

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, **James Malerba**

Name of the Holding Company Director and Official

**EVP/Chief Financial Officer**

Title of the Holding Company Director and Official

**Radius Bancorp Inc.**

Legal Title of Holding Company

**One Harbor Street, Suite 201**

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

**Boston**

**MA**

**02210**

City

State

Zip Code

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.

Physical Location (if different from mailing address)

*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.*

Person to whom questions about this report should be directed:

**James Malerba**

**EVP/Chief Financial Officer**

Name

Title

**617-728-7323**

Area Code / Phone Number / Extension

**617-330-5104**

Area Code / FAX Number

**jmalerba@radiusbank.com**

E-mail Address

Signature of Holding Company Director and Official

**03/27/2018**

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

For Federal Reserve Bank Use Only

RSSD ID \_\_\_\_\_

C.I. \_\_\_\_\_

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."

**Results:** A list of branches for your depository institution: **RADIUS BANK (ID\_RSSD: 264772)**.

This depository institution is held by **RADIUS BANCORP INC. (4121912)** of **BOSTON, MA**.

The data are as of **12/31/2017**. Data reflects information that was received and processed through **01/04/2018**.

**Reconciliation 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 Procedure**

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>.

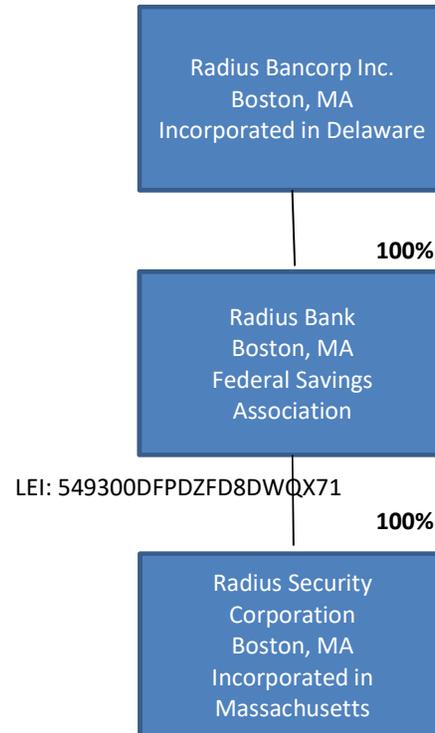
\* FDIC UNINUM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK	12/31/2017	Full Service (Head Office)	264772	RADIUS BANK	1 HARBOR STREET STE 201	BOSTON	MA	02210	SUFFOLK	UNITED STATES	Not Required	Not Required	RADIUS BANK	264772	

**Form FR Y-6**  
**Radius Bancorp Inc.**  
**Boston, MA**  
**Fiscal Year Ended December 31, 2017**

**Report Item:**

1. Radius Bancorp Inc. does not prepare an annual report to its shareholders
2. Organization chart follows:



**LEI not applicable unless otherwise noted**

Form FR Y-6  
Radius Bancorp Inc.  
Fiscal Year Ended December 31, 2017

1. Radius Bancorp Inc. does not prepare an annual report to its shareholders

(1)(a)(b)(c) and (2)(a)(b)(c)

Current Security Holders with Ownership, control or holdings of 5% or more with power to vote as of fiscal year ended December 31, 2017			Security Holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ended December 31,		
(1)(a) Name City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and percentage of Each Class of Voting Securities	(2)(a) Name City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and percentage of Each Class of Voting Securities
Patriot Financial Partners Philadelphia, PA, USA	USA	1,233,469 shares -- 22.8173% of outstanding Class A Voting			
Greenhill Capital Partners New York, NY, USA	USA	1,120,836 shares -- 20.7337% of outstanding Class A Voting			
BayBoston Capital Newton Center, MA, USA	USA	539,007 shares -- 9.9708% of outstanding Class A Voting			
Endicott Opportunity Partners New York, NY, USA	USA	493,091 shares -- 9.1214% of outstanding Class A Voting			
Michael Butler Boston, MA, USA	USA	76,133 shares -- 1.4083% of outstanding Class A Voting 200,000 options representing 3.6997% of Class A Voting			

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Radius Bancorp Inc.  
Fiscal Year Ended December 31, 2017

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

(1) Name	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank 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 Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include name of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (list names of companies and percentage of voting securities held)
Michael Butler Boston, MA, USA	N/A	President & Chief Executive Officer Director	President & Chief Executive Officer, Director Radius Bank President and Director Radius Organization Corp President and Director Radius Security Corp	N/A	5.1080%	N/A	N/A
Shepherd Rainie Sharon, MA, USA	N/A	EVP/ Chief Risk Officer	EVP/ Chief Risk Officer Radius Bank Assistant Secretary Radius Organization Corp	N/A	1.0003%	N/A	N/A
James Malerba Medfield, MA, USA	N/A	EVP/Chief Financial Officer	EVP/Chief Financial Officer Radius Bank Director & Treasurer Radius Organization Corp Treasurer Radius Security Corp	N/A	2.9992%	N/A	N/A
David Granese Norfolk, MA, USA	N/A	EVP/Institutional Banking	EVP/Institutional Banking Radius Bank	N/A	0.1165%	N/A	
Charles Clarke Gates Mills, Ohio, USA	N/A	EVP/ Chief Data Officer	EVP/ Chief Data Officer Radius Bank	N/A	0.0925%	N/A	N/A
Doreen Heath Westwood, MA, USA	N/A	SVP/Chief Administrative Officer & Assistant Secretary	SVP/Chief Administrative Officer & Assistant Secretary Radius Bank Secretary Radius Organization Secretary Radius Bank Security Corporation	N/A	0.0206%	N/A	N/A
Christopher Tremont Boston, MA, USA	N/A	EVP/Virtual Banking	EVP/Virtual Banking	N/A	0.5756%	N/A	N/A
Philip Peters Melrose, MA, USA	N/A	EVP/COO	EVP/COO	N/A	1.0834%	N/A	N/A
Diane Gallion Chicago, IL, USA	N/A	EVP/GGL National Director	EVP/GGL National Director	N/A	0.7144%	N/A	N/A
Ardeth Griggs South Boston, MA, USA	N/A	SVP/Senior Commercial Banker	SVP/Senior Commercial Banker	N/A	0.2542%	N/A	N/A
Stephen O'Leary Reading, MA, USA	N/A	EVP/ Equipment Finance	EVP/Leasing Financing	N/A	0.1093%	N/A	N/A

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Dale Stuhlmiller Eire, PA, USA	Retired	Director	Director Radius Bank	N/A	0.0277%	N/A	N/A
Carlos Garcia Newton Center, MA, USA	Investor	Director	Director Radius Bank	CEO/ Managing Partner BayBoston Capital	N/A	N/A	N/A
Boris Gutin New York, NY, USA	Investor	Director	Director Radius Bank	Managing Director Greenhill Capital Partners	N/A	N/A	N/A
Sarah Hodgkinson Somerville, MA, USA	Marketing	Director	Director Radius Bank	VP/Marketing Tripadvisor	0.0084%	N/A	N/A
Bradford Kopp Delray Beach, FL, USA	Retired	Director	Director Radius Bank	N/A	0.3099%	N/A	N/A
Robert Kozik Jupiter, FL, USA	Retired	Director	Director Radius Bank	N/A	0.2583%	N/A	N/A
Alicia Lopez Canton, MA, USA	Retired	Director	Director Radius Bank	N/A	0.2066%	N/A	N/A
Jack Surgent Devon, PA, USA	Investor	Director	Director Radius Bank	President - Bohemian Management Corp General Partner - Surgent Family Partnership Managing Member - Gallagher, McDevitt, Schalleur & Surgent General Partner - SGMS Partners LP	4.3644%	N/A	Bohemian Management Corporation - 98.99% Surgent Family Partnership -- 35%  Gallagher, McDevitt, Schalleur & Surgent - 34.92% SGMS Partners LP - 34.82% Morgan Creek MD, LP -- 35% Blacktusk LP -- 25%
Rob Usdan New York, NY, USA	Investor	Director	Director Radius Bank	Co-President Endicott Opportunity Partners	N/A	N/A	W.R Endicott, LLC - 40% Endicott Management Company - 40% Endicott Financial Advisors LLC - 50% W.R. Endicott II LLC - 40% W.R. Endicott IIP LLC - 50% W.R. Endicott Investments LLC - 50% W.R. Endicott III LC - 32% W.R. Endicott IV LLC - 36% Sharpe Point Partners GP LLC - 27.5% WRE SPV I, LLC - 42.5%
Kirk Wycoff Fort Washington, PA, USA	Investor	Director	Director Radius Bank	Managing Partner Patriot Financial Partners	N/A	N/A	G.W. Realty Inc. - 52% Skiptack Land Partners - 31% Three Diamonds Farm - 94% Patriot Financial Manager, LP - 32.5% Patriot Financial Manager, LLC - 45.05% Patriot Financial Partners GP, LLC - 45.05% Patriot Financial Partners GP II, LLC - 45.01% Patriot Financial Partners GP III, LP - 44.44% Patriot Financial Partners GP III, LLC - 80% Patriot Financial Advisors, LP - 80% Patriot Financial Advisors, LLC - 80%
Patriot Financial Partners	N/A	Principal Shareholder	Principal Shareholder	N/A	22.82%	N/A	Elderlife Financial Services LLC - 80.0%

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 Fiscal Year Ended December 31, 2017

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Greenhill Capital Partners	N/A	Principal Shareholder	Principal Shareholder	N/A	20.73370%	N/A	ClearView Risk - 66% Structured Asset Holdings - 44% TransFast Remittance LLC - 71% Pacific Coast Energy - 28%
BayBoston Capital L.P.	N/A	Principal Shareholder	Principal Shareholder	N/A	9.9708%	N/A	N/A