

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

FR 5/30/2017

6/2/17

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.

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

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 3736690

C.I.

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

March 31, 2017

Month / Day / Year

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

Reporter'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

63 Federal Street, Greenfield, MA

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Michael F. Turley

Vice President & Controller

Name

Title

413-772-5000 x 139

Area Code / Phone Number / Extension

413-584-2209

Area Code / FAX Number

mturley@greenfieldcoopbank.com

E-mail Address

N/A

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."

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

63 Federal St, Greenfield, MA

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

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City State Zip Code

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

City State Zip Code

Physical Location (if different from mailing address)

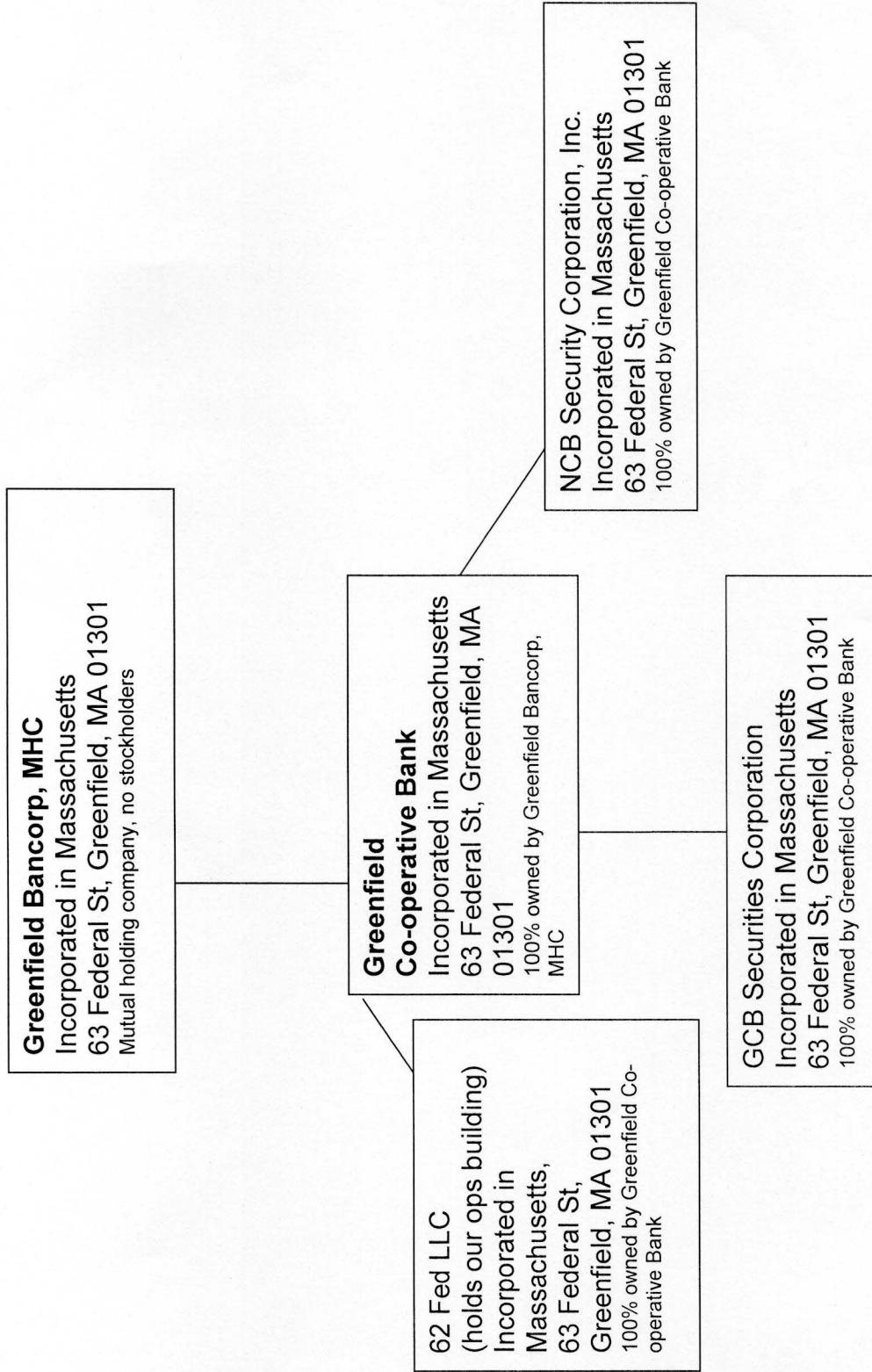
Greenfield Bancorp, MHC

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**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.

ORGANIZATION 3/31/2017



Greenfield Bancorp, MHC

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**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
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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
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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
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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

- Boisselle, 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

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Greenfield Bancorp, MHC

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Report Item 4: Insiders as of 3/31/2016 (continued) Corporators of the MHC

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

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Greenfield Bancorp, MHC
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Report Item 4: Insiders as of 3/31/2016 (continued)
Corporators of the MHC

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|---|
| 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 |

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Greenfield Bancorp, MHC
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Report Item 4: Insiders as of 3/31/2016 (continued)
Corporators of the MHC

| |
|--|
| Martha S. Borawski (69); President & Owner, Pioneer Valley Travel Florence, MA |
| Edward E. Etheredge, Esq. (69); Attorney at Law, Etherege & Steuer, PC Florence, MA |
| JoAnne J. Finck (59); Vice President, Finck & Perras Insurance Agency, Inc. South Deerfield, MA |
| John W. Kuhn (67); Senior Principal, LEED VP, Kuhn Riddle Architects Amherst, MA |
| Peter MacConnell, Esq. (69); Attorney at Law, Bacon Wilson, P.C. Amherst, MA |
| Robb D. Morton (58); CPA, Boisselle, Morton & Wolkowicz, LLP East Longmeadow, MA |
| William T. Stapleton (71); Retired Amherst, MA |
| Peter J. Whalen (57); Owner, Whalen Insurance Agency Northampton, MA |
| Thomas C. Hodgkins (79); Retired Williamsburg, MA |

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