

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.

I, John H. Howland

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.

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

02/15/2018

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 3309889
 C.I. _____

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

December 31, 2017

Month / Day / Year

549300L6YKIXOYQ57883

Greenfield Savings Bank

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

Reporter's Name, Street, and Mailing Address

GSB, MHC

Legal Title of Holding Company

400 Main Street, P.O. Box 1537

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

Greenfield MA 01302
 City State Zip Code

Greenfield

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Donald J. LaFontaine Vice President - Controller
 Name Title

413-775-8121

Area Code / Phone Number / Extension

413-773-0859

Area Code / FAX Number

dlafontaine@greenfieldsavings.com

E-mail Address

http://www.greenfieldsavings.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

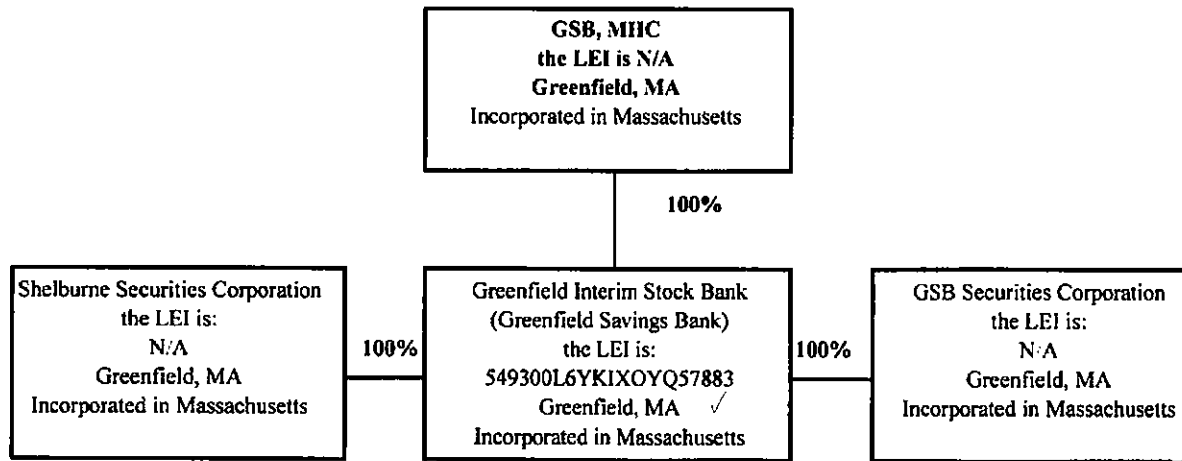
NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

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GSB, MHC
Greenfield, MA
Fiscal Year Ending December 31, 2017

Report Item

- 1: The savings and loan holding company does not prepare an annual report for its securities holders and is not registered with the SEC.
- 2a: Organization Chart



Remains structure as of February, 2018.

Resubmit: A list of branches for your depository institution: GREENFIELD SAVINGS BANK (FCID: 622607)
 The depository institution is held by USA Bank (20562810) GREENFIELD, VA.
 The date as of 12/31/2017. Data reflect information that was received and processed through 01/26/2018

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 never owned by this depository institution, enter 'Close' in the Data Action column.
- Delet: If a branch listed was never owned by this depository institution, enter 'Delet' in the Data Action column.
- Add: If a separate branch is missing, insert a row, add the branch date, 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.
- Submit this list. See the detailed instructions on the 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 submit FR Y-10 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delet, or Add. The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <http://y10online.frbatlantique.gov>.
- * FCID (LMI/NUM), Office number, and ID (SSSD) columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch ID (SSSD)	Popular Name	Street Address	City	State	ZIP Code	County	Country	FOIC LMI/NUM	Office Number	Head Office	Head Office ID (SSSD)	Comments
OK		622607	GREENFIELD SAVINGS BANK	400 MAIN STREET	GREENFIELD	VA	01301	FRANKLIN	UNITED STATES	Not Required	Not Required	Head Office	622607	
OK		3101690	UNIVERSITY DRIVE BRANCH	6 UNIVERSITY DRIVE	GREENFIELD	VA	01002	HAMPSHIRE	UNITED STATES	Not Required	Not Required		622607	
OK		234905	CONWAY BRANCH	181 PARSONS DRIVE	CONWAY	VA	01341	FRANKLIN	UNITED STATES	Not Required	Not Required		622607	
OK		446228	RING STREET BRANCH	325A RING STREET	NORTHAMPTON	VA	01341	HAMPSHIRE	UNITED STATES	Not Required	Not Required		622607	
OK		4750282	MONAWK TRAIL BRANCH	1729 MONAWK TRAIL	SHELBURNE	VA	01370	FRANKLIN	UNITED STATES	Not Required	Not Required		622607	
OK		1223927	SHELBURN FALLS BRANCH	58 GARDGE STREET	SHELBURN FALLS	VA	01370	FRANKLIN	UNITED STATES	Not Required	Not Required		622607	
OK		664307	SOUTH GREENFIELD BRANCH	61 NORTH MAIN STREET	SOUTH GREENFIELD	VA	01373	FRANKLIN	UNITED STATES	Not Required	Not Required		622607	
OK		634704	TUMBLE FALLS BRANCH	282 AVENUE A	TUMBLE FALLS	VA	01376	FRANKLIN	UNITED STATES	Not Required	Not Required		622607	
OK	6/5/2017	622607	DOWNTOWN NORTHAMPTON BRANCH	207 MAIN STREET	NORTHAMPTON	VA	01060	HAMPSHIRE	UNITED STATES	Not Required	Not Required		622607	
OK	6/5/2017	622607	DOWNTOWN AMHERST BRANCH	108 NORTH PLEASANT STREET	AMHERST	VA	01002	HAMPSHIRE	UNITED STATES	Not Required	Not Required		622607	

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**GSB, MHC
Greenfield, MA**

Fiscal Year Ending December 31, 2017

Report Item

3. No Security Holders for GSB, MHC

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GSB, MIIC
Fiscal Year Ending December 31, 2017

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name City, State Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in 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 securi- ties are held (List names of companies and percentage of voting securities held)
John Howland Greenfield, MA	N/A	Trustee & President	Director & President (Greenfield Savings Bank & GSB Securities Corp. & Shelburne Securities Corp.)	N/A	N/A	N/A	N/A
Robert Cohn Greenfield, MA	Realtor	Trustee	Director (Greenfield Savings Bank)	President - Cohn & Company Real Estate	N/A	N/A	Cohn & Company Real Estate
Regina Curtis Warwick, MA	College Administrator	Trustee	Director (Greenfield Savings Bank)	Greenfield Community College	N/A	N/A	N/A
Mark Donoghue Greenfield, MA	Realtor	Trustee	Director (Greenfield Savings Bank) (Greenfield Savings Bank & GSB Securities Corp. & Shelburne Securities Corp.)	Donoghue Realty, Taylors Tavern	N/A	N/A	Donoghue Realty, Taylors Tavern
Timothy Farrell Greenfield, MA	Insurance Agent	Trustee	Director (Greenfield Savings Bank)	Gilmore & Farrell Insurance Agency	N/A	N/A	Gilmore & Farrell Insurance Agency
Shane Hammond Bernardston, MA	College Administrator	Trustee	Director (Greenfield Savings Bank)	Greenfield Community College	N/A	N/A	N/A
Kenneth Kahn Leverett, MA	Attorney	Trustee	Director (Greenfield Savings Bank)	Kenneth P. Kahn, Attorney at Law	N/A	N/A	Kalmar Realty, LLC & Law Offices of Kenneth P. Kahn
Edward Margola Gill, MA	Certified Public Accountant	Trustee & Chairman	Director & Chairman (Greenfield Savings Bank & GSB Securities Corp. & Shelburne Securities Corp.)	Edward I. Margola, CPA	N/A	N/A	Edward I. Margola, CPA
Rebecca Caplice Shelburne, MA	Retired	Trustee	Director (Greenfield Savings Bank)	N/A	N/A	N/A	
Dennis Putnam Greenfield, MA	Certified Public Accountant	Trustee	Director (Greenfield Savings Bank)	Dennis Putnam CPA	N/A	N/A	Dennis Putnam CPA
John M. Shanahan Greenfield, MA	Production Manager	Trustee	Director (Greenfield Savings Bank)	Penfield Productions, Ltd.	N/A	N/A	Penfield Productions, Ltd.
Pamela Stobierski South Deerfield, MA	Attorney	Trustee	Director (Greenfield Savings Bank & GSB Securities Corp. & Shelburne Securities Corp.)	Partner Stobierski & Stobierski	N/A	N/A	Stobierski & Stobierski
Warren Thomas, Jr Turners Falls, MA	Retired	Trustee	Director (Greenfield Savings Bank & GSB Securities Corp. & Shelburne Securities Corp.)	N/A	N/A	N/A	Bostley Sales and Leasing, Inc

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Fiscal Year Ending December 31, 2017

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

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Barry Roberts Amherst, MA	Reitor	Trustee	Director (Greenfield Savings Bank)	25 35 University Drive L.L.C Amherstworks L.L.C East Street Commons L.L.C EV Realty Trust Hassan'S Barn L.L.C	N/A	N/A	25-35 University Drive L.L.C Amherstworks L.L.C East Street Commons L.L.C EV Realty Trust Hassan'S Barn L.L.C
Denise Coyne Montague, MA	N/A	Executive Vice President	Executive Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A
Thomas Meshako Hatfield, MA	N/A	Senior Vice President	Senior Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A
Carmen Bassett Ashfield, MA	N/A	Senior Vice President	Senior Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A
Lori Grover Greenfield, MA	N/A	Senior Vice President	Senior Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A
Mark Grumoli Northampton, MA	N/A	Senior Vice President	Senior Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A
Stephen Hamlin South Hadley, MA	N/A	Senior Vice President	Senior Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A
Andrew Bresciano Turners Falls, MA	N/A	Vice President	Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A
Christopher Caouette Florence, MA	N/A	Vice President	Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A
John Cormican Shelburne, MA	N/A	Vice President	Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A
Melanie Reneris Greenfield, MA	N/A	Vice President	Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A

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(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name City, State Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in 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 securi- ties are held (List names of companies and percentage of voting securities held)
Linda Dagilus South Deerfield, MA	N/A	Vice President	Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A
Maura Guzak Belchertown, MA	N/A	Vice President	Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A
Donald LaFontaine W Chesterfield, NH	N/A	Vice President	Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A
Joshua Parker Greenfield, MA	N/A	Vice President	Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A
Mark Russo Deerfield, MA	N/A	Vice President	Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A
Karen Cartier Chicopee, MA	N/A	Vice President	Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A
Matthew J Sheridan Northfield, MA	N/A	Vice President	Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A
Michelle Laure Greenfield, MA	N/A	Vice President	Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A
Tara Brewster Florence, MA	N/A	Vice President	Vice President (Greenfield Savings Bank)	N/A	N/A	N/A	N/A