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FR Y-6  
OMB Number 7100-0297  
Approval expires November 30, 2019  
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Board of Governors of the Federal Reserve System

Supervision, Regulation and  
Credit Department

3/22/19



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, 2018

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Cape Cod Five Mutual Company

Legal Title of Holding Company

PO Box 10, 19 West Road

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

Orleans

MA

02653

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Matthew S. Burke

EVP/CFO/Treasurer

Name

Title

508-247-1813

Area Code / Phone Number / Extension

508-247-5517

Area Code / FAX Number

mburke@capecodfive.com

E-mail Address

www.capecodfive.com

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

I, Dorothy Savarese

Name of the Holding Company Director and Official

Chairman, 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

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  
C.I.

4369809

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.

<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>	<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>
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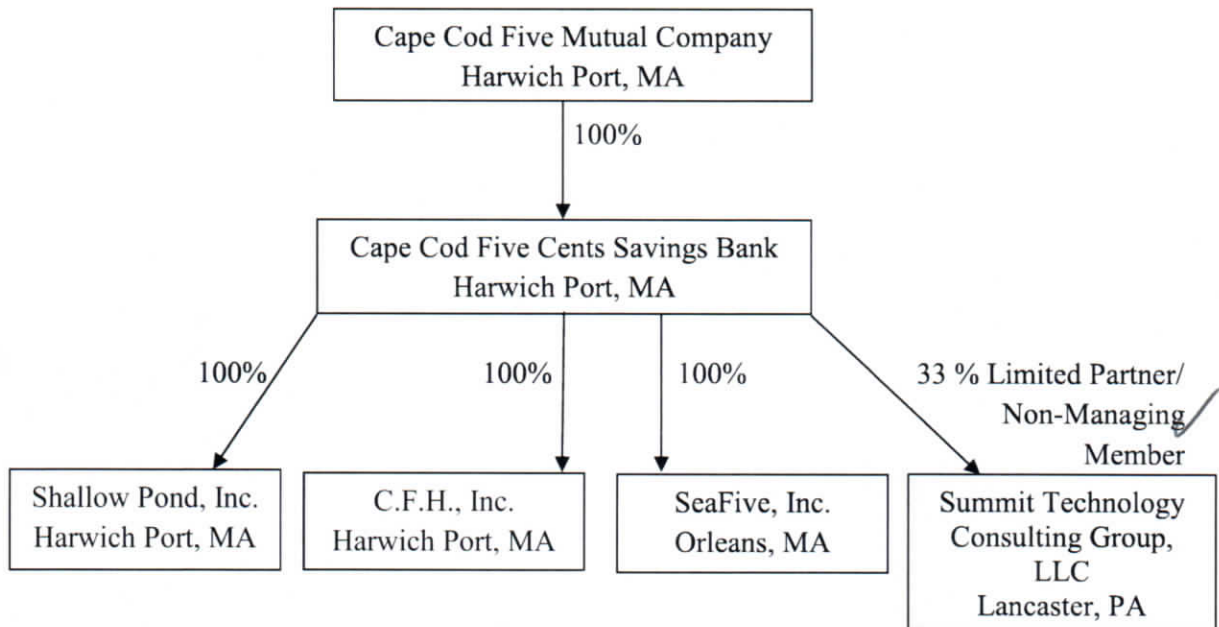
**Form FR Y-6**  
**Cape Cod Five Mutual Company**  
**Harwich Port, Massachusetts**  
**Year Ended December 31, 2018**

Report Item:

LEI not applicable unless otherwise noted. ✓

1: N/A – Holding Company is a mutual and does not have any shareholders. ✓

2a: Organizational Chart – All entities incorporated in Massachusetts ✓



2b: See the attached Domestic Branch listing with any necessary changes downloaded from <http://structurelists.federalreserve.gov/>

3: Cape Cod Five Mutual Company is a no-stock mutually held holding company

4: See the attached Insider Listing

**Results:** A list of branches for your depository institution: CAPE COD FIVE CENTS SAVINGS BANK (ID: 4550) (BA0206)  
 The depository institution is held by CAPE COD FIVE NUTTING COMPANY (BA08806) of HARBORPORT MA.  
 The data are as of 11/15/2018. Data reflects information that was received and processed through 11/01/2018.

**Recalculation 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 file, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

**Submission Procedures**

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.

**Notes**

To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Deposits Branch Schedules for each branch with a **Data Action** of **Change**, **Delete**, **Delete**, or **Add**.  
 The FR Y-10 report may be submitted in a hardcopy format or as the FR Y-10 Online application. <https://y10online.federalreserve.gov>

\* FDIC UN/NUM, Office Number, and ID\_4550 columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_4550*	Regular Name	Street Address	City	State	Zip Code	County	Country	FDIC UN/NUM*	Office Number*	Head Office	Head Office ID_4550*	Comments
OK		Full Service (Head Office)	884206	CAPE COD FIVE CENTS SAVINGS BANK	332 ROUTE 2B	HARBORPORT	MA	02846	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	883801	BREWSTER BRANCH	2745 MAIN STREET	BREWSTER	MA	02883	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	884008	CENTREVILLE BRANCH	1820 FALMOUTH ROAD	CENTREVILLE	MA	02881	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	886303	CHATHAM BRANCH	148 MAIN STREET	CHATHAM	MA	02833	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	3112910	EAST HARBOR BRANCH	129 ROUTE 137	EAST HARBOR	MA	02843	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	3111133	OSCATONVILLE BRANCH	138 VINEYARD HAVEN ROAD, UNIT 3	OSCATONVILLE	MA	02138	Dukes	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	4111888	FALMOUTH BRANCH	688 MAIN ST	FALMOUTH	MA	02143	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Limited Service	3112029	1350 FALMOUTH ROAD ADMIN OFFICE	1350 FALMOUTH ROAD	HYANNIS	MA	02840	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	402779	HYANNIS BRANCH	171 FALMOUTH ROAD	HYANNIS	MA	02803	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Limited Service	4328875	MARION LPO BRANCH	183 FRONT STREET	MARION	MA	02178	PLYMOUTH	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	2234283	MASHPEE COMMONS BRANCH	13 NORTH MARKET STREET	MASHPEE	MA	02849	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	4292490	111 PLEASANT ST BRANCH	111 PLEASANT STREET	NANTUCKET	MA	02554	NANTUCKET	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	4177811	MAIN STREET BRANCH	280C MAIN STREET, P.O. BOX 2840	NANTUCKET	MA	02554	NANTUCKET	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	1908716	NORTH FATHAM BRANCH	75 BRACKETT ROAD	NORTH FATHAM	MA	02881	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Limited Service	4732446	CAPE COD FIVE CENTS SAVINGS BANK TRUST AND ASSET MANAGEMENT OFFICE	20 WEST ROAD	ORLEANS	MA	02853	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Limited Service	4441893	OPERATIONS CENTER ORLEANS BRANCH	19 WEST ROAD	ORLEANS	MA	02853	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	4931096	ORLEANS BRANCH	87 ORANBURY HIGHWAY	ORLEANS	MA	02853	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Limited Service	3301207	NORTH PLYMOUTH LENDING & WEALTH MANAGEMENT OFFICE	8 WYOMING ROAD	PLYMOUTH	MA	02280	PLYMOUTH	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Limited Service	4902014	PINEHILLS LPO BRANCH	ONE VILLAGE GREEN NORTH, SUITE 1118	PLYMOUTH	MA	02280	PLYMOUTH	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Limited Service	4721000	PROVINCE TOWN LPO BRANCH	237 COMMERCIAL STREET, SUITE 12A-B	PROVINCE TOWN	MA	02857	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	3420804	SANDWICH BRANCH	85 ROUTE 8A	SANDWICH	MA	02163	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	3733484	SOUTH DUNES BRANCH	488 MAIN STREET	SOUTH DUNES	MA	02880	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Limited Service	4320883	FALMOUTH ADMIN OFFICE BRANCH	518 STATION AVENUE	SOUTH FALMOUTH	MA	02884	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	3112342	VINEYARD BRANCH	314 STATION AVENUE	SOUTH FALMOUTH	MA	02884	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	5003770	MARTHA'S VINEYARD BRANCH	412 STATE ROAD	VINEYARD HAVEN	MA	02168	Dukes	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Limited Service	4120884	MARTHA'S VINEYARD LPO BRANCH	13 BEACH STREET, FORTYFIVE	VINEYARD HAVEN	MA	02168	Dukes	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	4721188	WARHAM BRANCH	10 ROSEBROOK PLACE	WARHAM	MA	02171	PLYMOUTH	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Full Service	788124	WELLSFLET BRANCH	143 MAIN STREET	WELLSFLET	MA	02867	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	
OK		Limited Service	4862117	WFO TECH ADMIN OFFICE	211 MID-TECH DRIVE	WEST HARBOR	MA	02873	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD FIVE CENTS SAVINGS BANK	884206	

Form FR Y-6  
Cape Cod Five Mutual Company  
Year Ended December 31, 2018

Report item 4: Insiders

Name	Home City	Position with Cape Cod Five Mutual Company	Position with The Cape Cod Five Cents Savings Bank	Principal Occupation
Anne Bailey Berman	Boston, MA	Trustee	Director	Public Relations
John C. Dawley	Acton, MA	Trustee	Director	Real Estate Development
Karen L. Gardner	Falmouth, MA	Trustee	Director	CEO, healthcare provider
Thomas M. Evans	Harwich, MA	Trustee	Director	Educational Consultant
Paul E. Grover	Marion, MA	Trustee	Director	Realtor
Chester N. Lay	Brewster, MA	Trustee	Director	Land Surveyor (retired)
Bruce D. Miller	Nantucket, MA	Trustee	Director	Business Consultant
Katherine Fulham Parcels	Centerville, MA	Trustee	Director	CPA
James A. Peterson	Orleans, MA	Trustee	Director	Realtor
Paul Rumal	Sandwich, MA	Trustee	Director	Real Estate Management & Hospitality
Daniel A. Wolf	Harwich, MA	Trustee	Director	Airline owner/operator
Dorothy A. Savarese	Sandwich, MA	Trustee, Chairman, President & Chief Executive Officer	Director, Chairman, President & Chief Executive Officer	N/A
Robert A. Talerman	Centerville, MA	First Executive Vice President, Executive Lending Officer	First Executive Vice President, Executive Lending Officer	N/A
Joel J. Brickman	Orleans, MA	Executive Vice President, General Counsel	Executive Vice President, General Counsel	N/A
Matthew S. Burke	Kingston, MA	Executive Vice President, Chief Financial Officer & Treasurer	Executive Vice President, Chief Financial Officer & Treasurer	N/A
Laura F. Newstead	Sandwich, MA	Executive Vice President, Chief Human Resources Officer	Executive Vice President, Chief Human Resources Officer	N/A
Andrea L. Ponte	E. Sandwich, MA	Senior Vice President, Senior Strategic Support Officer	Senior Vice President, Senior Strategic Support Officer	N/A
Paul S. Bernier	Wilbraham, MA	Senior Vice President, Chief Risk Officer	Senior Vice President, Chief Risk Officer	N/A
W. David Brennan	Sandwich, MA	Senior Vice President, Chief Residential and Consumer Lending Officer	Senior Vice President, Chief Residential and Consumer Lending Officer	N/A
Elizabeth S. Hamman	Brewster, MA	Senior Vice President, Chief Information Security Officer	Senior Vice President, Chief Information Security Officer	N/A
Kevin M. Howard	West Barnstable, MA	Senior Vice President, Chief Community Engagement Governance Officer	Senior Vice President, Chief Community Engagement Governance Officer	N/A
Jason R. Lilly	South Dennis, MA	Senior Vice President, Chief Wealth Management Services Officer	Senior Vice President, Chief Wealth Management Services Officer	N/A
Richard J. Leonard	Vineyard Haven, MA	Senior Vice President, Regional President-Martha's Vineyard	Senior Vice President, Regional President-Martha's Vineyard	N/A
James C. O'Connor	Centerville, MA	Senior Vice President, Director of Consumer Lending Operations	Senior Vice President, Director of Consumer Lending Operations	N/A
Christopher W. Raber	Mashpee, MA	Senior Vice President, Chief Real Estate Officer	Senior Vice President, Chief Real Estate Officer	N/A
Christopher E. Richards	East Sandwich, MA	Senior Vice President, Chief Banking Services Officer	Senior Vice President, Chief Banking Services Officer	N/A
Stephen H. Johannessen	Bourne, MA	Senior Vice President, Deputy Chief Financial Officer & Vice Treasurer	Senior Vice President, Deputy Chief Financial Officer & Vice Treasurer	N/A
Stephanie M. Dennehy	Kingston, MA	Senior Vice President, Chief Marketing Officer	Senior Vice President, Chief Marketing Officer	N/A
Emilie L. Bajorek	Brewster, MA	Senior Vice President, Chief of Staff	Senior Vice President, Chief of Staff	N/A
John F. Fulone	Mashpee, MA	Senior Vice President, Director of Strategic Support	Senior Vice President, Director of Strategic Support	N/A