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)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3108(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 808 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1860a(c)(1), and 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

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 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
non
Reporters’ Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporters’ Name, Street, and Mailing Address

Braintree Bancorp MHC
Legal Title of Holding Company
1010 Washington St
(Mailing Address of the Holding Company) Street / P.O. Box
Braintree MA 02184
City State Zip Code
n/a

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Susan M Clawson
Asst Treasurer & Controller
Name Title
781-843-1370
781-848-0567
Area Code / Phone Number / Extension
Area Code / FAX Number
fincon@braintreecooperaive.com
E-mail Address
n/a

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 C.I.

Date of Signature
03/27/2017

Is confidential treatment requested for any portion of this report submission? [ ] No [ ] Yes

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.

<table>
<thead>
<tr>
<th>Legal Title of Subsidiary Holding Company</th>
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FORM FR Y-6

Braintree Bancorp MHC
Braintree, Massachusetts
Fiscal year ended December 31, 2016

REPORT ITEM

1. Annual Report to Shareholders

Braintree Bancorp MHC (the “Company”) is a mutual holding company and, therefore, has no shareholders. The Company also owns directly 100% of the outstanding shares of the capital stock of its banking subsidiary, The Braintree Cooperative Bank (the “Bank”). Consequently, there is no annual report to shareholders included with this report.

2a. Organization Chart

As stated above, the Company owns 100% of the outstanding shares of the capital stock of the Bank. The Bank, in turn, owns 100% of the outstanding capital stock or other ownership interest of three additional subsidiaries, Braintree Investment Services LLC, Bay Colony Enterprises, Inc. and Braintree Co-operative Realty, Inc. (collectively, the “Bank Subsidiaries”). A diagram reflecting this corporate structure is included as Exhibit A to this report.

The legal address for the Company, the Bank, and each of the Bank Subsidiaries is 1010 Washington Street, Braintree, MA 02184.

2b. Domestic Branch Listing

The branch listing is contained in Exhibit C to this report.

3. Securities Holders

As stated above, the Company is a mutual holding company and is not authorized to issue any shares of capital stock. All of the outstanding shares of the Bank’s capital stock are in turn held by the Company. Consequently, there is no information provided in response to this item.

4. Insiders

The required insider information is contained in Exhibit B to this report.
Braintree Bancorp MHC
(mutual holding company)
Braintree, MA (MA*)

Braintree Cooperative Bank
(Massachusetts cooperative bank)
Braintree, MA (MA*)
100% owned by Braintree Bancorp MHC

Braintree Investment Services LLC**
(wealth management subsidiary)
Braintree, MA (DE*)
100% owned by Braintree Cooperative Bank

Bay Colony Enterprises, Inc.
(security corporation)
Braintree, MA (MA*)
100% owned by Braintree Cooperative Bank

Braintree Cooperative Realty
(real estate holding co.)
Braintree, MA (MA*)
100% owned by Braintree Cooperative Bank

* State of incorporation
** Braintree Cooperative Bank is the sole member/managing member of the LLC
LEI's do not apply
Branches for Selected Institution

A list of branches for your depository institution: BRAIN TREE CO-OPERATIVE BANK (ID_RSSD: 175672). This depository institution is held by BRAIN TREE BANCORP MHC (3441613) of BRAIN TREE, MA. The data are as of 12/31/2016.

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.

| 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        | 175672         | BRAIN TREE CO-OPERATIVE BANK | 1010 WASHINGTON STREET | BRAIN TREE | MA    | 02184 | NORFOLK | UNITED STATES | 35270 | 0 | BRAIN TREE CO-OPERATIVE BANK | 175672             |
| Full Service        | 693206         | BRAIN TREE BRANCH  | 372 WASHINGTON STREET | BRAIN TREE | MA    | 02184 | NORFOLK | UNITED STATES | 259715 | 2 | BRAIN TREE CO-OPERATIVE BANK | 175672             |
| Full Service        | 3844223        | QUINCY BRANCH      | 505 QUINCY AVENUE   | QUINCY   | MA    | 02189 | NORFOLK | UNITED STATES | 480443 | 3 | BRAIN TREE CO-OPERATIVE BANK | 175672             |

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

**Item 4: Insider Information**

<table>
<thead>
<tr>
<th>Name and Address (City and State)</th>
<th>4(2) Principal Occupation (Other than with MHC)</th>
<th>4(3)(a) Title or Position with MHC</th>
<th>4(3)(b) Title or Position with Subsidiaries</th>
<th>4(3)(c) Title or Position with Unrelated Company</th>
<th>4(4)(a) Percentage of Voting Securities Held in MHC (1)</th>
<th>4(4)(b) Percentage of Voting Securities Held in Subsidiaries (2)</th>
<th>4(4)(c) Percentage of voting Securities Held in Unrelated Companies if 25% or More</th>
</tr>
</thead>
<tbody>
<tr>
<td>Suzanne Andrade Braintree, MA</td>
<td>Restaurant Franchisee</td>
<td>Director</td>
<td>Director, Braintree Cooperative Bank</td>
<td>Owner/Operator Dunkin Donut Franchises</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A, except for controlling interest in franchise operations</td>
</tr>
<tr>
<td>Edward J. Concoran Abington, MA</td>
<td>Retired</td>
<td>Chairman of the Board</td>
<td>Chairman of the Board Braintree Cooperative Bank</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>James N. Hajjar Hanover, MA</td>
<td>Chief Financial Officer</td>
<td>Director</td>
<td>Director, Braintree Cooperative Bank</td>
<td>Chief Financial Officer Alden Shoe Co</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Frank A. Marinelli Braintree, MA</td>
<td>Attorney</td>
<td>Director</td>
<td>Director, Braintree Cooperative Bank</td>
<td>Owner/Principal Marinelli Law Office</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A, except for controlling interest in law practice</td>
</tr>
<tr>
<td>David P. O’Brien Ashland, MA</td>
<td>Retired</td>
<td>Vice Chairman Director</td>
<td>Vice Chairman Director, Braintree Cooperative Bank</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Maria M. O’Dwyer Braintree, MA</td>
<td>Public relations/marketing</td>
<td>Director</td>
<td>Director, Braintree Cooperative Bank</td>
<td>Director of Public Relations and Marketing, F.X., Messina Enterprises</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Paul M. Pecci Mashpee, MA</td>
<td>N/A</td>
<td>President/CEO, Clerk Director</td>
<td>President/CEO, Clerk Director, Braintree Cooperative Bank</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Joseph C. Sullivan Braintree, MA</td>
<td>Public Servant</td>
<td>Director</td>
<td>Director, Braintree Cooperative Bank</td>
<td>Mayor, Town of Braintree MA</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>

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1. Braintree Bancorp MHC is a mutual holding company and, therefore, has no outstanding shares of capital stock or other voting securities.
2. Braintree Bancorp MHC owns directly 100% of the outstanding shares of the capital stock of its banking subsidiary, The Braintree Cooperative Bank, which in turn owns directly 100% of the outstanding shares of the capital stock or other ownership interests of its subsidiaries.