by **BEVERLY FINANCIAL, MHC (3197835) of BEVERLY, MA**.  
 The data are as of **12/31/2016**. Data reflects information that was received and processed through **01/10/2**

**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.
- 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.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page width, and 1 page.

**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 email.

Note:

To satisfy the **FR Y-10 reporting requirements**, you must also submit FR Y-10 Domestic Branch Schedules for each branch. The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10.frb.org/>

\* FDIC UNINUM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name
OK		Full Service (Head Office)	946171	BEVERLY BANK
Ok		Full Service	287605	BEVERLY BRANCH ✓
OK		Full Service	2314215	ENON STREET BRANCH ✓
OK		Full Service	3285107	LAFAYETTE STREET BRANCH ✓

017.

tion column and the date when this information first became valid in the **Effective Date** column.  
late in the **Effective Date** column.

column.

column and the opening or acquisition date in the **Effective Date** column.

scaling, and/or legal sized paper.

more information.

he e-mail.

r each branch with a **Data Action** of **Change, Close, Delete, or Add.**

Online.federalreserve.gov.

is not required.

Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*
254 CABOT STREET	BEVERLY	MA	01915	ESSEX	UNITED STATES	35322
63 DODGE STREET	BEVERLY	MA	01915	ESSEX	UNITED STATES	259743
48 ENON STREET	BEVERLY	MA	01915	ESSEX	UNITED STATES	259744
73 LAFAYETTE STREET	SALEM	MA	01970	ESSEX	UNITED STATES	429559

<b>Office Number*</b>	<b>Head Office</b>	<b>Head Office ID_RSSD*</b>	<b>Comments</b>
0	BEVERLY BANK	946171	
2	BEVERLY BANK	946171	
3	BEVERLY BANK	946171	
6	BEVERLY BANK	946171	

