

MAR 22 2017

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

Supervision, Regulation and  
Credit Department

Board of Governors of the Federal Reserve System



# 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

NA

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

Reporter's Name, Street, and Mailing Address

I, James Malerba

Name of the Holding Company Director and Official

EVP/ Chief Financial 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.

Radius Bancorp Inc

Legal Title of Holding Company

One Harbor Street, Suite 201

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

Boston

MA

02210

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Sarah Sullivan

VP/ Controller

Name

Title

617-303-7417

Area Code / Phone Number / Extension

617-737-7851

Area Code / FAX Number

ssullivan@radiusbank.com

E-mail Address

Signature of Holding Company Director and Official

03/21/2017

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.

4121912

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."

JMF 6/5/17

## 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

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Legal Title of Subsidiary Holding Company

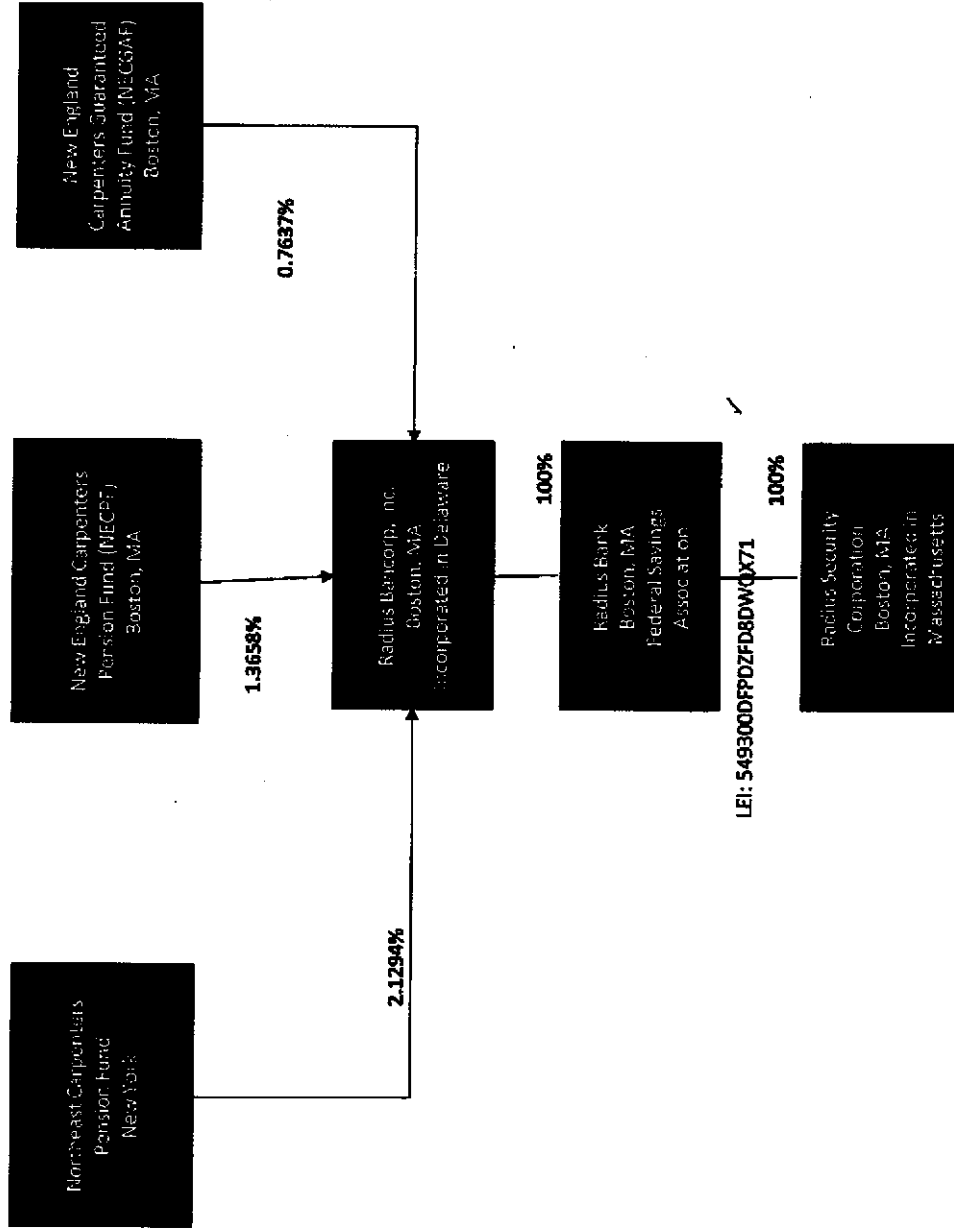
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

Physical Location (if different from mailing address)

**Form FR Y-6**  
**Radius Bancorp, Inc.**  
**Boston, MA**  
**Fiscal Year Ending 12/31/2016**

- Report Item:**
1. Radius Bancorp does not prepare an annual report to its shareholders
  2. Organization chart follows:



LEI not applicable unless otherwise noted

**Results:** A list of branches for your depository institution: RADJUS BANK (ID\_RSSD: 264772).  
 This depository institution is held by RADJUS BANCCORP, INC. (4121912) of BOSTON, MA.  
 The data are as of 12/31/2016. 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.  
**Deleter:** If a branch listed was never owned by this 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 list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

**Submission Procedure**

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site 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-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\_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 UNIFORM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK	12/31/2016	Full Service (Head Office)	264772	RADJUS BANK	1 HARBOR STREET STE 201	BOSTON	MA	02210	SUFFOLK	UNITED STATES	45385	0	RADJUS BANK	264772	

Form FR Y-6

Radius Bancorp, Inc

Fiscal Year Ending December 31, 2016

1. Radius Bancorp does not prepare an annual report to its shareholders (1)(a)(b)(c) and (2)(a)(b)(c)

Current Security Holders with Ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2016		Security Holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2016			
(1)(a) Name City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and percentage of Each Class of Voting Securities	(2)(a) Name City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and percentage of Each Class of Voting Securities
Patriot Financial Partners Philadelphia, PA, USA	USA	1,233,469 - 24.9900% Common Stock	Empire State Carpenters Pe USA New York, NY, USA	USA	2,106,350 - 50% Common Stock
Greenhill Capital Partners New York, NY, USA	USA	1,120,836 - 22.7080% Common Stock	New England Carpenters Pe USA Boston, MA, USA	USA	1,350,960 - 32% Common Stock
BayBoston Capital Newton Center, MA, USA	USA	539,007 - 10.9202% Common Stock	New England Carpenters Gt USA Boston, MA, USA	USA	755,390 - 18% Common Stock
Endicott Opportunity Partners New York, NY, USA	USA	493,091 - 9.99% Common Stock			

1. Radius Bancorp does not prepare an annual report to its shareholders (3), (2), (3)(a)(i)(c), and (4)(a)(i)(c)

(1) Name	(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)(i) Percentage of Voting Shares in Bank Holding Company	(4)(ii) Percentage of Voting Shares in Subsidiaries (include name of subsidiary)	(4)(c) List names of other companies (include percentages) if 25% or more of voting securities are held (list name of companies and percentage of voting securities held)
Michael Butler Boston, MA, USA	N/A	President & Chief Executive Officer Director	President & Chief Executive Officer, Director Radius Bank President and Director Radius Organization Corp President and Director Radius Security Corp EVP/Chief Risk Officer Radius Bank Assistant Secretary Radius Organization Corp EVP/Chief Financial Officer Radius Bank Director & Treasurer Radius Organization Corp Treasurer Radius Security Corp EVP/Institutional Banking Radius Bank	N/A	1.5426%	N/A	N/A
Shepherd Raible Sharon, MA, USA	N/A	EVP/Chief Risk Officer	EVP/Chief Risk Officer	N/A	0.1938%	N/A	N/A
James Melenba Medford, MA, USA	N/A	EVP/Chief Financial Officer & Secretary	EVP/Chief Financial Officer & Secretary	N/A	1.5627%	N/A	N/A
Joann Noble Brookline, MA, USA	N/A	EVP/Institutional Banking Radius Bank	EVP/Institutional Banking Radius Bank	President BankIQ LLC Brookline, MA, USA	0.5217%	N/A	BankIQ LLC -100%
Robert Landstein Sharon, MA, USA	N/A	EVP/Chief Information Officer	EVP/Chief Information Officer Radius Bank	N/A	0.1191%	N/A	N/A
Doreen Heath Westwood, MA, USA	N/A	SVP/Chief Administrative Officer & Assistant Secretary	SVP/Chief Administrative Officer & Assistant Secretary Radius Bank Secretary Radius Organization Secretary Radius Bank Security Corporation EVP/Virtual Banking	N/A	0.0226%	N/A	N/A
Christopher Tremont Boston, MA		EVP/Virtual Banking	EVP/Virtual Banking	N/A	0.0226%	N/A	N/A
Philip Peters Medford, MA		EVP/COO	EVP/COO	N/A	0.7814%	N/A	N/A
Diane Callion Chicago, IL		EVP/GGL National Director	EVP/GGL National Director	N/A	0.1747%	N/A	N/A
Archie Griggs South Boston, MA		SVP/Senior Commercial Banker	SVP/Senior Commercial Banker	N/A	0.1839%	N/A	N/A
Stephen O'Leary Reading, MA		EVP/Equipment Finance	EVP/Leasing Financing	N/A	0.0184%	N/A	N/A

Form FR Y-5  
 Radius Bancorp, Inc  
 Fiscal Year Ending December 31, 2015

1. Radius Bancorp does not prepare an annual report to its shareholders (3), (2), (3)(b)(5)(c), and (4)(a)(i)(c)

(1) Name	(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)(i) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include name 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)
Dale Stuhmiller Erie, PA, USA	Retired	Director	Director Radius Bank	N/A	0.0304%	N/A	N/A
Carlos Garcia Newton Center, MA	Investor	Director	Director Radius Bank	CEO/ Managing Partner BayBoston Capital	N/A	N/A	N/A
Bois Guin New York, NY	Investor	Director	Director Radius Bank	Managing Director Greenhill Capital Partners	N/A	N/A	N/A
Sarah Hodgkinson Somerville, MA	Marketing	Director	Director Radius Bank	VP/Marketing T/Fooditor	0.0082%	N/A	N/A
Brad Kopp Delray Beach, FL	Retired	Director	Director Radius Bank	N/A	0.3394%	N/A	N/A
Bob Kozik Boston, MA	Retired	Director	Director Radius Bank	N/A	0.2828%	N/A	N/A
Lisa Lopez Canton, MA	Retired	Director	Director Radius Bank	N/A	0.2283%	N/A	N/A
Jack Sargent Devon, PA	Investor	Director	Director Radius Bank	President - Bohemian Management Corp General Partner - Surgent Family Partnership Managing Member - Gallagher, McDewitt, Schaefer & Surgent General Partner - SEMS Partners LP	4.7800%	N/A	Bohemian Management Corporation - 98.95% Surgent Family Partnership II - 50% Gallagher, McDewitt, Schaefer & Surgent - 94.92% SEMS Partners LP - 94.82%
Rob Usdin New York, NY	Investor	Director	Director Radius Bank	Co-President Endicott Opportunity Partners	N/A	N/A	W.R. Endicott, LLC - 40% Endicott Management Company - 40% Endicott Financial Advisors LLC - 50% W.R. Endicott II LLC - 40% W.R.D. Endicott LLC - 40% W.R. Endicott Op LLC - 50% W.R. Endicott Investments LLC - 50% W.R. Endicott III LLC - 32% W.R. Endicott IV LLC - 98% Sharpe Point Partners GP LLC - 27.5%
Kirk Whocoff Fort Washington, PA	Investor	Director	Director Radius Bank	Managing Partner Patriot Financial Partners	N/A	N/A	G.W. Realty Inc. - 52% Patriot Financial Manager, LP - 45.1%
Patriot Financial Partners	N/A	Principal Shareholder	Principal Shareholder	N/A	24.99%		SolarLife Financial Services LLC - 80.0%
Greenhill Capital Partners	N/A	Principal Shareholder	Principal Shareholder	N/A	22.7084%		ClearView Risk - 60% Structured Asset Holdings - 44% Transnet Ramitance LLC - 81% Pacific Coast Energy - 28%
BayBoston Capital LP	N/A	Principal Shareholder	Principal Shareholder	N/A	10.9202%		