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Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

System Regulation and  
Credit Department

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. Denis K. Sheahan

Name of the Holding Company Director and Official

Chairman, President & Chief Executive Officer

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.

Cambridge Bancorp

Legal Title of Holding Company

1336 Massachusetts Avenue

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

Cambridge

MA

02138

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Stephen Curtin

Sr. Accountant

Name

Title

617-441-1560

Area Code / Phone Number / Extension

617-812-0463

Area Code / FAX Number

steve.curtin@cambridgegetrust.com

E-mail Address

Signature of Holding Company Director and Official

03/20/2017

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.

115013

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.

see attached org. chart. LEI's exist where noted

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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Physical Location (if different from mailing address)

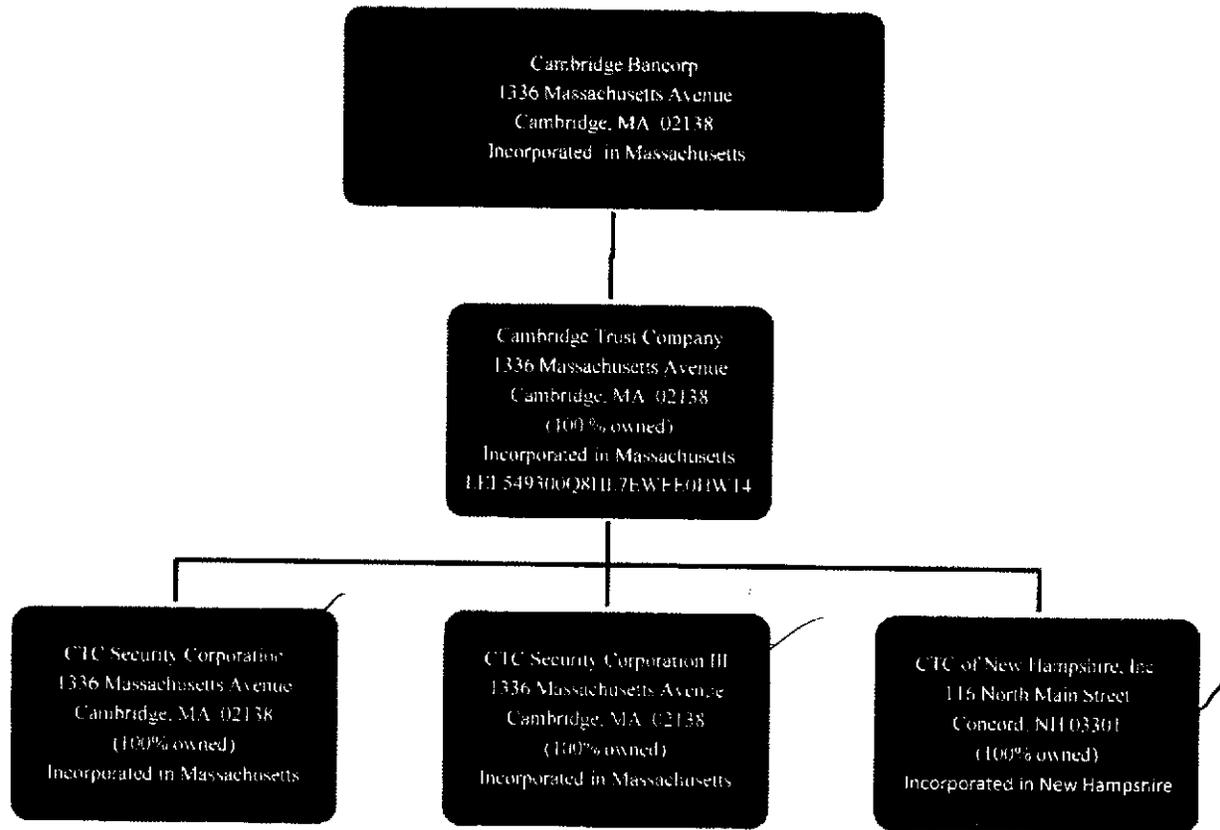
Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

# SUBSIDIARY OF THE HOLDING COMPANY AND THE BANK



**Results:** A list of branches for your depository institution: **CAMBRIDGE TRUST**  
 This depository institution is held by **CAMBRIDGE BANCORP (1115013)** of **CAM**  
 The data are as of **12/31/2016**. Data reflects information that was received a

**Reconciliation and Verification Steps**

1. In the **Data Action** column of each branch row, enter one or more of the a
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,
- Close:** If a branch listed was sold or closed, enter 'Close' in the **Data Action** column
- Delete:** If a branch listed was never owned by this depository institution, enter
- Add:** If a reportable branch is missing, insert a row, add the branch data, and

If printing this list, you may need to adjust your page setup in MS Excel. Try u

**Submission Procedure**

When you are finished, send a saved copy to your FRB contact. See the detail  
 If you are e-mailing this to your FRB contact, put your institution name, city a

Note:

To satisfy the **FR Y-10 reporting requirements**, you must also submit FR Y-10  
 The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10

\* FDIC UNINUM, Office Number, and ID\_RSSD columns are for reference only

<b>Data Action</b>	<b>Effective Date</b>	<b>Branch Service Type</b>	<b>Branch ID_RSSD*</b>
OK		Full Service (Head Office)	736206
OK		Full Service	3922251
OK		Full Service	2743806
OK		Full Service	4459156
OK		Full Service	881601
OK		Full Service	735704
OK		Full Service	2011729
OK		Full Service	2727356
OK		Full Service	1489992
OK		Full Service	4220208
OK		Full Service	820600

COMPANY (ID\_RSSD: 736206).  
CAMBRIDGE, MA.  
and processed through 01/10/2017.

actions specified below

1. enter 'Change' in the **Data Action** column and the date when this information first became valid in the **Effective Date** column and the sale or closure date in the **Effective Date** column.  
or 'Delete' in the **Data Action** column.  
enter 'Add' in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

using landscape orientation, page scaling, and/or legal sized paper.

Follow the instructions on this site for more information.  
and state in the subject line of the e-mail.

Domestic Branch Schedules for each branch with a **Data Action** of **Change, Close, Delete, or Add**.  
Online application - <https://y10online.federalreserve.gov>.

2. Verification of these values is not required.

Popular Name	Street Address	City	State	Zip Code
CAMBRIDGE TRUST COMPANY	1336 MASSACHUSETTS AVENUE	CAMBRIDGE	MA	02138
BELMONT BRANCH	361 TRAPELO ROAD	BELMONT	MA	02478
BEACON STREET BRANCH	65 BEACON STREET	BOSTON	MA	02108
SOUTH END BRANCH	565 TREMONT STREET	BOSTON	MA	02118
HURON BRANCH	353 HURON AVENUE	CAMBRIDGE	MA	02138
KENDALL SQUARE BRANCH	326 MAIN STREET	CAMBRIDGE	MA	02142
MASSACHUSETTS AVENUE BRANCH	1720 MASSACHUSETTS AVE	CAMBRIDGE	MA	02138
MIT AT UNIVERSITY PARK BRANCH	350 MASSACHUSETTS AVENUE	CAMBRIDGE	MA	02139
CONCORD CENTER BRANCH	75 MAIN STREET	CONCORD	MA	01742
1690 MASS AVE BRANCH	1690 MASSACHUSETTS AVENUE	LEXINGTON	MA	02420
WESTON BRANCH	494 BOSTON POST ROAD	WESTON	MA	02493

e Date column.

<b>County</b>	<b>Country</b>	<b>FDIC UNINUM*</b>	<b>Office Number*</b>	<b>Head Office</b>
MIDDLESEX	UNITED STATES	5196	0	CAMBRIDGE TRUST COMPANY
MIDDLESEX	UNITED STATES	484937	13	CAMBRIDGE TRUST COMPANY
SUFFOLK	UNITED STATES	218050	10	CAMBRIDGE TRUST COMPANY
SUFFOLK	UNITED STATES	Not Required	Not Required	CAMBRIDGE TRUST COMPANY
MIDDLESEX	UNITED STATES	218042	2	CAMBRIDGE TRUST COMPANY
MIDDLESEX	UNITED STATES	218041	1	CAMBRIDGE TRUST COMPANY
MIDDLESEX	UNITED STATES	218045	5	CAMBRIDGE TRUST COMPANY
MIDDLESEX	UNITED STATES	218049	9	CAMBRIDGE TRUST COMPANY
MIDDLESEX	UNITED STATES	218046	6	CAMBRIDGE TRUST COMPANY
MIDDLESEX	UNITED STATES	512581	14	CAMBRIDGE TRUST COMPANY
MIDDLESEX	UNITED STATES	218043	3	CAMBRIDGE TRUST COMPANY



March 20, 2017

Ms. Ellen Lovett  
Federal Reserve Bank of Boston  
600 Atlantic Avenue  
Boston, MA 02106-2076

Dear Ms. Lovett:

Attached is the Annual Report of the Bank Holding Companies, Form FRY-6 for the Cambridge Trust Company and its parent, Cambridge Bancorp.

- Report Item #1a: Form 10-K filed with the Securities and Exchange Commission - N/A
- Report Item #1b: Annual Report to Shareholders – find at [CambridgeTrust.com/Investor Relations](http://CambridgeTrust.com/Investor Relations)
- Report Item #2: Organizational Chart

The Cambridge Trust Company is a wholly owned subsidiary of Cambridge Bancorp. The parent owns 100% of the stock, and the subsidiary is the only direct subsidiary of that holding company. There are no non-bank subsidiaries, nor are there any foreign subsidiaries. Attached is an organizational chart.

- Report Item #2b: Domestic Branch Listing – Submitted via email on 3/10/17.
- Report Item #3: Shareholders

There are three known shareholders who control more than 5% of the voting shares of the holding company. The Shareholders are:

Name	Address	Number of Shares	% of Total Shares
Banc Funds Co. LLC	20 North Wacker Drive, Suite 3300 Chicago, IL 60606	267,844	6.63%
Cambridge Bancorp Inc Employee Stock Ownership Plan	1336 Massachusetts Ave Cambridge, MA 02138	326,377	8.08%
City of Cambridge Retirement System	100 Cambridge Park Drive, Suite 101 Cambridge, MA 02141	255,944 (per last communication)	6.34%

- Report Item #4: Directors and Officers - see attached schedule.

Very truly yours,



Michael F. Carotenuto  
Chief Financial Officer & Treasurer

**R. Gregg Stone**

List of Companies, Percent Ownership and Title

Title / Position with Other Companies

As of 12-2016

Title / Position with other Companies Title

Constant Therapy, Inc.	Director
Indian Spring Land Company	Director, President
Boys & Girls Club of Boston	Director
Camp Pasquaney	Director

<u>Entities</u>	<u>% Ownership</u>	<u>Title</u>
Harmon Street Investors, LLC	100% Legal Control	Co-Manager
Catbird Seat LLC	100% Legal Control	Sole Managing Member
Kestrel Venture Partners, LP	100% Legal Control	General Partner
Mass Ventures Equity Fund, LP	100% Legal Control	General Partner
Launchpad Venture Group, LLC	16.67%	Director

**Leon A. Palandjian, M.D.**

List of companies, % ownership, and title  
as of 1-27-17

<u>ENTITIES</u>	<u>Partnership Percentage</u>	<u>Title</u>
LAP, LLC	33%	na
Intercontinental GP	32%	na
Intercontinental Real Estate Advisors	27%	na
Techari B IX, LLC	100%	Manager
Clifton Enterprises L.P	33%	Director, Secretary
Juniper Enterprises LP	33%	Director, Secretary
Juniper Ventures, LP	33%	Director, Secretary
Redwood Enterprises LP	33%	Director, Secretary
P & S Family Partnership	32%	Director, Secretary
Centrebrook, Inc	33%	Director, Secretary
Cosmo Gp, Inc	33%	Director, Secretary
Eliot Square Enterprises, Inc	33%	Director, Secretary
Harvard 111, Inc	33%	Director, Secretary
Juniper Enterprises Inc	33%	Director, Secretary
Juniper Ventures, Inc	33%	Director, Secretary
Marion 49, Inc	33%	Director, Secretary
Redwood Enterprises Inc	33%	Director, Secretary
Intercontinental Capital Management, LLC	50%	Managing Director
Intercontinental GP, LLC	50%	Managing Director
Holdings Loan Acquisition LLC	100%	na
Techari Global Techari Fund LLC	100%	Manager



Report Item #4 Qx 1 Name City, State	Report Item #4 Qx 3a, 3b, 3c Title/Position With Any Other Business/Company	Report Item #4 Qx 2 Principal Occupation (Other than Cambridge Bancorp)	Report Item #4 Qx 4a, 4b Number of Shares Percentage Owned, etc. (Cambridge Bancorp) <5.00%	Report Item #4 Qx 4c Other Business > 25%, etc. (Related to Qx 3)
Briggs, Donald T. Somerville, MA 02145	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	President Federal Realty Investment Trust	1,659	
Clough, Jeanette G. Cambridge, MA 02138	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	President & CEO Mount Auburn Hospital	3,600	
Green, Sarah G. Newburyport, MA 01950	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company Director, Child Fund International	Retired Chief Operating Officer Federal Reserve Bank of Richmond	1,190	
Jankowski, Edward F. Plymouth, MA 02360	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	Retired Rockland Trust	429 200 (st. name)	
Lord, Hambleton Cambridge, MA 02138	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company Director, Qstream, Inc. Officer, Seraf, LLC Director, Netra, Inc. General Partner, Race Point Capital Fund II LLC	Director Launchpad Venture Group	1,929 200 (st. name)	
Palandjian, Leon A. Boston, MA 02135	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	Managing Member Intercontinental Capital Management, LLC Portfolio Manager Techari Global Healthcare Fund	3,948	SEE ATTACHED
Peterkin, Robert S. Arlington, MA 02474	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	Professor Emeritus Harvard Graduate School of Education Principal Peterkin Consulting Group	10,278	

Rietheimer, Albert R. Nashua, NH 03062	Treasurer & CFO, Cambridge Bancorp, Inc. Executive VP, CFO & Treasurer, Cambridge Trust Company -			
Schmidt, Cathleen A. Bedford, NH 03110	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company Director, Cambridge Trust Company NH	Executive Director & CEO McLane Middleton Professional Association	429	
Sheahan, Denis K. Scituate, MA 02066	Director, Chairman, President & CEO, Cambridge Bancorp Inc. Director, Chairman, President & CEO, Cambridge Trust Co Trustee - Cambridge Community Foundation - Cambridge Housing Assistance Fund		9,500 10,000 (st. name)	
Stone, R. Gregg Boston, MA 02109	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	Manager Kestrel Management, LLC	2,938 4,000 (st. name)	SEE ATTACHED
Thomas, Anne M. Fernandina Beach, FL 32034	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	Retired Special Counsel City of Somerville	4,731	
Warner, David C. Boston, MA 02108	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company	Partner J. M. Forbes & Co. LLP	4,763	
Whitlock, Linda Newton Center, MA 02459	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company Board Member, Saxon Ventures LLC	Principal The Whitlock Group	5,349 2 (st.name)	100%
Windham-Bannister, Susan R. Carlisle, MA 01741	Director, Cambridge Bancorp, Inc. Director, Cambridge Trust Company  Managing Partner, Biomedical Innovation Advisors LLC	President & CEO Biomedical Growth Strategies	429	