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 and 13 of the International Banking Act (12 U.S.C. §§ 3010(a) and 3018(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.

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.

I, John S. Hamilton

Name of the Holding Company Director and Official

President & CEO

I certify 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

Date of Signature

3/16/17

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: 3966022

C.I.

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.

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

Charles River Bancorp, MHC

Legal Title of Holding Company

70 Main Street

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

Medway MA 02053

City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Robert Leist

Name Title

SVP/CFO

Area Code / Phone Number / Extension

508-321-3137

Area Code / FAX Number

508-533-3850

rleist@charlesriverbank.com

E-mail Address

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

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.

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551; and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297). Washington, DC 20503.
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.

Charles River Bancorp, Inc
Legal Title of Subsidiary Holding Company
70 Main Street
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
Medway MA 02053
City State Zip Code

Physical Location (if different from mailing address)

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City State Zip Code

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City State Zip Code

Physical Location (if different from mailing address)
FORM FRY – 6
CHARLES RIVER BANCORP, MHC
LEI-N/A
MEDWAY, MASSACHUSETTS
FISCAL YEAR ENDING DECEMBER 31, 2016

Report Item
1. The holding company prepares an annual report, two copies will be forwarded, by mid April.

2a.

ORGANIZATIONAL CHART
Charles River Bancorp, MHC
December 31, 2016

CHARLES RIVER BANCORP, MHC
A MUTUAL HOLDING COMPANY
MEDWAY, MA 02053
INCORPORATED IN MASSACHUSETTS

100%

CHARLES RIVER BANCORP, INC
A STOCK HELD HOLDING COMPANY
MEDWAY, MA 02053
INCORPORATED IN MASSACHUSETTS

100%

CHARLES RIVER BANK
A STOCK HELD BANK
MEDWAY, MA 02053
INCORPORATED IN MASSACHUSETTS

100%

100%

MECOBA SECURITY CORP
A Massachusetts Security Corp
Medway, MA 02053
Incorporated in Massachusetts

MECOBA PROPERTIES, INC.
Subsidiary of Charles River Bank
Medway, MA 02053
Incorporated in Massachusetts
LOCATIONS

Filter items...

Medway (Corporate Office)
70 Main Street
Medway, MA 02053

Bellingham
2 South Maple Street
Bellingham, MA 02019

Mendon
1 Hastings Street
Mendon, MA 01756

Access Full Site

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Member FDIC | Equal Housing Lender
2b. No change to branch structure.

3a. Securities Holders-Mid-Tier Bank Holding Company, Medway MA USA

3b. USA

3c. 100% owned by Top Tiers

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John S. Hamilton
Mendon, MA USA

Robert E. Leist
Medfield, MA USA

Stephen J. Kenney
Medway, MA USA

Peter L. Brunelli
Franklin, MA USA

Pia Brunelli Jarret
Wareham, MA USA

Robert J. Parrella
Medway, MA USA

Paul E. Rao
Medway, MA USA

James M. Reardon
Natick, MA USA

Steven M. Richardson
Medway, MA USA

Director & President
N/A

N/A

N/A

Treasurer & SVP
N/A

N/A

Attorney
N/A

Partner

Owner

Insurance Agent
N/A

Owner

0

College Professor
N/A

Partner

0

Business Owner
N/A

Owner

0

Realtor
N/A

Contractor
N/A

N/A

N/A

33.3% Paramount Ind. Inc.

33.3% E. Parrella Co. Inc.

33.3% R.J.R. Para Corp.

50% HRRP Realty Crp.

25.0% PARR Four, LLC

50% PAR1 Real Estate

45% PAR1 Bowl, LLC

33.3% Paramount Ind. Inc.

Reardon Fam Realty Trust

Reardon Cottage St. LP

89 Main St. LP

189 Brown Street, LLC

Richardson & Co., P.C.

Richardson Fin. Serv.

Henry M. Luke, Co

J R Ins Brokerage, Inc

165 Village Street Realty Trust

Malloy Ins. Agency, Inc.

Brown Street LLC-189

Brown Street