

MAR 20 2017

Board of Governors of the Federal Reserve System



Supervision, Regulation and
Credit Department

Annual Report of Holding Companies—FR Y-6

ETZ
1/27/17

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

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

Reporter's Name, Street, and Mailing Address

I, John J. Patrick, Jr.

Name of the Holding Company Director and Official

Chairman, President & CEO

Title of the Holding Company Director and Official

First Connecticut Bancorp, Inc

Legal Title of Holding Company

One Farm Glen Boulevard

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

Farmington

CT

06032

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:

Dawn Thompson

VP-Tax & Regulations

Name

Title

860-284-6512

Area Code / Phone Number / Extension

860-409-3101

Area Code / FAX Number

dthompson@farmingtonbankct.com

E-mail Address

www.farmingtonbankct.com

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

Signature of Holding Company Director and Official

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.

3407598

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.

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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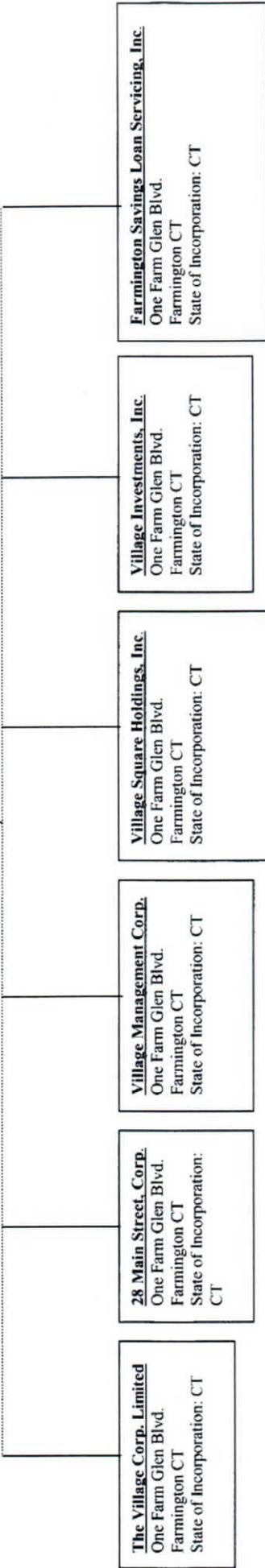
City State Zip Code

Physical Location (if different from mailing address)

First Connecticut Bancorp
One Farm Glen Boulevard
Farmington CT
Owns 100% of Farmington Bank
State of Incorporation: MD

Farmington Bank
32 Main Street
Farmington CT
Bank owns 100% of the following subsidiaries
State of Incorporation: CT

549300382200A8E3623



The Village Corp. Limited
One Farm Glen Blvd.
Farmington CT
State of Incorporation: CT

28 Main Street, Corp.
One Farm Glen Blvd.
Farmington CT
State of Incorporation: CT

Village Management Corp.
One Farm Glen Blvd.
Farmington CT
State of Incorporation: CT

Village Square Holdings, Inc.
One Farm Glen Blvd.
Farmington CT
State of Incorporation: CT

Village Investments, Inc.
One Farm Glen Blvd.
Farmington CT
State of Incorporation: CT

Farmington Savings Loan Servicing, Inc.
One Farm Glen Blvd.
Farmington CT
State of Incorporation: CT

Notice: A list of branches for your holding company: FIRST CONNECTICUT BANK CORP. INC. (2407598) of FARMINGTON, CT. The data are as of 1/23/2016. Data reflects information that was received and processed through 01/10/2017

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 and the date when this information first became valid in the Effective Date 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.
 Outlets: If a branch listed was later owned by this depository institution, enter 'Outlets' 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 and the opening or acquisition date in the Effective Date column

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal-sized paper

Submission Procedures

When you are finished, send a saved copy to your FRB contacts. See the detailed instructions on this site for more information.
 If you are e-mailing this to your FRB contacts, put your institution name, city and state in the subject line of the e-mail.

Notes:

To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add.
 The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* FDIC UNIFORM, Office Number, and ID_0050 columns are for reference only. Verifications of these values is not required.

Data Action	Effective Date	Branch ID_0050*	Branch Name	Head Office	City	State	Zip Code	County	Country	FDIC UNIFORM*	Office Number*	Head Office ID_0050*	Comments
OK		1002804	FARMINGTON BANK	FARMINGTON BANK	FARMINGTON	CT	06032	HARTFORD	UNITED STATES	32128	0	100904	
OK		1382322	AVON WEST	FARMINGTON BANK	AVON	CT	06001	HARTFORD	UNITED STATES	244304	4	100904	
OK		2378268	WEST MAIN STREET BRANCH	FARMINGTON BANK	AVON	CT	06001	HARTFORD	UNITED STATES	244306	6	100904	
OK		4270853	BERLIN BRANCH	FARMINGTON BANK	BERLIN	CT	06037	HARTFORD	UNITED STATES	513434	18	100904	
OK		4412049	BLOOMFIELD OFFICE BRANCH	FARMINGTON BANK	BLOOMFIELD	CT	06002	HARTFORD	UNITED STATES	531008	21	100904	
OK		2751829	BURTON BRANCH	FARMINGTON BANK	BURTON	CT	06010	HARTFORD	UNITED STATES	244807	7	100904	
OK		2113315	BURLINGTON BRANCH	FARMINGTON BANK	BURLINGTON	CT	06033	HARTFORD	UNITED STATES	244305	5	100904	
OK		4540026	EAST HARTFORD OFFICE	FARMINGTON BANK	EAST HARTFORD	CT	06108	HARTFORD	UNITED STATES	Not Required	Not Required	100904	
OK		4443007	GABLES RETIREMENT COMMUNITY BRANCH	FARMINGTON BANK	FARMINGTON	CT	06032	HARTFORD	UNITED STATES	363832	9	100904	
OK		1011601	WESTWOODS BRANCH	FARMINGTON BANK	FARMINGTON	CT	06032	HARTFORD	UNITED STATES	244301	1	100904	
OK		4318202	HEBRON AVENUE BRANCH	FARMINGTON BANK	HEBRON	CT	06033	HARTFORD	UNITED STATES	244301	1	100904	
OK		3612468	BROAD STREET BRANCH	FARMINGTON BANK	GASTONBURY	CT	06033	HARTFORD	UNITED STATES	507381	15	100904	
OK		4495079	NEWINGTON MAIN STREET BRANCH	FARMINGTON BANK	NEW BRITAIN	CT	06053	HARTFORD	UNITED STATES	462075	25	100904	
OK		3002033	EAST STREET BRANCH	FARMINGTON BANK	NEW BRITAIN	CT	06053	HARTFORD	UNITED STATES	527801	15	100904	
OK		4184364	NEW BRITAIN AVENUE BRANCH	FARMINGTON BANK	PLAINVILLE	CT	06062	HARTFORD	UNITED STATES	389748	8	100904	
OK		4612595	ROCKY HILL OFFICE	FARMINGTON BANK	PLAINVILLE	CT	06062	HARTFORD	UNITED STATES	510717	17	100904	
OK		4456605	BURLAND ROAD BRANCH	FARMINGTON BANK	ROCKY HILL	CT	06067	HARTFORD	UNITED STATES	Not Required	Not Required	100904	
OK		3070718	CENTER STREET BRANCH	FARMINGTON BANK	SOUTH WINDSOR	CT	06074	HARTFORD	UNITED STATES	Not Required	Not Required	100904	
OK		4413305	SOUTHINGTON DRIVE IN BRANCH	FARMINGTON BANK	SOUTHINGTON	CT	06489	HARTFORD	UNITED STATES	420985	11	100904	
OK		3640009	UNIONVILLE BRANCH	FARMINGTON BANK	SOUTHINGTON	CT	06489	HARTFORD	UNITED STATES	445281	14	100904	
OK		5012521	VERNON OFFICE	FARMINGTON BANK	UNIONVILLE	CT	06085	HARTFORD	UNITED STATES	244102	2	100904	
OK		4708028	ELMWOOD OFFICE	FARMINGTON BANK	VERNON	CT	06066	HARTFORD	UNITED STATES	Not Required	Not Required	100904	
OK		3340136	FARMINGTON AVE BRANCH	FARMINGTON BANK	WEST HARTFORD	CT	06110	TOLLAND	UNITED STATES	Not Required	Not Required	100904	
OK		4345450	WETHERFIELD BRANCH	FARMINGTON BANK	WEST HARTFORD	CT	06107	HARTFORD	UNITED STATES	433919	13	100904	
OK		4925419	EAST LONGMEADOW OFFICE	FARMINGTON BANK	WEST HARTFORD	CT	06109	HARTFORD	UNITED STATES	327530	20	100904	
OK		4905402	WEST SPRINGFIELD OFFICE	FARMINGTON BANK	EAST LONGMEADOW	MA	01128	HAMPDEN	UNITED STATES	Not Required	Not Required	100904	
OK				FARMINGTON BANK	WEST SPRINGFIELD	MA	01189	HAMPDEN	UNITED STATES	Not Required	Not Required	100904	

Report Item 3: Securities holders

Name City, State, Country	Country of Citizenship or Incorporation	Number and Percentage of Each Class of Voting Securities
The Farmington Bank Employee Stock Ownership Plan Farmington, CT, USA	USA	1,388,089 - 8.7% Common Stock

Report Item 4: Insiders

Name City, State, Country	Principle Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (including names of subs.)	Title & Position with any Other Company for which the Person is a Director, Trustee, Partner, or Executive Officer	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries	List of names and ownership in other companies if 25% or more owned of its outstanding voting securities or proportionate interest in a partnership are held
John J. Patrick Jr. Glastonbury, CT, USA	N/A	Chairman, President & CEO	<i>Chairman & President for:</i> Farmington Bank Village Investments, Inc. Village Corp. <i>Chairman for:</i> Village Square Holdings, Inc. Village Management Corp. 28 Main Street Corp. Farmington Savings Loan Servicing, Inc.	Director of Hartford Health Care, Chairman of Central Connecticut State University Foundation	3.16%	None	N/A
Ronald A. Bucchi Burlington, CT, USA	CPA and CGMA Consultant (Self Employed)	Director	<i>Director for:</i> Farmington Bank	Treasurer and Member of Board of Director for Pett Family Foundation, Director and Audit Committee Chairman of Lightwave Logic, Inc., Director of Farmington Bank Community Foundation	0.76%	None	N/A
John J. Carson West Hartford, CT, USA	Senior Advisor, External Relations at the University of Hartford	Director	<i>Director for:</i> Farmington Bank	Senior Advisor, External Relations at the University of Hartford, Director of Farmington Bank Community Foundation, Director of Connecticut Center for Advanced Technology	0.81%	None	N/A
Kevin S. Ray Farmington, CT, USA	President of Deming Insurance Agency	Director	<i>Director for:</i> Farmington Bank	President of Deming Insurance Agency Secretary/Treasurer of Deming Financial Services, Member of Bridge & Canal Streets LLC, Director of Farmington Bank Community Foundation	0.83%	None	Deming Insurance Agency, Inc. - 95% Deming Financial Services, Inc. - 50% Bridge & Canal Streets LLC - 50%
Michael A. Ziebka Farmington, CT, USA	Managing Partner Budwitz & Meyerjack, PC	Director	<i>Director for:</i> Farmington Bank	Managing Partner of Budwitz & Meyerjack PC, Director of Farmington Bank Community Foundation, Director of Farmington Foundation, Chairman of the Board of Association Resources	0.61%	None	Ziebka Family LLC - 50% Association Resources, Inc. - 35% Royalty Holding LLC - 35%
James T. Healey, Jr. West Hartford, CT, USA	Retired	Director	<i>Director for:</i> Farmington Bank	Director of Farmington Bank Community Foundation, Director of Saint Francis Hospital Foundation, Treasurer and Member of CT State Golf Association	0.33%	None	Rapico LLC - 100%
Patience P. McDowell Hartford, CT, USA	President of McDowell Jewett Communications	Director	<i>Director for:</i> Farmington Bank	President of McDowell Jewett Communications, Board of Trustees of the Mark Twain House & Museum,	0.06%	None	McDowell Jewett Communications - 70% Sea Grove LLC - 25%

John A. Green West Hartford, CT, USA	President and Chief Executive Officer of Lux Bond & Green	Director	Director for: Farmington Bank	Director of Farmington Bank Community Foundation	0.03%	None	Lux Bond & Green - 50.1% Jansen Court LLC - 50%
Gregory A. White Ellington, CT, USA	N/A	EVP, Treasurer & CFO	Treasurer for: Farmington Bank Village Investments, Inc. Village Corp. Village Management Corp. 28 Main Street Corp. Village Square Holdings, Inc. Farmington Savings Loan Servicing, Inc.	N/A	1.29%	None	N/A
Michael T. Schweighoffer Farmington, CT, USA	N/A	EVP & Chief Lending Officer	Vice President for: Farmington Bank Village Investments, Inc. Village Corp. Village Square Holdings, Inc. President for: Village Management Corp. 28 Main Street Corp. Farmington Savings Loan Servicing, Inc.	N/A	1.27%	None	N/A
Kenneth F. Burns West Hartford, CT, USA	N/A	EVP & Director of Retail Banking & Marketing	Vice President for: Farmington Bank Director for: Village Investments, Inc. Village Corp. Village Management Corp. 28 Main Street Corp. Village Square Holdings, Inc. Farmington Savings Loan Servicing, Inc.	N/A	0.92%	None	N/A
Catherine M. Burns West Granby CT, USA	N/A	EVP & CRO	Vice President for: Farmington Bank Director for: Village Investments, Inc. Village Corp. Village Management Corp. 28 Main Street Corp. Village Square Holdings, Inc. Farmington Savings Loan Servicing, Inc.	Board of Directors of American School of the Deaf	0.67%	None	N/A

RSSD Tiering for:

FIRST CONNECTICUT BANCORP, INC.

Structure as of 20161231 and going downward

Seq Num	ID RSSD	Legal Name	Addl City	State/ Country	State/ Country Inc	Dist FRS	ARDF Ent Type	Actv Code	Basis of Relationship	PCT
0001	3407598	FIRST CONNECTICUT BANCORP, INC. ✓	FARMINGTON	CONNECTICUT	MARYLAND	1	1 BHC	551111		
0002	1009804	FARMINGTON BANK ✓	FARMINGTON	CONNECTICUT	CONNECTICUT	1	1 SSB	52211	Vtg Eqly	100
0003	3444315	FARMINGTON SAVINGS LOAN SERVICING, INC. ✓	FARMINGTON	CONNECTICUT	CONNECTICUT	1	0 FNC	52222	Vtg Eqly	100
0004	3444100	VILLAGE CORP LIMITED, THE ✓	FARMINGTON	CONNECTICUT	CONNECTICUT	1	0 DEO	53139	Vtg Eqly	100
0005	3444285	VILLAGE INVESTMENTS, INC. ✓	FARMINGTON	CONNECTICUT	CONNECTICUT	1	0 DEO	52391	Vtg Eqly	100
0006	3444284	VILLAGE MANAGEMENT CORP. ✓	FARMINGTON	CONNECTICUT	CONNECTICUT	1	0 DEO	54189	Vtg Eqly	100
0007	3444324	VILLAGE SQUARE HOLDINGS, INC. ✓	FARMINGTON	CONNECTICUT	CONNECTICUT	1	0 DEO	53112	Vtg Eqly	100
0008	3444306	28 MAIN STREET CORP. ✓	FARMINGTON	CONNECTICUT	CONNECTICUT	1	0 DEO	54198	Vtg Eqly	100

Total Number of Entities in the tree 8

Total Number of Unique Entities in the tree 8

Tier Selection Criteria

RSSD Tiering for
 As of Date 3407598 FIRST CONNECTICUT BANCORP, INC.
 Direction 20161231
 Selection Rule Down
 Branches - Domestic Institutions All Entities
 Branches - Foreign Institutions No Branches
 No Branches

✓ 1) start address
 ✓ 2) change contact

Explanatory Notes

Entity Type Description
 BHC BANK HOLDING COMPANY
 DEO DOMESTIC ENTITY OTHER
 FNC FINANCE COMPANY
 SSB STATE SAVINGS BANK

Two asterisks (***) next to the Seq Num indicates that confidentiality is pending or granted.
 An asterisk (*) next to the Addl Line Num denotes the Seq Num at which the offspring of this entity are listed.
 A dot dot notation (...) next to Legal Name denotes a circular relationship.
 Dist FRS is the district that denotes the physical location of the entity and ARDF is the regulating FRB.
 The ARDF is only applicable to BHCs, SLHCs, FBOs, Dis, and Edge/Agreement Corps.