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Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6
Supervision, Regulation and
Credit Department

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, William Parent

Name of the Holding Company Director and Official

President and 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.

Blue Hills Bancorp, Inc.

Legal Title of Holding Company

500 River Ridge Drive

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

Norwood

MA

02062

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Katherine Peterson

SVP Controller

Name

Title

781-702-5746

Area Code / Phone Number / Extension

781-702-5728

Area Code / FAX Number

kpeterson@bluehillbank.com

E-mail Address

www.bluehillbank.com

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

Signature of Holding Company Director and Official

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

3742020

C.I.

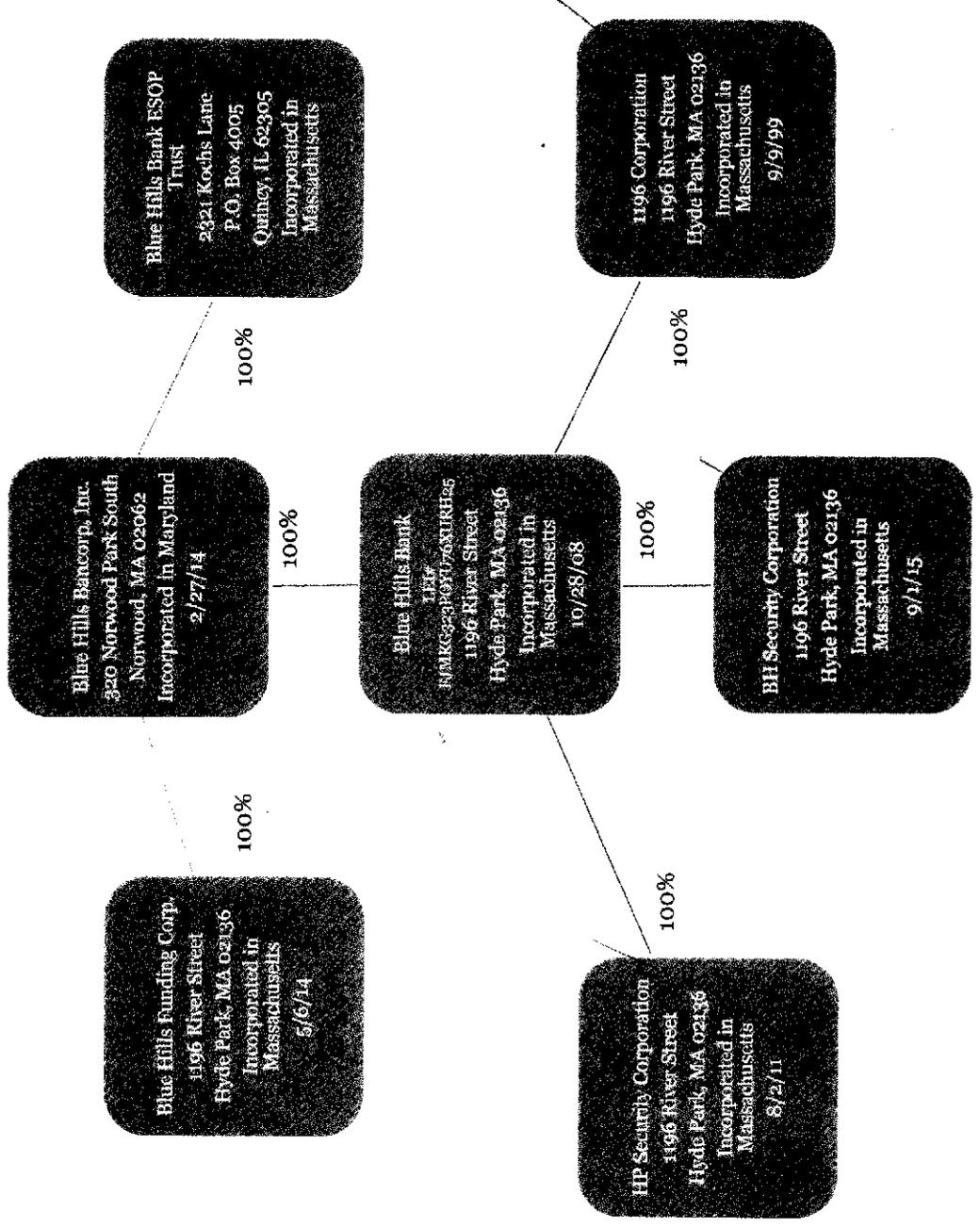
Is confidential treatment requested for any portion of this report submission? 0=No 1=Yes

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."

No LEIs



Board of Governors of the Federal Reserve System
FR Y-6 Depository Institution Branch Data Verification



Branches for Selected Institution

[Back to Search Results](#)

A list of branches for your depository institution: **BLUE HILLS BANK (ID_RSSD: 28406)**.
 This depository institution is held by **BLUE HILLS BANCORP, INC. (3742020)** of **NORWOOD, MA**.
 The data are as of **12/31/2017**.

Save a copy of this list by clicking the download button below. **When asked if you would like to open or save this file, choose the 'Save' button.** Make corrections to your saved copy and then send it to your FRB contact. See the detailed instructions (linked above) for more information.

[Download List to Excel](#)

Institutions: 1 to 11 of 11

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*
Full Service (Head Office)	28406	BLUE HILLS BANK	1196 RIVER STREET	HYDE PARK	MA	02136	SUFFOLK	UNITED STATES	Not Required	Not Required	BLUE HILLS BANK	28406
Full Service	5047895	SEAPORT DISTRICT	87 SEAPORT BOULEVARD	BOSTON	MA	02210	SUFFOLK	UNITED STATES	Not Required	Not Required	BLUE HILLS BANK	28406
Full Service	613709	DEDHAM BRANCH	749 PROVIDENCE HIGHWAY	DEDHAM	MA	02026	NORFOLK	UNITED STATES	Not Required	Not Required	BLUE HILLS BANK	28406
Full Service	954505	TRUMAN PARKWAY BRANCH	1065 TRUMAN PARKWAY	HYDE PARK	MA	02136	SUFFOLK	UNITED STATES	Not Required	Not Required	BLUE HILLS BANK	28406
Full Service	4974220	MILTON BRANCH	480 ADAMS STREET	MILTON	MA	02186	NORFOLK	UNITED STATES	Not Required	Not Required	BLUE HILLS BANK	28406
Full Service	2919816	AMELIA DRIVE BRANCH	ONE AMELIA DRIVE	NANTUCKET	MA	02554	NANTUCKET	UNITED STATES	Not Required	Not Required	BLUE HILLS BANK	28406
Full Service	1012000	ORANGE STREET BRANCH	2 ORANGE ST	NANTUCKET	MA	02554	NANTUCKET	UNITED STATES	Not Required	Not Required	BLUE HILLS BANK	28406
Full Service	885001	PLEASANT STREET BRANCH	104 PLEASANT STREET	NANTUCKET	MA	02554	NANTUCKET	UNITED STATES	Not Required	Not Required	BLUE HILLS BANK	28406
Full Service	2744821	NAHATAN PLACE BRANCH	111 LENOX STREET	NORWOOD	MA	02062	NORFOLK	UNITED STATES	Not Required	Not Required	BLUE HILLS BANK	28406
Full Service	3263570	CENTRE STREET BRANCH	1920 CENTRE STREET	WEST ROXBURY	MA	02132	SUFFOLK	UNITED STATES	Not Required	Not Required	BLUE HILLS BANK	28406
Full Service	4974211	WESTWOOD BRANCH	171 UNIVERSITY AVENUE	WESTWOOD	MA	02090	NORFOLK	UNITED STATES	Not Required	Not Required	BLUE HILLS BANK	28406

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

Form FR Y-6
Blue Hills Bancorp, Inc.
Fiscal Year Ending December 31, 2017

Report Item 3: Securities holders
 1, a, b, c and 2, a, b, c

Current Securities holders with ownership, control or holdings of 5% or more
 with power to vote as of fiscal year ending 12-31-2017

1a Name City, State, Country	1b Country of Citizenship Or Incorporation	1c Number and Percentage of Each Class of Voting Securities
Blue Hills Bank Employee Stock Ownership Plan and Trust 1196 River Street Hyde Park, MA 02136	USA	2,269,471 8.4% Common Stock
T. Rowe Price Associates, Inc. 100 East Pratt Street Baltimore, MD 21202-1009	USA	3,093,741 11.5% Common Stock
FMR LLC Abigail P. Johnson 245 Summer Street Boston, MA 02210	USA	2,302,437 8.6% Common Stock

Form FR Y-6
Blue Hills Bancorp, Inc.
Fiscal Year Ending December 31, 2015

Name, City, State, Country	Principal Occupation if other than with Issuing Company	Title & Position with Issuing Company	Title and Position with Other Businesses (Include names of subsidiaries)	Title and Position with other Businesses (Include names of other businesses)	Percentage of Voting Shares in Issuing Company	Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	List names of other companies (include partnerships) if 10% or more of voting securities are held (list names of companies and percentage of voting securities held)
David J. Houston, Jr. Weymouth, MA	Insurance Broker	Chair of The Board	Chairman of the Board		less than 1%	n/a	J.J. Houston & Co. LLC 33%, J.J. Houston & Co. LLP 75%
William M. Parent Boston, MA	n/a	President & CEO	President & CEO	Trustee Thayer Academy, Weliko Children's Service, Board Greater Boston YMCA, New England Council and Massachusetts Banks Association	less than 1%	n/a	n/a
George E. Clancy Littleton, MA	Attorney	Director	Director	Non-equity partner- Fuller, Rosenberg, Paimer & Beliveau, LLP	less than 1%	n/a	n/a
David A. Powers Hingham, MA	Insurance Agent	Director	Director	Burgin Platner Hurley Insurance Agency, LLC of Quincy	less than 1%	n/a	
Janice L. Shields Wellesley, MA		Director	Director	Managing Director, EVP Director Shields & Company Inc., Managing Director, President, Director Shields Securities Inc, Director Commodore Builders, Board of Advisors Imperial Distributors; 1993 Ryan Children Trust	less than 1%	n/a	Shields & Company- 47.5%, Inc. Shields Securities Inc. 50%
Scott Smith Hyde Park, MA	President and CEO of The SC Group	Director	Director	LT Governors Interagency Council and Mayors Commission on Homelessness	less than 1%	n/a	n/a
Brian G. Leary W. Newton, MA	Attorney	Director	Director	Attorney at Holland and Knight	less than 1%	n/a	n/a
Peter J. Manning Concord, MA	Retired -Vice Chairman of Fleet Boston Financial	Director	Director	Directorships: Safety Insurance Group	less than 1%	n/a	n/a
Ronald K. Perry Sudbury, MA	Real Estate Broker	Director	Director	Principal at Avision Young	less than 1%	n/a	n/a
Anthony (Bud) LaCava Weston, MA	Retired CPA	Director	Director	Chairman, Business School Advisory Council, Bentley University; Director, Massachusetts Business Roundtable; Director, Jobs for Massachusetts; Board Member, Great Boston Chamber of Commerce; Member, Corporate Directors Group and Member, Board Leaders.	less than 1%	n/a	
Pamela Scott North Andover, MA	President and CEO of LVCC, Inc.	Director	Director	President and CEO of LVCC, Inc.; Board of Trustees for Salem State University; Member of the Trustee Advisory Board at Beth Israel Deaconess Medical Center.	less than 1%	n/a	