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FR Y-6
OMB Number 7100-0297
Approval expires September 30, 2018
Page 1 of 2

Board of Governors of the Federal Reserve System

Supervision, Regulation and
Credit Department



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. §§ 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, Kevin M. Tierney, Sr.

Name of the Holding Company Director and Official

President

Title of the Holding Company Director and Official

North Shore Bancorp

Legal Title of Holding Company

32 Main Street

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

Peabody

MA

01960

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)

Person to whom questions about this report should be directed:

George J. Sophinos

Treasurer

Name

Title

978-538-7023

Area Code / Phone Number / Extension

978-538-7060

Area Code / FAX Number

gsophinos@northshore-bank.com

E-mail 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.

Kevin M. Tierney, Sr.

Signature of Holding Company Director and Official

3/2/17
Date of Signature

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 2621182
C.I.

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."

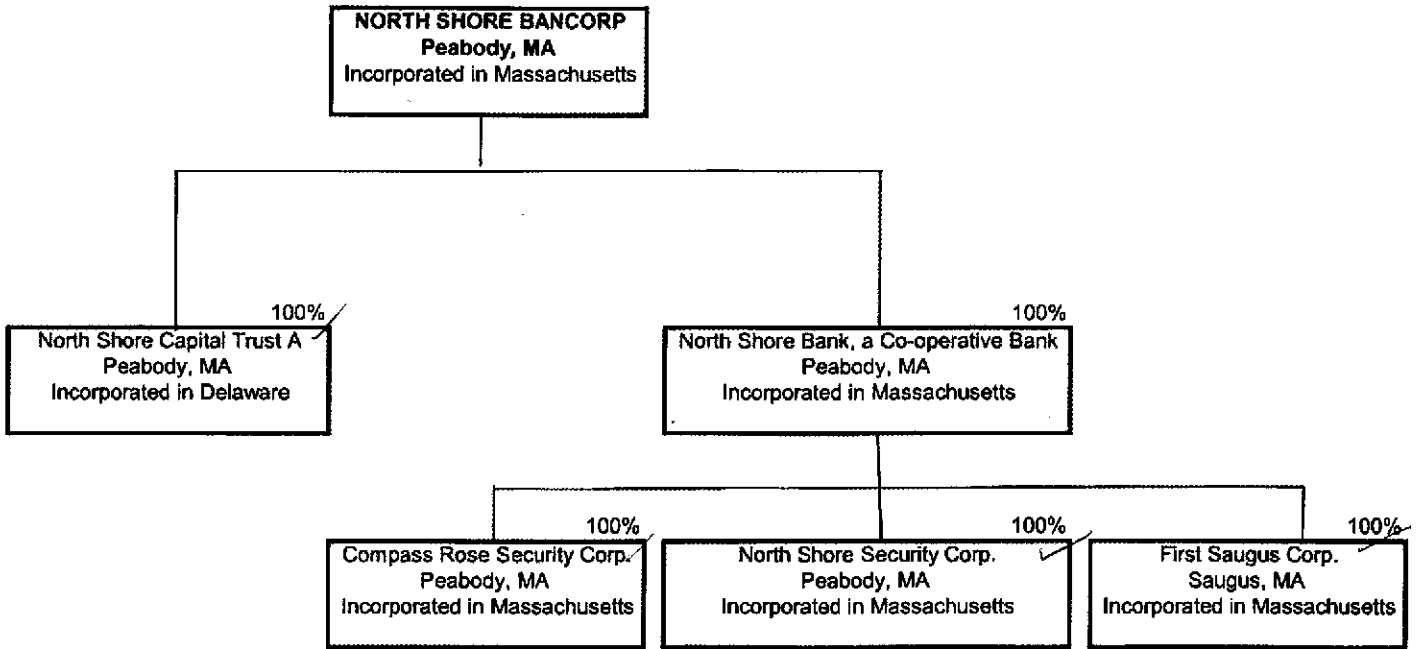
Form FR-Y6

North Shore Bancorp
Peabody, Massachusetts
Fiscal Year Ending December 31, 2016

Report Item

- 1: a. North Shore Bancorp is not required to prepare form 10K with the SEC.
- 1: b. North Shore Bancorp does prepare an annual report.

2: a. Organizational Chart



NR = Ownership percentage not reportable on the FR Y-10. Percentage of ownership is less than 25% and the companies are not controlled by any other means.

2: b. Domestic branch listing provided to the Federal Reserve Bank.

3: Not Applicable - Mutual Holding Company.

Report Item
2: b. Branch Verification Listing

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

Data Action	Effective Date	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*	Comments
OK		Full Service (Head Office)	161273	NORTH SHORE BANK, A CO-OPERATIVE BANK	248 ANDOVER STREET	PEABODY	MA	01960	ESSEX	UNITED STATES	Not Required	Not Required	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	2873661	APPLESEED'S SQUARE BRANCH	50 DODGE STREET APPLESEED SQUARE	BEVERLY	MA	01915	ESSEX	UNITED STATES	259491	11	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	532006	DANVERS BRANCH	48 ELM ST	DANVERS	MA	01923	ESSEX	UNITED STATES	259485	2	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	875909	MERRIMAC BRANCH	ONE WEST MAIN STREET	MERRIMAC	MA	01880	ESSEX	UNITED STATES	Not Required	22	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	Remove Head Office Popular Name
OK		Full Service	714400	MIDDLETON BRANCH	237 SOUTH MAIN STREET	MIDDLETON	MA	01949	ESSEX	UNITED STATES	291515	7	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	3652512	MAIN STREET BRANCH	32 MAIN STREET	PEABODY	MA	01960	ESSEX	UNITED STATES	469662	17	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	2685331	HIGHLAND AVE BRANCH	319 HIGHLAND AVENUE, TRADER'S WAY	SALEM	MA	01970	ESSEX	UNITED STATES	259489	9	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	1380206	HAMILTON STREET BRANCH	1 HAMILTON ST	SAUGUS	MA	01906	ESSEX	UNITED STATES	Not Required	19	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	156974	LINCOLN AVENUE BRANCH	499 LINCOLN AVE	SAUGUS	MA	01906	ESSEX	UNITED STATES	Not Required	18	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	3519204	LYNNFELLS PARKWAY BRANCH	412 LYNNFELLS PARKWAY	SAUGUS	MA	01906	ESSEX	UNITED STATES	Not Required	20	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
CHANGE		Full Service	2688074	WEST PEABODY BRANCH	637 LOWELL ST	WEST PEABODY	MA	01960	ESSEX	UNITED STATES	334360	14	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	Remove Haverford Supermarket Popular Name
OK		Full Service	3633480	NEWTON BRANCH	29 SOUTH MAIN STREET	NEWTON	NH	03859	ROCKI NGHA M	UNITED STATES	Not Required	23	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	

3: North Shore Bancorp has not issued shares of stock and therefore does not have any shareholders.

Form FR-Y6

North Shore Bancorp

Fiscal Year Ending December 31, 2016

Report Item 4: Directors and Officers

(1) (2) (3)(a)(b)(c) and (4)(a)(c)

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
David L. Ankeles Peabody, MA USA	Attorney	Director and Clerk	Director and Clerk - North Shore Bank	Partner Ankeles, Vontzalides, Ambeliotis & Delaney, LLP	None	None	N/A
Luis L. Azevedo Middleton, MA USA	Travel and Insurance Agent	Director	Director - North Shore Bank	Owner Gomes Travel Service, Inc. and Today's Insurance Agency	None	None	N/A
Benoit J. Brodeur, Jr. Peabody, MA USA	Funeral Director	Director	Director - North Shore Bank	Partner Conway, Cahill-Brodeur Funeral Home	None	None	N/A
Jonathan N. Bursaw Newbury, MA USA	Owner - Convenience Store	Director and Chairman of the Board	Chairman of the Board, Director - North Shore Bank Director - North Shore Security Corp. Director - Compass Rose Security Corp. Director - First Saugus Corp.	President Bursaw's Pantry, LLC	None	None	N/A
Timothy F. Clarke Danvers, MA USA	Executive - Paint & Decorating Company	Director	Director - North Shore Bank	Treasurer Waters & Brown Paint and Decorating	None	None	N/A
Gary F. Cowles Beverly, MA USA	Retired	Director	Director - North Shore Bank	N/A	None	None	N/A
John M. Dean Walpole, MA USA	Retired	Director	Director - North Shore Bank	N/A	None	None	N/A

Form FR-Y6

North Shore Bancorp

Fiscal Year Ending December 31, 2016

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Bradley R. Gauthier Peabody, MA USA	CPA	Director	Director - North Shore Bank	Partner Gauthier and Boardway, CPAs	None	None	N/A
Charles E. Holden Peabody, MA USA	Owner - Heating Oil Distributor	Director	Director - North Shore Bank	President Holden Oil, Inc.	None	None	N/A
Cynthia McGurren Marblehead, MA USA	University Vice President	Director	Director - North Shore Bank	Vice President for Institutional Advancement Salem State University	None	None	N/A
Pamela Casey O'Brien Saugus, MA USA	Register of Probate	Director and Vice Chair of the Board	Director - North Shore Bank Director - North Shore Security Corp. Director - Compass Rose Security Corp. Director - First Saugus Corp.	Register of Probate Salem Probate & Family Court	None	None	N/A
Monique Pelletier Merrimac, MA USA	Financial Planner	Director	Director - North Shore Bank	Aurelio Financial Consulting	None	None	
Dr. Samuel Penta Saugus, MA USA	Retired	Director	Director - North Shore Bank	N/A	None	None	N/A

Form FR-Y6

North Shore Bancorp
Fiscal Year Ending December 31, 2016

Report Item 4: Directors and Officers

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George J. Sophinos Rye, NH USA	N/A	Treasurer and Assistant Clerk	Treasurer and CFO - North Shore Bank Treasurer - North Shore Security Corp. Treasurer - Compass Rose Security Corporation Treasurer - First Saugus Corp.	N/A	None	None	N/A
Kevin M. Tierney, Sr. Danvers, MA USA	N/A	Director and President & CEO	Director and President & CEO - North Shore Bank President, Clerk, & Director - North Shore Security Corp. President, Clerk, & Director - Compass Rose Security Corp. President, Clerk, & Director - First Saugus Corp.	N/A	None	None	N/A
Richard A. Yagjian Peabody, MA USA	Executive - Video and Photography Company	Director	Director - North Shore Bank	Executive VP & COO W.B. Hunt Company	None	None	N/A