

FR
10/10/17

Board of Governors of the Federal Reserve System

RECEIVED



Annual Report of Holding Companies—FR Y-6

JUL 31 2017

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):

June 30, 2017

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

SSB Community Bancorp, MHC

Legal Title of Holding Company

176 Main Street

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

Spencer Massachusetts 01762
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Brian R. Loveless Senior VP & CFO

Name Title

508-764-0029

Area Code / Phone Number / Extension

508-764-4324

Area Code / FAX Number

bloveless@cornerstonebank.com

E-mail Address

www.cornerstonebank.com

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

I, Todd M. Tallman

Name of the Holding Company Director and Official

President

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

7/26/17

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 354 7010
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."

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.

SSB Community Bancorp, MHC
 Legal Title of Subsidiary Holding Company

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

Spencer MA 01762
 City State Zip Code

Physical Location (if different from mailing address)

SSB Community Bancorp, Inc. ✓
 Legal Title of Subsidiary Holding Company

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

Spencer MA 01762
 City State Zip Code

Physical Location (if different from mailing address)

Cornerstone Bank
 Legal Title of Subsidiary Holding Company

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

Spencer MA 01762
 City State Zip Code

Physical Location (if different from mailing address)

Spensabank
 Legal Title of Subsidiary Holding Company

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

Spencer MA 01762
 City State Zip Code

Physical Location (if different from mailing address)

SSB Securities Corp.
 Legal Title of Subsidiary Holding Company

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

Spencer MA 01762
 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

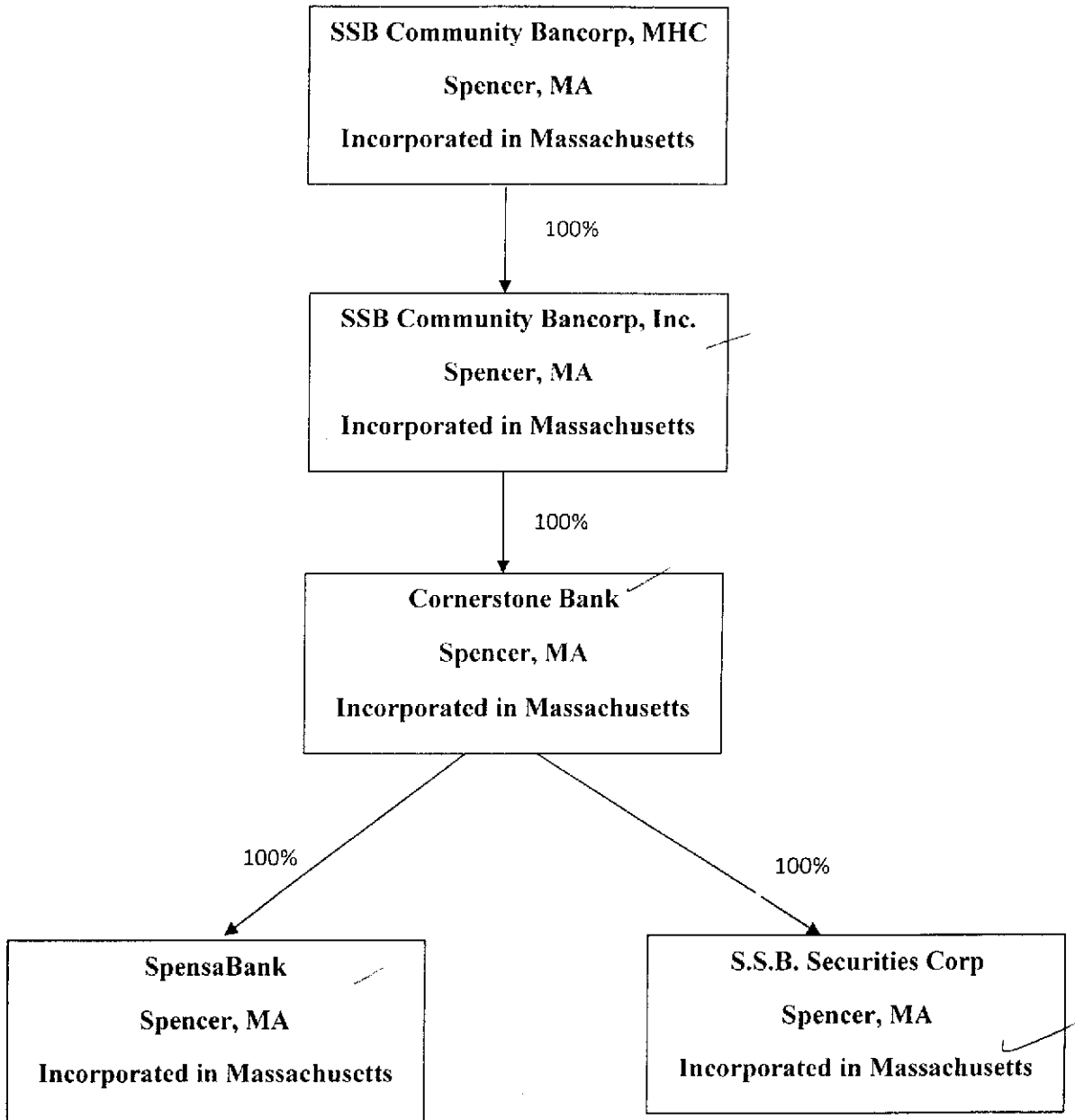
City State Zip Code

Physical Location (if different from mailing address)

Report Item

1. The bank holding company prepares an annual report. Two copies will be sent under a separate cover.

2.a. Organizational Chart



LEI NOT APPLICABLE

Report Item

2.b. Domestic Branch Listing

The attached report of domestic branch locations was reviewed and is accurate as of June 30, 2017

Results: A list of branches for your depository institution: CORNERSTONE BANK (ID: 447100). This depository institution is held by 516 COMMUNITY BANCORP (MC 3547016) OF SPENCER, MA. The data are as of 06/30/2017. Data reflects information that was received and processed through 07/06/2017.

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 is to be 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 hard-copy 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
		Full Service (Head Office)	447100	CORNERSTONE BANK	176 MAIN STREET	SPENCER	MA	01562	WORCESTER	UNITED STATES	Not Required	Not Required	CORNERSTONE BANK	447100	
		Full Service	381802	CHARLTON BRANCH	2 CENTER DEPOT ROAD	SUBALLON	MA	01507	WORCESTER	UNITED STATES	Not Required	Not Required	CORNERSTONE BANK	447100	
		Full Service	3134582	HOLDER BRANCH	1073 MAIN STREET	HOLDEN	MA	01520	WORCESTER	UNITED STATES	Not Required	Not Required	CORNERSTONE BANK	447100	
		Full Service	2860002	LEICESTER BRANCH	121 SOUTH MAIN STREET	LEICESTER	MA	01524	WORCESTER	UNITED STATES	Not Required	Not Required	CORNERSTONE BANK	447100	
		Full Service	3711585	NORTH OXFORD BRANCH	64 LEICESTER STREET	NORTH OXFORD	MA	01537	WORCESTER	UNITED STATES	Not Required	Not Required	CORNERSTONE BANK	447100	
		Full Service	569404	RUTLAND BRANCH	93 MAIN STREET	RUTLAND	MA	01543	WORCESTER	UNITED STATES	Not Required	Not Required	CORNERSTONE BANK	447100	
		Full Service	627407	SOUTHBRIDGE BRANCH	253 MAIN ST	SOUTHBRIDGE	MA	01550	WORCESTER	UNITED STATES	Not Required	Not Required	CORNERSTONE BANK	447100	
		Full Service	210108	SOUTHBRIDGE PLAZA BRANCH	495 EAST MAIN STREET	SOUTHBRIDGE	MA	01550	WORCESTER	UNITED STATES	Not Required	Not Required	CORNERSTONE BANK	447100	
		Full Service	631301	FAIR PLAZA BRANCH	72 WEST MAIN STREET STE 9	SPENCER	MA	01562	WORCESTER	UNITED STATES	Not Required	Not Required	CORNERSTONE BANK	447100	
		Full Service	2480213	SPENCER BRANCH	130 WEST MAIN STREET	SPENCER	MA	01562	WORCESTER	UNITED STATES	Not Required	Not Required	CORNERSTONE BANK	447100	
		Full Service	2920885	STURBRIDGE BRANCH	200 CHARLTON ROAD	STURBRIDGE	MA	01566	WORCESTER	UNITED STATES	Not Required	Not Required	CORNERSTONE BANK	447100	
		Full Service	942100	WARREN BRANCH	868 MAIN ST	WARREN	MA	01083	WORCESTER	UNITED STATES	Not Required	Not Required	CORNERSTONE BANK	447100	
		Full Service	2738080	WEBSTER BRANCH	86 WORCESTER ROAD	WEBSTER	MA	01570	WORCESTER	UNITED STATES	Not Required	Not Required	CORNERSTONE BANK	447100	
		Full Service	4472324	WORCESTER BRANCH	230 PARK AVENUE	WORCESTER	MA	01609	WORCESTER	UNITED STATES	Not Required	Not Required	CORNERSTONE BANK	447100	
		Full Service	2728537	WORCESTER BRANCH	70 WEST BOYLSTON STREET	WORCESTER	MA	01608	WORCESTER	UNITED STATES	Not Required	Not Required	CORNERSTONE BANK	447100	

3. Securities Holders

SSB Community Bancorp, MHC NONE

SSB Community Bancorp, Inc. NONE

Form FR Y-6
SSB Community Bancorp MHC
Fiscal Year Ending June 30, 2017

Report Item 4: Insiders

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

(1) Name, City, State	(2) Principal Occupation if other than 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 of 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 names 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)
Raymond A. Auger, Jr. E. Brookfield MA	Retired	Trustee	Director SSB Community Bancorp Inc. Cornerstone Bank	N/A	N/A	N/A	N/A
John Q. Colognesi Charlton, MA	Retired	Trustee Clerk of the Corporation	Director, Clerk of Corp. SSB Community Bancorp Inc. Cornerstone Bank	N/A	N/A	N/A	N/A
Anthony J. Datarando Webster, MA	Incom, Inc., EVP & Treasurer Fiber optics firm	Trustee	Director SSB Community Bancorp Inc. Cornerstone Bank	N/A	N/A	N/A	N/A
Michael A. Engel Spencer, MA	Retired	Trustee	Director SSB Community Bancorp Inc. Cornerstone Bank	N/A	N/A	N/A	N/A
Janet E. Garon Sturbridge, MA	Retired - Southbridge Savings Bank EVP & Treasurer, Presently Office Manager for Garon Electric (unpaid)	Trustee	Director SSB Community Bancorp Inc. Cornerstone Bank	N/A	N/A	N/A	N/A
Alfred G. Morn, Jr. Spencer, MA	Owner Morn Funeral Home	Trustee	Director SSB Community Bancorp Inc. Cornerstone Bank	N/A	N/A	N/A	N/A
Robert B. Muenzberg, Jr. Charlton, MA	McGrath Insurance Vice President	Trustee	Director SSB Community Bancorp Inc. Cornerstone Bank	N/A	N/A	N/A	N/A
K. Michael Robbins Holden, MA	Cornerstone Bank CEO & Chairman	Trustee CEO & Chairman	Director CEO & Chairman SSB Community Bancorp Inc. Cornerstone Bank	N/A	N/A	N/A	N/A
Joseph N. Stolberg Shrewsbury, MA	CPA	Trustee	Director SSB Community Bancorp Inc. Cornerstone Bank	N/A	N/A	N/A	N/A
Todd M. Tallman Ashland, MA	Cornerstone Bank President & Treasurer	Trustee President & Treasurer	Director President & Treasurer SSB Community Bancorp Inc. Cornerstone Bank	N/A	N/A	N/A	N/A
James H. Waddick Sturbridge, MA	Retired	Trustee	Director SSB Community Bancorp Inc. Cornerstone Bank	N/A	N/A	N/A	N/A
Stephen F. Wentzell Shrewsbury, MA	Retired	Trustee	Director SSB Community Bancorp Inc. Cornerstone Bank	N/A	N/A	N/A	N/A