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Supervision, Regulation and
Credit Department

2/22/19
2/28/19

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, 2018

Month / Day / Year

n/a

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

Reporter's Name, Street, and Mailing Address

I, John S. Hamilton

Charles River Bancorp, MHC

Legal Title of Holding Company

Name of the Holding Company Director and Official

President and CEO

Title of the Holding Company Director and Official

70 Main Steet

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

Medway

MA

02053

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:

Robert E. Leist

Senior Vice President

Name

Title

508-321-3137

Area Code / Phone Number / Extension

508-533-3850

Area Code / FAX Number

rleist@charlesriverbank.com

E-mail Address

Signature of Holding Company Director and Official

Date of Signature

2/22/19

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.

3966022

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.

Charles River Bancorp, Inc

Legal Title of Subsidiary Holding Company

70 Main Street

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

Medway **MA** **02053**
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

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City State Zip Code

Physical Location (if different from mailing address)

FORM FRY - 6

CHARLES RIVER BANCORP, MHC

Charles River Bancorp Inc

LEI-N/A

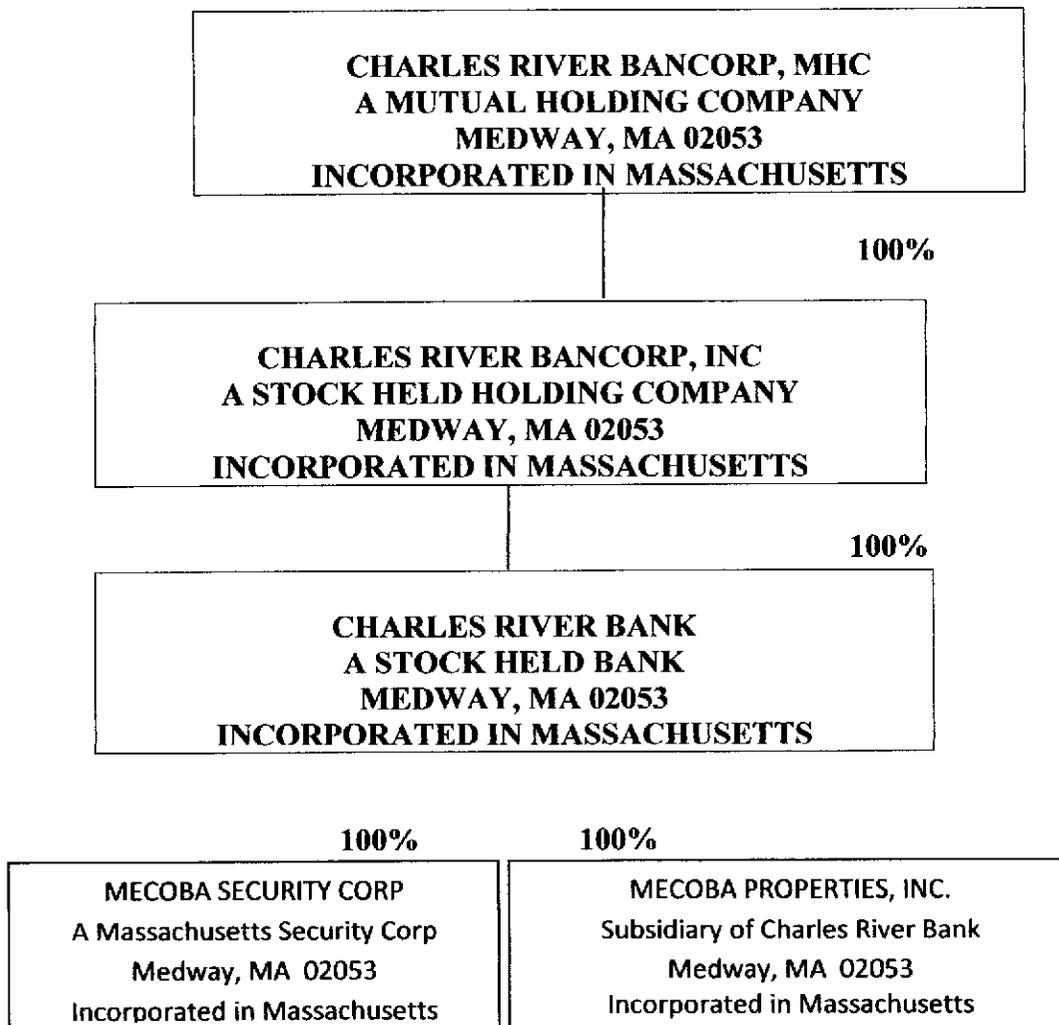
MEDWAY, MASSACHUSETTS

FISCAL YEAR ENDING DECEMBER 31, 2018

Report Item

1. The holding company prepares an annual report, two copies will be forwarded, by mid April.

- 2a. **ORGANIZATIONAL CHART**
Charles River Bancorp, MHC
December 31, 2018



Results: A list of branches for your depository institution: CHARLES RIVER BANK (ID_RSSD: 947776).
 This depository institution is held by CHARLES RIVER BANCORP, MHC (3966022) of MEDWAY, MA.
 The data are as of 12/31/2018. Data reflects information that was received and processed through 01/06/2019.

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 i
- 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 acquisiti

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 C
 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
		Full Service (Head Office)	947776	CHARLES RIVER BANK	70 MAIN STREET	MEDWAY
		Full Service	3933284	BELLINGHAM BRANCH	2 SOUTH MAPLE STREET	BELLINGHAM
		Full Service	3488403	SCHOOL BRANCH	88 SUMMER STREET	MEDWAY
		Full Service	4181402	MENDON BRANCH	1 HASTING STREET	MENDON

Information first became valid in the **Effective Date** column.

on date in the **Effective Date** column.

[Change](#), [Close](#), [Delete](#), or [Add](#).

State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
MA	02053	NORFOLK	UNITED STATES	Not Required	Not Required	CHARLES RIVER BANK	947776	
MA	02019	NORFOLK	UNITED STATES	Not Required	Not Required	CHARLES RIVER BANK	947776	
MA	02053	NORFOLK	UNITED STATES	Not Required	Not Required	CHARLES RIVER BANK	947776	
MA	01756	WORCESTER	UNITED STATES	Not Required	Not Required	CHARLES RIVER BANK	947776	

CHARLES RIVER BANCORP, MHC

Charles River Bancorp Inc.
LEI- N/A

MEDWAY, MASSACHUSETTS

FISCAL YEAR ENDING DECEMBER 31, 2018

2b. No change to branch structure.

3a. Securities Holders-Mid-Tier Bank Holding Company, Medway MA USA

3b. USA

3c. 100% owned by Top Tiers

	<u>1</u>	<u>2</u>	<u>3a</u>	<u>3b</u>	<u>3c</u>	<u>4a</u>	<u>4b</u>	<u>4c</u>
4.	John S. Hamilton Mendon, MA USA		Director & President	N/A	N/A	0	0	0
	Robert E. Leist Medfield, MA USA		Treasurer & SVP	N/A	N/A	0	0	0
	Stephen J. Kenney Medway, MA USA	Attorney		N/A	Partner	0	0	0
	Peter L. Brunelli Franklin, MA USA	Insurance Agent		N/A	Owner	0	0	50% Keefe Ins. Agcy, Inc. 50% HRRP Realty Crp.
	Pia Brunelli Jarret Wareham, MA USA	College Professor		N/A	N/A	0	0	0
	Robert J. Parrella Medway, MA USA	Business Owner		N/A	Owner	0	0	33.3% Paramount Ind. Inc. 33.3% E. Parrella Co. Inc. 33.3% R.J.R. Para Corp. 25.0% PARR Four, LLC 50% PAR1 Real Estate 45% PAR1 Bowl, LLC
	Paul E. Rao Medway, MA USA	Realtor		N/A	Partner	0	0	0
	James M. Reardon Natick, MA USA	Contractor		N/A	N/A	0	0	Reardon Fam Realty Trust Cottage St. LLP 89 Main St. LP Bentley Brown Asso. LLC James Michael Reardon - Construction Services LLC

Steven M. Richardson CPA
Medway, MA USA

N/A Owner 0 0

Richardson & Co, P.C
Richardson Fin. Serv.
Henry M. Luke, Co
J R Ins Brokerage, Inc
165 Village Street LLC
Brown Street LLC
OnProcess Technology