

1/20/16

Board of Governors of the Federal Reserve System

RECEIVED

Annual Report of Holding Companies—FR Y-6

MAR - 7 2017



Report at the close of business as of the end of fiscal year

Supervision, Regulation and
 Credit Department

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 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

Mountain One Financial, MHC

Legal Title of Holding Company

93 Main Street, P.O. Box 997

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

North Adams

MA

01247

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Debra Wooley

SVP/Controller

Name

Title

413-663-2126

Area Code / Phone Number / Extension

413-663-2125

Area Code / FAX Number

deb.wooley@mountainone.com

E-mail Address

www.mountainone.com

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

I, Robert Fraser

Name of the Holding Company Director and Official

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.

Signature of Holding Company Director and Official

02/28/2017

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.

2634212

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.

MountainOne Financial, Inc
Legal Title of Subsidiary Holding Company

93 Main Street, P.O. Box 967
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

North Adams	MA	01247
City	State	Zip Code

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

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City	State	Zip Code
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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)

Legal Title of Subsidiary Holding Company

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

City	State	Zip Code
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Physical Location (if different from mailing address)

Report Item

1(a): Form 10-K filed with the SEC

None

1(b): Annual Report to Shareholders

None

2: Organization Chart

See Attached

2b: Domestic Branch Listing – Attached (Also e-mailed to Joan Marie Herlihy – JoanMarie.Herlihy@bos.frb.org)

3: Shareholders

None – MountainOne Financial Partners is a mutual holding company.

4: Directors and officers

See Attached

MOUNTAINONE FINANCIAL PARTNERS, MHC

LEI is not applicable unless otherwise noted

*Trust Companies are affiliates, not subsidiaries

Bank is 100% owned by Mt1 Inc. and Mt1 Inc. is 100% owned by Mt1 MHC

All subsidiaries of MountainOne Bank are 100% owned by MountainOne Bank

MountainOne Financial MHC
93 Main St., N. Adams, MA 01247
Incorporated in Massachusetts

MountainOne Capital Trust II
93 Main St., N. Adams, MA 01247
Incorporated in Massachusetts

MountainOne Financial Inc.
93 Main St., N. Adams, MA 01247
Incorporated in Massachusetts

MountainOne Capital Trust I
93 Main St., N. Adams, MA 01247
Incorporated in Massachusetts

MountainOne Bank
93 Main St., N. Adams, MA 01247
Incorporated in Massachusetts

Bank Branches:
93 Main St., North Adams MA 01247
795 Main St., Williamstown, MA 01267
111 Silver Lake Blvd., Pittsfield, MA 01201
279 Union St., Rockland, MA 02370
77 Granite St., Quincy, MA 02169
54 Front St., Scituate, MA 02066
140 Commonwealth Ave., Suite 108, Danvers, MA 01923

NAHSB
Security Corp.
93 Main St., N. Adams, MA 01247
Incorporated in Massachusetts

Coakley, Pierpan, Dolan &
Collins Insurance Agency, Inc.
26 Union St., N. Adams, MA 01247
Incorporated in Massachusetts

TrueNorth
Insurance Agency
85 Main St., N. Adams, MA 01247
Incorporated in Massachusetts

RSB Properties, LLC LP/INM
279 Union St.
Rockland, MA 02370
Incorporated in Massachusetts

Branches A list of branches for your depository institution: MOUNTAINONE BANK (ID RSSD: 87804).
 This depository institution is held by MOUNTAINONE FINANCIAL, NHC (254212) of NORTH ADAMS, MA.
 The data are as of 12/31/2015. Data reflects information that was received and processed through 8/10/2017.

Branches and Verification Data

1. In the Data Action column of each branch row, enter one or more of the actions specified below
2. If required, enter the data 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, review 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.
 Delete: If a branch listed was never opened by the 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 and the opening or acquisition date in the Effective Date column.

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

Submission Instructions

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on the left 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 e-mail.

Note:

To satisfy the FR Y-30 reporting requirements, you must also submit FR Y-30 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add.
 The FR Y-30 report may be submitted in a hardcopy format or via the FR Y-30 Online application - <https://y30online.frbneweng.org>.

* FDIC NUMBER, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Branch Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Original Name	Report Address	City	State	Zip Code	County	Country	Proc. Instmt. M*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Main Office)	87804	MOUNTAINONE BANK	93 MAIN ST	NORTH ADAMS	MA	01247	BENKSHIRE	UNITED STATES	17841	0	MOUNTAINONE BANK	87804	
OK		Full Service	478523	BARBERS OFFICE	140 COMMONWEALTH AVE., SUITE 100	DANVERS	MA	01923	ESSEX	UNITED STATES	Next Required	Next Required	MOUNTAINONE BANK	87804	
OK		Full Service	451147	MOUNTAINONE FINANCIAL CENTER BRANCH	111 SILVER LAKE BLVD.	PITTSFIELD	MA	01201	BENKSHIRE	UNITED STATES	Next Required	Next Required	MOUNTAINONE BANK	87804	
OK		Full Service	381848	HAMCOCK STREET BRANCH	77 GRANITE STREET	QUINCY	MA	02139	NORFOLK	UNITED STATES	380820	6	MOUNTAINONE BANK	87804	
OK		Full Service	53184	SOUTH COASTAL MAIN OFFICE	278 LUMPHR ST	ROSLINDALE	MA	02170	PLYMOUTH	UNITED STATES	15861	4	MOUNTAINONE BANK	87804	
OK		Full Service	313001	SCITUATE OFFICE	54 FLEMING ST	SCITUATE	MA	01568	PLYMOUTH	UNITED STATES	281441	5	MOUNTAINONE BANK	87804	
OK		Full Service	774105	WILLIAMSTOWN MAIN OFFICE	725 MAIN STREET	WILLIAMSTOWN	MA	01287	BENKSHIRE	UNITED STATES	18352	7	MOUNTAINONE BANK	87804	

Report 7.10.2016 MICHIGAN 12/14

Form FRY-6 Report Item 4: Insiders
 MountainOne Financial, MHC
 Fiscal Year Ending December 31, 2016
 February 24, 2016

Note: Items 4(a) and 4(b) are not applicable

(1) Name, City, State	(2) Principal Occupations if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with subsidiaries (include names of subs)	(4)(c) List names of other companies (including partnerships) if 25% or more of voting securities are held and include the % of any voting securities held
Art, Pamela Williamstown, MA	Retired Publishing Executive	Trustee Vice Chair	Director - MountainOne Bank	N/A
Bailey, James Marshfield, MA	Retired / CPA	Trustee	Director - MountainOne Bank	N/A
Bosley, Daniel North Adams, MA	Government Consultant	Trustee Chair	Director - MountainOne Bank	Self-employed Government Consultant (100%)
Bulliet, Richard North Adams, MA	Retired / Consultant	Trustee	Director - MountainOne Bank	Self-employed Human Resources Consultant (100%)
Carey-Neville, Noreen Plymouth, MA	Insurance Agency Owner	Trustee	Director - MountainOne Bank	Carey-Neville Insurance (100%)
Carlotto, Lynne West stockbridge, MA	N/A	EVP, Senior Risk Management Officer	EVP, Senior Risk Management & CRA Officer - MountainOne Bank	N/A
Craus, David Dalton, MA	Printing Executive	Trustee	Director - MountainOne Bank	Owner/CEO - Excelstor Integrated (90%)
Fraser, Robert Marshfield, MA	N/A	Trustee President & CEO	Director - MountainOne Bank President and CEO of MountainOne Bank & CEO of MountainOne Financial Inc. Director of True North Insurance Agency, Inc., Director & CEO of Coakley, Pierpan, Dolan & Collins Insurance Agency, Inc.	N/A
Hogan, Susan Williamstown, MA	College Administrator	Trustee	Director - MountainOne Bank	Co-Owner - Hogan Properties (50%)
Klass, Stephen Williamstown, MA	College Administrator	Trustee	Director - MountainOne Bank	N/A
Magnare, Kevin Marshfield Hills, MA	CEO, Food Production Company	Trustee	Director - MountainOne Bank	N/A
O'Connell, Thomas Hingham, MA	Real Estate Development	Trustee	Director - MountainOne Bank	Managing Member - 260 Victory Road LLC (11%) Treasurer - Boardwalk Shops (6.25%) General Partner - 500 Victory Road (12.25%) N/A
Owens, Steven Cohoes, NY	N/A	EVP, CFO, CIO, COO, Treasurer	EVP, CFO, CIO, COO, Treasurer - MountainOne Bank Director & Treasurer - True North Insurance Agency, Inc., Coakley, Pierpan, Dolan & Collins Insurance Agency, Inc.	N/A
Spence, William Norwell, MA	President, Heating Fuel, Storage & Real Estate Development Company	Trustee	Director - MountainOne Bank	CEO - Albert Culver Co. (33 1/3%)
Thompson, Joseph Williamstown, MA	Director, Art Museum	Trustee	Director - MountainOne Bank	N/A