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FR Y-6  
OMB Number 7100-0297  
Approval expires December 31, 2014  
Page 1 of 2

Supervision, Regulation and  
Credit Department

Board of Governors of the Federal Reserve System



# Annual Report of Bank 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)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11 (a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)). 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 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). 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 Bank Holding Companies* must be signed by one director of the top-tier bank holding company. This individual should also be a senior official of the top-tier bank holding company. In the event that the top-tier bank 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.

Date of Report (top-tier bank holding company's fiscal year-end):  
**June 30, 2016**  
Month / Day / Year

I, Todd M. Tallman

Name of the Bank Holding Company Director and Official  
Director, President & Treasurer

Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

SSB Community Bancorp, MHC

Legal Title of Bank Holding Company

176 Main Street

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

Spencer

MA

01562

City

State

Zip Code

attest that the *Annual Report of Bank Holding Companies* (including the supporting attachments) for this reporting date have 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:

Todd M. Tallman

Director, President & Treasurer

Name

Title

800-939-9103

Area Code / Phone Number / Extension

508-764-4324

Area Code / FAX Number

ttallman@southbridgesavingsbank.com

E-mail Address

www.spencerbankonline.com

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

Signature of Bank Holding Company Director and Official

Date of Signature

*[Handwritten Signature]*

8/9/16

For bank 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

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

For Federal Reserve Bank Use Only

RSSD ID 3547010

C.I. \_\_\_\_\_

## For Use By Tiered Bank Holding Companies

Top-tiered bank holding companies must list the names, mailing address, and physical locations of each of their subsidiary bank holding companies below.

### SSB Community Bancorp, MHC

Legal Title of Subsidiary Bank Holding Company

176 Main Street

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

Spencer MA 01562  
City State Zip Code

Physical location (if different from mailing address)

### SSB Community Bancorp, Inc.

Legal Title of Subsidiary Bank Holding Company

176 Main Street

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

Spencer MA 01562  
City State Zip Code

Physical location (if different from mailing address)

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City State Zip Code

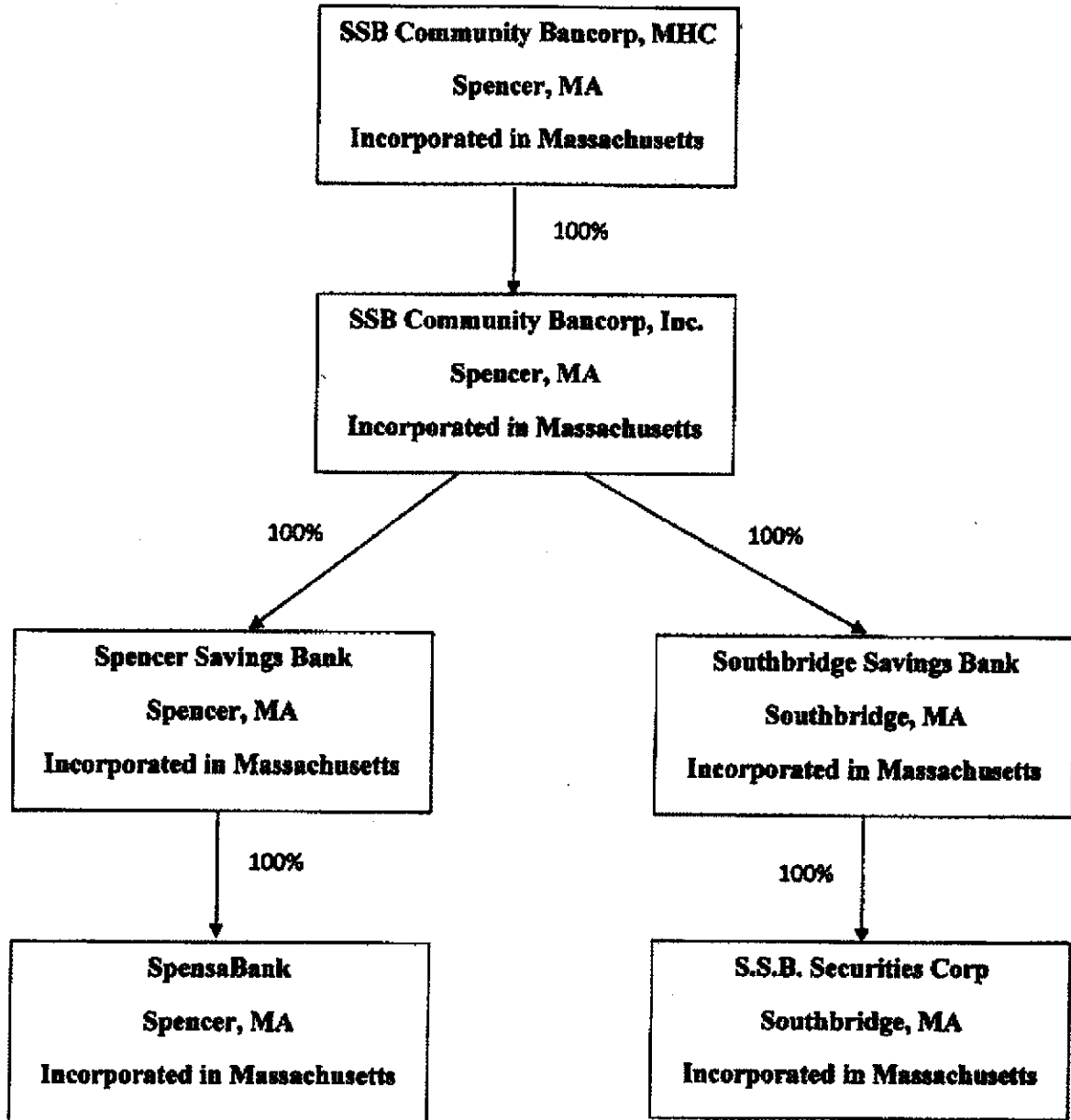
Physical location (if different from mailing address)

Report Item

1. The bank holding company prepares an annual report. Two copies will be sent under a separate cover.

2.a. Organizational Chart

- No LEI to report



**Report Item**

**2.b. Domestic Branch Listing**

**The attached report of domestic branch locations was reviewed and is accurate as of June 30, 2016**

Results: A list of branches for your depository institution: SOUTHBIDGE SAVINGS BANK (D: RSSD: 627407). This depository institution is held by SSB COMMUNITY BANKING INC (3547010) of SPENCER, MA. The data are as of 06/30/2016. Data reflects information that was received and processed through 07/11/2016.

**Reconciliation and Verification Status**

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 the 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 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 Instructions**

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this file for more information.  
 If you are e-mailing this to your FRB contact, add 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	SSSP	Popular Name	Street Address	City	State	ZIP Code	County	Country	FDIC UNIFORM	Office Number*	Head Office	Head Office ID	Comments
		Full Service (Head Office)	627407		SOUTHBIDGE SAVINGS BANK	253 MAIN ST	SOUTHBIDGE	MA	01550	WORCESTER	UNITED STATES	16477		0 SOUTHBIDGE SAVINGS BANK	627407	
		Full Service	391802		CHARLTON BRANCH	2 CENTER DEKOR ROAD	CHARLTON	MA	01507	WORCESTER	UNITED STATES	291461		2 SOUTHBIDGE SAVINGS BANK	627407	
		Full Service	3394562		HOLDEN BRANCH	1073 MAIN STREET	HOLDEN	MA	01530	WORCESTER	UNITED STATES	419162		10 SOUTHBIDGE SAVINGS BANK	627407	
		Full Service	3711585		NORTH DORCH BRANCH	64 LENCISLER STREET	NORTH DORCH	MA	01537	WORCESTER	UNITED STATES	469975		13 SOUTHBIDGE SAVINGS BANK	627407	
		Full Service	210108		SOUTHBIDGE PLAZA BRANCH	495 EAST MAIN STREET	SOUTHBIDGE	MA	01550	WORCESTER	UNITED STATES	256415		3 SOUTHBIDGE SAVINGS BANK	627407	
		Full Service	2480213		SPENCER BRANCH	130 WEST MAIN STREET	SPENCER	MA	01562	WORCESTER	UNITED STATES	256416		4 SOUTHBIDGE SAVINGS BANK	627407	
		Full Service	2920985		STURBRIDGE BRANCH	200 CHARLTON ROAD	STURBRIDGE	MA	01566	WORCESTER	UNITED STATES	291460		1 SOUTHBIDGE SAVINGS BANK	627407	
		Full Service	2738000		WORCESTER BRANCH	86 WORCESTER ROAD	WORCESTER	MA	01570	WORCESTER	UNITED STATES	256418		6 SOUTHBIDGE SAVINGS BANK	627407	
		Full Service	2725537		WORCESTER BRANCH	70 WEST ROYALTON STREET	WORCESTER	MA	01606	WORCESTER	UNITED STATES	256417		5 SOUTHBIDGE SAVINGS BANK	627407	

**Results:** A list of branches for your depository institution: SPENCER SAVINGS BANK (ID: RSSD: 447100). This depository institution is held by SSB COMMUNITY BANCORP MHC (3547030) of SPENCER, MA. The data are as of 06/30/2015. Data reflects information that was received and processed through 07/11/2016.

**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.  
 Delete: 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
Change	7/1/2016	Full Service	447100	SPENCER SAVINGS BANK	176 MAIN STREET	SPENCER	MA	01562	WORCESTER	UNITED STATES	17872	0	SPENCER SAVINGS BANK	447100	
		Full Service	2860002	LEICESTER BRANCH	121 SOUTH MAIN STREET	LEICESTER	MA	01524	WORCESTER	UNITED STATES	357321	4	SPENCER SAVINGS BANK	447100	
		Full Service	569404	ROUTLAND BRANCH	93 MAIN STREET	ROUTLAND	MA	01543	WORCESTER	UNITED STATES	291474	3	SPENCER SAVINGS BANK	447100	
		Full Service	631301	FAIR PLAZA BRANCH	72 WEST MAIN STREET RTE 9	SPENCER	MA	01562	WORCESTER	UNITED STATES	291473	2	SPENCER SAVINGS BANK	447100	
		Full Service	942100	WARREN BRANCH	958 MAIN ST	WARREN	MA	01083	WORCESTER	UNITED STATES	17884	1	SPENCER SAVINGS BANK	447100	
		Full Service	447324	WORCESTER BRANCH	230 PARK AVENUE	WORCESTER	MA	01609	WORCESTER	UNITED STATES	Not Required	Not Required	SPENCER SAVINGS BANK	447100	

3. **Securities Holders**

SSB Community Bancorp, MHC	NONE
SSB Community Bancorp, Inc.	NONE

Form FR Y-6  
SSB Community Bancorp, MHC  
Fiscal Year Ending June 30, 2016

Report Item 4: Insiders (1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, City, State	(2) Principal Occupation if other than 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 of 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 percentages of voting securities held)
Raymond A. Auger, Jr. East Brookfield, MA	Accountant, part time	Director	SpencerBANK: Director Spencer Mid-tier Holding Company: Director	Raymond A. Auger, Jr., Accountant	N/A	N/A	N/A
John Q. Colognesi Charlton, MA	Retired	Director, Clerk	Southbridge Savings Bank: Director, Chairman Spencer Mid-tier Holding Company: Director	N/A	N/A	N/A	N/A
Anthony J. Detarando Webster, MA	Fiber Optics firm	Director	Southbridge Savings Bank: Director Spencer Mid-tier Holding Company: Director	Incom, Inc., Exec. Vice President & Treasurer	N/A	N/A	N/A
Michael A. Engel Spencer, MA	Retired	Director	SpencerBANK: Director Spencer Mid-tier Holding Company: Director	N/A	N/A	N/A	N/A
Janet E. Garon Sturbridge, MA	Retired	Director	Southbridge Savings Bank: Director, Clerk Spencer Mid-tier Holding Company: Director	N/A	N/A	N/A	N/A
Alfred G. Morin, Jr. Spencer, MA	Funeral Home Director	Director	SpencerBANK: Director Spencer Mid-tier Holding Company: Director	J. Henri Morin & Son Funeral Home, President	N/A	N/A	N/A
Robert B. Muenzberg, Jr. Charlton, MA	Insurance company	Director	Southbridge Savings Bank: Director, Vice Chairman Spencer Mid-tier Holding Company: Director	McGrath Insurance Vice President	N/A	N/A	N/A
K. Michael Robbins Holden, MA	N/A	Director, CEO, Chairman	SpencerBANK: Director, President & CEO Spencer Mid-tier Holding Company: Director, CEO	N/A	N/A	N/A	N/A
Joseph M. Stolberg Shrewsbury, MA	CPA	Director	SpencerBANK: Director Spencer Mid-tier Holding Company: Director	Stolberg, Ebbeling & Blanchette, LLP, Founder, Managing Partner, CPA	N/A	N/A	N/A
Todd M. Taitman Ashland, MA	N/A	Director, President & Treasurer	Southbridge Savings Bank: Director, President & CEO Spencer Mid-tier Holding Company: Director, President	N/A	N/A	N/A	N/A
James H. Waddick Sturbridge, MA	Retired	Director	Southbridge Savings Bank: Director Spencer Mid-tier Holding Company: Director	N/A	N/A	N/A	N/A
Stephen F. Wentzell Shrewsbury, MA	Consultant / CPA	Director	SpencerBANK: Director Spencer Mid-tier Holding Company: Director	N/A	N/A	N/A	N/A



**Form FR Y-6**  
**SSB Community Bancorp, Inc.**  
**Fiscal Year Ending June 30, 2016**

**Report Item 4: Insiders (1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)**

(1) Name, City, State	(2) Principal Occupation if other than 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 of 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)
Raymond A. Auger, Jr. East Brookfield, MA	Accountant, part time	Director	SpencerBANK: Director Spencer Mid-tier Holding Company: Director	Raymond A. Auger, Jr., Accountant	N/A	N/A	N/A
John Q. Cognigni Charlton, MA	Retired	Director, Clerk	Southbridge Savings Bank: Director, Chairman Spencer Mid-tier Holding Company: Director	N/A	N/A	N/A	N/A
Anthony J. Detarando Webster, MA	Fiber Optics firm	Director	Southbridge Savings Bank: Director Spencer Mid-tier Holding Company: Director	Incom. Inc., Exec. Vice President & Treasurer	N/A	N/A	N/A
Michael A. Engel Spencer, MA	Retired	Director	SpencerBANK: Director Spencer Mid-tier Holding Company: Director	N/A	N/A	N/A	N/A
Janet E. Garon Sturbridge, MA	Retired	Director	Southbridge Savings Bank: Director, Clerk Spencer Mid-tier Holding Company: Director	N/A	N/A	N/A	N/A
Alfred G. Morin, Jr. Spencer, MA	Funeral Home Director	Director	SpencerBANK: Director Spencer Mid-tier Holding Company: Director	J. Henri Morin & Son Funeral Home, President	N/A	N/A	N/A
Robert B. Muenzberg, Jr. Charlton, MA	Insurance company	Director	Southbridge Savings Bank: Director, Vice Chairman Spencer Mid-tier Holding Company: Director	McGrath Insurance Vice President	N/A	N/A	N/A
K. Michael Robbins Holden, MA	N/A	Director, CEO, Chairman	SpencerBANK: Director, President & CEO Spencer Mid-tier Holding Company: Director, CEO	N/A	N/A	N/A	N/A
Joseph M. Stolberg Shrewsbury, MA	CPA	Director	SpencerBANK: Director Spencer Mid-tier Holding Company: Director	Stolberg, Ebeling & Blanchette, LLP, Founder, Managing Partner, CPA	N/A	N/A	N/A
Todd M. Tallman Ashland, MA	N/A	Director, President & Treasurer	Southbridge Savings Bank: Director, President & CEO Spencer Mid-tier Holding Company: Director, President	N/A	N/A	N/A	N/A
James H. Waddick Sturbridge, MA	Retired	Director	Southbridge Savings Bank: Director Spencer Mid-tier Holding Company: Director	N/A	N/A	N/A	N/A
Stephen F. Wentzell Shrewsbury, MA	Consultant / CPA	Director	SpencerBANK: Director Spencer Mid-tier Holding Company: Director	N/A	N/A	N/A	N/A