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4/10/18

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, 2017

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

I, **Mark R. O'Connell**

Name of the Holding Company Director and Official

President & CEO

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.

Assabet Valley Bancorp

Legal Title of Holding Company

42 Main Street

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

Hudson

MA

01749

City

State

Zip Code

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.

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Karen E. Moe

VP Financial Analyst

Name

Title

978-567-3582

Area Code / Phone Number / Extension

978-567-3601

Area Code / FAX Number

k.moe@avidiabank.com

E-mail Address

Signature of Holding Company Director and Official

04/02/2018

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

Is confidential treatment requested for any portion of this report submission? 0=No
1=Yes

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 Federal Reserve Bank Use Only

RSSD ID 2465528
C.I. _____

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

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2017 FORM Y-6

**ASSABET VALLEY BANCORP
42 MAIN STREET
HUDSON, MA 01749
FISCAL YEAR ENDING DECEMBER 31, 2017**

Report Item 1A Form 10-K

N/A

Report Item 1B Annual Reports

They are not ready yet, I will send as soon as they are finalized.

Report Item 2 Organizational Chart

Enclosed

Report Item 2b Domestic Branch Listing

Enclosed

Report Item 3 Shareholders

Assabet Valley Bancorp is a mutually owned holding company. There are no shareholders.

Report Item 4 Directors and Officers

Enclosed report

FORM FR Y-6
ASSABET VALLEY BANCORP
42 MAIN STREET
HUDSON, MA 01749

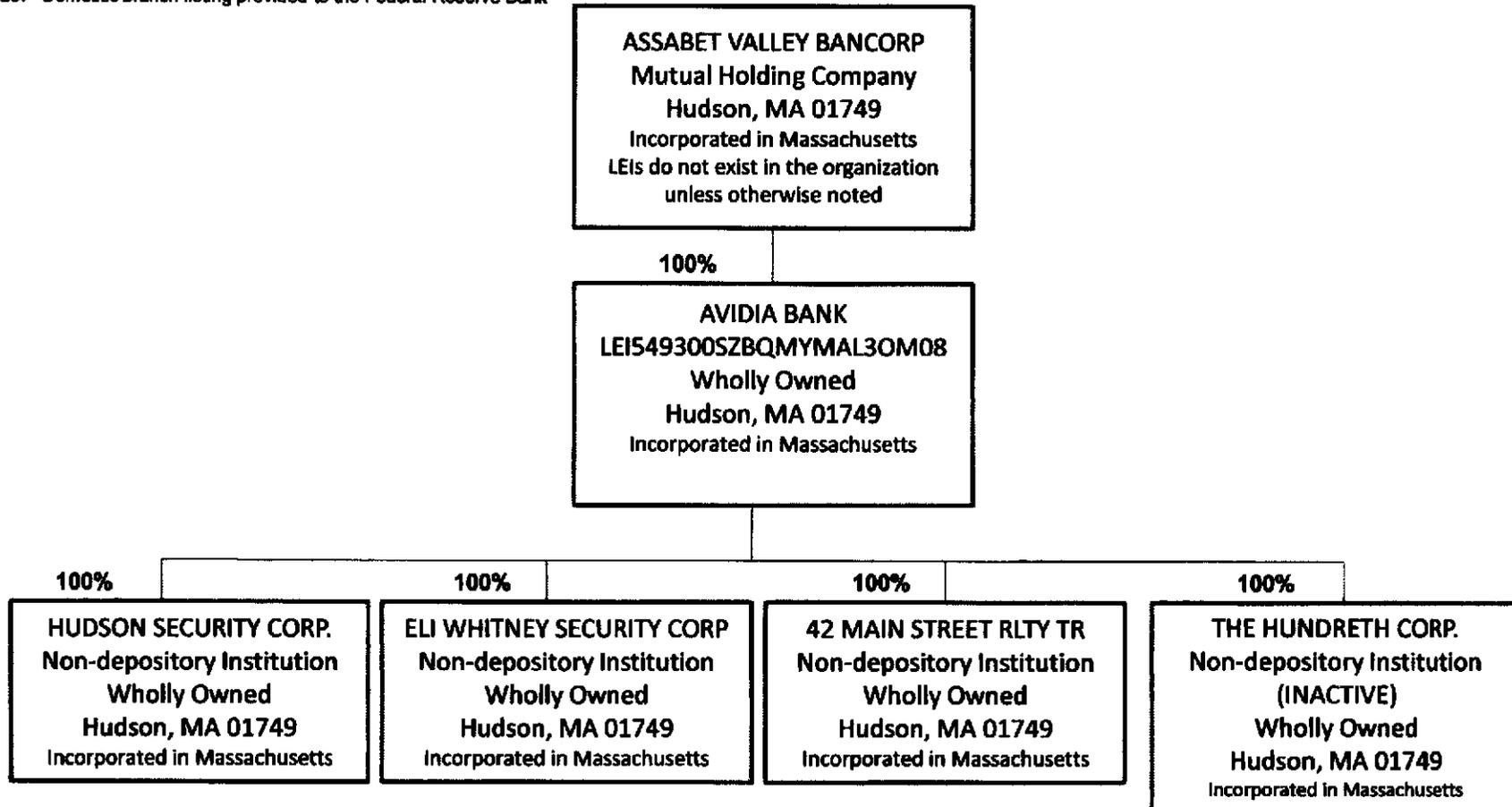
Report Item

1. The savings and loan holding company prepares an annual report for its securities holders and is not registered with the SEC. As specified by the responsible Reserve Bank, 2 copies are enclosed.

Fiscal Year ending December 31, 2017

2a: Organizational Chart

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



Results: A list of branches for your depository institution: AVIDIA BANK (ID_RSSD: 619701)
 This depository institution is held by ASSABET VALLEY BANCORP (2465528) of HUDSON, MA
 The data are as of 12/31/2017. Data reflects information that was received and processed through 03/04/2018

Recognition 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 Procedures

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		Full Service (Head Office)	619701	AVIDIA BANK	42 MAIN STREET	HUDSON	MA	01749	MIDDLESEX	UNITED STATES	Not Required	Not Required	AVIDIA BANK	619701	
OK		Full Service	314882	CLINTON MAIN STREET BRANCH	1073 MAIN STREET, WOODLUFF PLAZA	CLINTON	MA	01510	WORCESTER	UNITED STATES	Not Required	Not Required	AVIDIA BANK	619701	
OK		Full Service	684204	HUDSON SHOPPING CENTER BRANCH	223 WASHINGTON STREET	HUDSON	MA	01749	MIDDLESEX	UNITED STATES	Not Required	Not Required	AVIDIA BANK	619701	
OK		Full Service	511592	POPE STREET FINANCIAL CENTER BRANCH	11 POPE STREET	HUDSON	MA	01749	MIDDLESEX	UNITED STATES	Not Required	Not Required	AVIDIA BANK	619701	
OK		Full Service	337494	LEAMINGSTER BRANCH	470 LANCASTER STREET	LEAMINGSTER	MA	01453	WORCESTER	UNITED STATES	Not Required	Not Required	AVIDIA BANK	619701	
OK		Full Service	2573444	MARLBOROUGH BRANCH	256 MAPLE STREET	MARLBOROUGH	MA	01752	MIDDLESEX	UNITED STATES	Not Required	Not Required	AVIDIA BANK	619701	
OK		Full Service	881703	NORTHBOROUGH BRANCH	81 W MAIN ST	NORTHBOROUGH	MA	01532	WORCESTER	UNITED STATES	Not Required	Not Required	AVIDIA BANK	619701	
OK		Full Service	2636414	SHREWSBURY BRANCH	23 MAPLE AVENUE	SHREWSBURY	MA	01545	WORCESTER	UNITED STATES	Not Required	Not Required	AVIDIA BANK	619701	
OK		Full Service	204926	WESTBOROUGH EAST BRANCH	100 EAST MAIN STREET	WESTBOROUGH	MA	01581	WORCESTER	UNITED STATES	Not Required	Not Required	AVIDIA BANK	619701	
OK		Full Service	4124959	WILLOWS BRANCH	11 YAMM STREET	WESTBOROUGH	MA	01581	WORCESTER	UNITED STATES	Not Required	Not Required	AVIDIA BANK	619701	
ADD	9/25/2017	Full Service		FRAMMINGHAM BRANCH	270 COCHITUATE ROAD	FRAMMINGHAM	MA	01701	MIDDLESEX	UNITED STATES	Not Required	Not Required	AVIDIA BANK	619701	

Assabet Valley Bancorp

Name	Address	Principal Occupation	Title w/BHC (3a)	Title w/subsidiaries (3b)	Title w/other businesses (3c)	Shares w/BHC (4a)	Shares w/subsidiaries (4b)	Shares w/other businesses (4c)
Arthur E. Lemire	Southboro, MA 01772	Contractor	Trustee	Director	none	n/a	n/a	n/a
Benjamin H. Colanero Jr	Shrewsbury, MA 01545	Community Outreach	Trustee	Director	none	n/a	n/a	n/a
Brian Parker	Marlboro, MA 01752	Retired	Trustee	Director	None	n/a	n/a	n/a
James Ball	Westboro, MA 01581	Financial Advisor	Trustee	Director	President	n/a	n/a	100%
Jeff Leland	Northboro, MA 01532	Attorney	Trustee	Director	President - Leland Law Assoc.	n/a	n/a	50%
Jeff Leland		Vice President/Leland Insurance Agency	Trustee	Director	Vice President - Leland Insurance Agency	n/a	n/a	20%
Jeff Leland		Vice President/South Street Inc	Trustee	Director	Vice President - South Street Inc	n/a	n/a	40%
Joseph Grimaldo	Marlboro, MA 01752	CPA	Trustee	Director	CPA / O'Connor Maloney & Co	n/a	n/a	30%
Joseph MacDonough	Westboro, MA 01581	Retired	Trustee	Director	none	n/a	n/a	n/a
Lona Lamson	Hudson, MA 01749	Retired	Trustee	Director	none	n/a	n/a	n/a
M Neil Flanigan	Ashtand, MA 01721	Certified Public Accountant	Trustee	Director	Partner / Flanigan, Costello & Mainzer, LLP	n/a	n/a	33.00%
Michael Girard, DC	Hudson, MA 01749	Chiropractor	Trustee	Director	Owner / Hudson Chiropractic	n/a	n/a	n/a
Nancy Carlson	Grafton, MA 01519	Retired	Trustee	Director	none	n/a	n/a	n/a
Nicholas Zayka	Bolton, MA 01740	Retired	Trustee	Director	none	n/a	n/a	n/a
Michael D. Murphy	Bolton, MA 01740	Business Owner	Trustee	Director	President/Murphy Group LLC	n/a	n/a	25%
Paul W Blazar	Hudson, MA 01749	Retired	Trustee	Director	none	n/a	n/a	n/a
Paul McGrath	Westboro, MA 01581	CPA	Trustee	Director	none	n/a	n/a	n/a
Phyllis Stone	Northboro, MA 01532	Retired	Trustee	Director	none	n/a	n/a	n/a
Mark R O'Connell	Hudson, MA 01749	President of Avidia Bank	Trustee	Director	none	n/a	n/a	n/a
Margaret Sullivan	Hudson, MA 01749	CFO of Avidia Bank	None	Executive Vice President-CFO	none	n/a	n/a	n/a
Richard O. Schrader	Ashburnham, MA 01430	SVP of Avidia Bank	None	Senior Vice President	none	n/a	n/a	n/a
Lee Thompson	Maynard, MA 01754	SVP of Avidia Bank	None	Senior Vice President	none	n/a	n/a	n/a
Thomas J. Allan	Leominster, MA 01453	SVP of Avidia Bank	None	Senior Vice President	none	n/a	n/a	n/a
Joseph G. Sova	Sterling, MA 01564	SVP of Avidia Bank	None	Senior Vice President	none	n/a	n/a	n/a
Bertholomew H. Murphy	Holden, MA 01520	EVP Avidia Bank	None	EVP Avidia Bank	none	n/a	n/a	n/a
Stephen J. McAndrew	Holden, MA 01520	SVP of Avidia Bank	None	Senior Vice President	none	n/a	n/a	n/a
Gerald Curley	Bolton, MA 01740	EVP of Avidia Bank	None	Executive Vice President	none	n/a	n/a	n/a
Michael Allard	Franklin, MA 02038	SVP of Avidia Bank	None	Senior Vice President-Marketing	none	n/a	n/a	n/a
Robert Conery	Acton, MA 01720	EVP Avidia Bank	None	Executive Vice President - COO	none	n/a	n/a	n/a
Nell Buckley	Leominster, MA 01453	SVP of Avidia Bank	None	Senior Vice President	none	n/a	n/a	n/a
Andrew Miller	Needham, MA 02492	SVP of Avidia Bank	None	Senior Vice President	none	n/a	n/a	n/a
Thomas Doane	Auburn, MA 01501	SVP of Avidia Bank	None	Senior Vice President	none	n/a	n/a	n/a
Donald J. Frost III	Walpole, MA 02081	SVP of Avidia Bank	None	Senior Vice President	none	n/a	n/a	n/a
Sharon Quinn	Medway, MA 02063	SVP of Avidia Bank	None	Senior Vice President	none	n/a	n/a	n/a
Michael Semzoglou	Shrewsbury, MA 01545	SVP of Avidia Bank	None	Senior Vice President	Treasurer Washington Gateway Main Street Inc.	n/a	n/a	n/a
James D. Wilkins	Hudson, MA 01749	SVP of Avidia Bank	None	Senior Vice President	none	n/a	n/a	n/a