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.

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 officer of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior officer 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.

I, Michael E. Tucker
Name of the Holding Company Director and Official
President & 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.

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.

[Signature of Holding Company Director and Official]

Date of Signature: 4/6/2017

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: 375,6690
C.I.: 0

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.

Date of Report (top-tier holding company's fiscal year-end):
March 31, 2017

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

Report's Name, Street, and Mailing Address

Greenfield Bancorp, MHC
Legal Title of Holding Company
P.O. Box 1345
(Mailing Address of the Holding Company) Street / P.O. Box
Greenfield MA 01302-1345
City State Zip Code

Physical Location (if different from mailing address)
63 Federal Street, Greenfield, MA

Person to whom questions about this report should be directed:
Michael F. Turley Vice President & Controller
Name Title

Area Code / Phone Number / Extension
413-772-5000 x 139

Area Code / FAX Number
413-584-2209

E-mail Address
mturley@greenfieldcooopbank.com

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.”

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.
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.

Greenfield Cooperative Bank
Legal Title of Subsidiary Holding Company
P.O. Box 1345
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
Greenfield MA 01302-1345
City State Zip Code
Physical Location (if different from mailing address)

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)

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)

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)

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)
Greenfield Bancorp, MHC

FRY - 6

Report Item 1: Annual Report to Shareholders
March 31, 2017

Note: Report Item 1 is not applicable as Greenfield Bancorp, MHC is mutually owned, having no shareholders.
Greenfield Bancorp, MHC
Incorporated in Massachusetts
63 Federal St, Greenfield, MA 01301
Mutual holding company, no stockholders

Greenfield Co-operative Bank
Incorporated in Massachusetts
63 Federal St, Greenfield, MA 01301
100% owned by Greenfield Bancorp, MHC

62 Fed LLC
(holds our ops building)
Incorporated in Massachusetts,
63 Federal St,
Greenfield, MA 01301
100% owned by Greenfield Co-operative Bank

NCB Security Corporation, Inc.
Incorporated in Massachusetts
63 Federal St, Greenfield, MA 01301
100% owned by Greenfield Co-operative Bank

GCB Securities Corporation
Incorporated in Massachusetts
63 Federal St, Greenfield, MA 01301
100% owned by Greenfield Co-operative Bank
Greenfield Bancorp, MHC
FRY – 6
Report Item 2b: Domestic Branch Listing
March 31, 2017

Greenfield Co-operative Bank
Branch Office
277 Federal Street
Greenfield, MA 01301

Greenfield Co-operative Bank
Main Office
63 Federal Street
Greenfield, MA 01301
+Operations/Lending Office:
62 Federal Street
Greenfield, MA 01301

Greenfield Co-operative Bank
Branch Office
144 Main Street
Northfield, MA 01360

Greenfield Co-operative Bank
Branch Office
33-37 Bridge Street
Shelburne Falls, MA 01370

Greenfield Co-operative Bank
Branch Office
253 Triangle Street
Amherst, MA 01002

Greenfield Co-operative Bank
Branch Office
6 Main Street
Florence, MA 01062

Greenfield Co-operative Bank
Branch Office
176 Avenue A
Turners Falls, MA 01376

Greenfield Co-operative Bank
Branch Office
67 King Street
Northampton, MA 01060

Greenfield Co-operative Bank
Branch Office
18 Amherst Road
Sunderland, MA 01375

Greenfield Co-operative Bank
Branch Office
390 College Street
Amherst, MA 01002
Greenfield Bancorp, MHC
FRY - 6
Report Item 3: Securities Holders
(as of March 31, 2017)

Note: Report Item 3 is not applicable as Greenfield Bancorp, MHC’s ownership is mutual with no stock or securities issued with related voting rights.
Greenfield Bancorp, MHC
FRY – 6
Report Item 4: Insiders

As of 3/31/2017

Officers

Kevin J. O’Neil  - Chairman of the Board
  - Greenfield, MA President, Wilson’s Department Store
Michael E. Tucker, Esq.  - President & Chief Executive Officer
  - Easthampton, MA
Colleen T. Bugbee  - Vice President & Treasurer
  - Feeding Hills, MA
Michael F. Turley  - Vice President & Controller
  - Buckland, MA
Robert R. Carey, Esq.  - Clerk
  - Bernardston, MA

Directors

Martha S. Borawski  - Florence, MA
  - President, Pioneer Valley Travel
Robert R. Carey, Esq.  - Bernardston, MA
  - Attorney at Law & Partner – Curtiss, Carey, Gates, & Goodrich, LLP
William A. Dufraine  - Greenfield, MA
  - Dufraine Group, LLC
Edward D. Etheredge, Esq.  - Florence, MA
  - Etheredge and Steuer, P.C.
Susan G. Fentin, Esq.  - Conway, MA
  - Attorney at Law – Skoler, Abbott and Presser, P.C.
Keith Finan  - Deerfield, MA
  - CFO – Deerfield Academy
JoAnne J. Finck  - South Deerfield, MA
  - Vice President – Finck & Perras
Nancy Fournier, CPA  - Shelburne, MA
  - Shareholder – Melanson, Heath & Co., PC
Daniel Graves, Esq.  - South Deerfield, MA
  - Attorney at Law & Partner – Law Offices of Daniel F. Graves
Thomas C. Hodgkins  - Williamsburg, MA
  - Retired

Note: No person on this page has ownership in any class of stocks as the ownership is mutual with no stock ownership by individuals.
Greenfield Bancorp, MHC
FRY – 6
Report Item 4: Insiders
(Directors continued)

John W. Kuhn – Amherst, MA
- Kuhn Riddle Architects, Inc

Eugene A. L’Etoile – Northfield, MA
- President, Four Star Farms, Inc.

Peter MacConnell, Esq. – Amherst, MA
- Bacon Wilson, P.C.

Robb D. Morton, CPA. – E. Longmeadow, MA
- Boiselle, Morton & Associates

Kevin J. O’Neil (Chairman) – Greenfield, MA
- President – Wilson’s Department Store

Josiah L. Simpson – Shelburne, MA
- President – Josh Simpson Contemporary Glass, Inc.

William T. Stapleton – Amherst, MA
- Retired

Michael E. Tucker, Esq. (President) – Easthampton, MA

Robert L. Underhill – South Deerfield, MA
- Retired

Peter J. Whalen – Northampton, MA
- President, Whalen Insurance

Note: No person on this page has ownership in any class of stocks as the ownership is mutual with no stock ownership by individuals.
# Greenfield Bancorp, MHC
## FRY – 6
### Report Item 4: Insiders as of 3/31/2016 (continued)
#### Corporators of the MHC

<table>
<thead>
<tr>
<th>Name</th>
<th>Title and Details</th>
</tr>
</thead>
<tbody>
<tr>
<td>Nancy A. Fournier, CPA (57); Shareholder, Melanson, Heath &amp; Co., PC</td>
<td>Shelburne, MA</td>
</tr>
<tr>
<td>William F. Ahlemeyer (67); Vice President, Greenfield Co-operative Bank</td>
<td>Hadley, MA</td>
</tr>
<tr>
<td>Andrew Chase (59); Head of School, Eaglebrook School</td>
<td>Deerfield, MA</td>
</tr>
<tr>
<td>Keith Finan (62); Chief Financial Officer, Deerfield Academy</td>
<td>Deerfield, MA</td>
</tr>
<tr>
<td>Josiah L. Simpson, Jr. (67); artist</td>
<td>Shelburne, MA</td>
</tr>
<tr>
<td>Molly Wood (68); Owner, Small Corporation</td>
<td>Greenfield, MA</td>
</tr>
<tr>
<td>Darci Brown (59); Owner, Brown Motors, Inc.</td>
<td>Northfield, MA</td>
</tr>
<tr>
<td>William R. Pratt (44); Padula Brothers, Inc.</td>
<td>Bernardston, MA</td>
</tr>
<tr>
<td>Christine M. Eugin (64); Retired</td>
<td>Conway, MA</td>
</tr>
<tr>
<td>Kevin D. Parsons (55); Attorney at Law</td>
<td>Shelburne Falls, MA</td>
</tr>
<tr>
<td>Richard LaPierre (67); President, LaPierre's Advertising</td>
<td>Shelburne, MA</td>
</tr>
<tr>
<td>Margarita O’Byrne Curtis (64); Head of School, Deerfield Academy</td>
<td>Deerfield, MA</td>
</tr>
<tr>
<td>Douglas P. Clarke (64); Retired</td>
<td>Greenfield, MA</td>
</tr>
<tr>
<td>June Malenfant (73); Retired</td>
<td>Greenfield, MA</td>
</tr>
<tr>
<td>Susan Renfrew (55); Realtor, Renfrew Real Estate</td>
<td>Bernardston, MA</td>
</tr>
</tbody>
</table>

Note: No person on this page has ownership in any class of stock as the ownership is mutual with no stock ownership by individuals.
Deborah J. Falcon (60); Retired
Buckland, MA

Susan Fentin, Esq. (67); Labor Attorney, Skoler Abbott & Presser, P.C.
Conway, MA

William A. Dufraine (59); Dufraine Group, LLC
Greenfield, MA

Michael E. Tucker (60); President & CEO, Greenfield Co-operative Bank
Easthampton, MA

Robert Underhill (64); Retired
S. Deerfield, MA

Robert R. Carey, Esq. (69); Attorney at Law, Curtiss, Carey, Gates & Goodridge
Bernardston, MA

Jeffrey Collura, DMD (37), Owner, Turners Falls Dental
Erving, MA

Kevin J. O’Neil (62); President, Wilson’s Department Store
Greenfield, MA

Eugene A. L’Etoile (66); President, Four Star Farms
Northfield, MA

Daniel Graves, Esq. (46); Law Offices of Daniel Graves
Bernardston, MA

Elizabeth A. Dolby (59); Owner, The Body Shoppe
Greenfield, MA

Elizabeth G. Fisk (34); Account Executive, WHAI, WPVQ
Greenfield, MA

Regis MacNeil Johnston (75); President, Crocker Communications Co
Greenfield, MA

C. Michael Sheridan (77); Retired
North Chatham, MA

Arjen Vriend (48); Owner, Pioneer Gardens
Deerfield, MA

Note: No person on this page has ownership in any class of stock as the ownership is mutual with no stock ownership by individuals.
<table>
<thead>
<tr>
<th>Name</th>
<th>Title</th>
<th>Company</th>
<th>Location</th>
</tr>
</thead>
<tbody>
<tr>
<td>Martha S. Borawski</td>
<td>President &amp; Owner</td>
<td>Pioneer Valley Travel</td>
<td>Florence, MA</td>
</tr>
<tr>
<td>Edward E. Etheredge, Esq.</td>
<td>Attorney</td>
<td>Etherege &amp; Steuer, PC</td>
<td>Florence, MA</td>
</tr>
<tr>
<td>JoAnne J. Finck</td>
<td>Vice President</td>
<td>Finck &amp; Perras Insurance Agency, Inc.</td>
<td>South Deerfield, MA</td>
</tr>
<tr>
<td>John W. Kuhn</td>
<td>Senior Principal</td>
<td>LEED VP, Kuhn Riddle Architects</td>
<td>Amherst, MA</td>
</tr>
<tr>
<td>Peter MacConnell, Esq.</td>
<td>Attorney</td>
<td>Bacon Wilson, P.C.</td>
<td>Amherst, MA</td>
</tr>
<tr>
<td>Robb D. Morton</td>
<td>CPA</td>
<td>Boisselle, Morton &amp; Wolkowicz, LLP</td>
<td>East Longmeadow, MA</td>
</tr>
<tr>
<td>William T. Stapleton</td>
<td>Retired</td>
<td></td>
<td>Amherst, MA</td>
</tr>
<tr>
<td>Peter J. Whalen</td>
<td>Owner</td>
<td>Whalen Insurance Agency</td>
<td>Northampton, MA</td>
</tr>
<tr>
<td>Thomas C. Hodgkins</td>
<td>Retired</td>
<td></td>
<td>Williamsburg, MA</td>
</tr>
</tbody>
</table>

Note: No person on this page has ownership in any class of stock as the ownership is mutual with no stock ownership by individuals.