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)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners’ Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

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.

Edward J. Sargood
Name of the Holding Company Director and Official
CFO, SVP of Finance
Title of the Holding Company Director and Official

I, Edward J. Sargood,
Name of the Holding Company Director and Official
CFO, SVP of Finance
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.

Edward J. Sargood
CFO, SVP of Finance
Name

June 30, 2018
Date of Report (top-tier holding company’s fiscal year-end):

Edward J. Sargood
Name

02-445-7912
Area Code / Phone Number / Extension

esargood@bennbank.com
E-mail Address

Bennington VT 05201
City State Zip Code

FR Y-6 OMB Number 7100-0297 Approval expires September 30, 2018 Page 1 of 2

Yes Please identify the report items to which this request applies:

☑ In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
☐ The information for which confidential treatment is sought is being submitted separately labeled “Confidential.”

☑ No

Date of Signature
10/02/2016

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.
Report Item 2b:
The Bank of Bennington

Main Office: 155 North Street
Bennington VT 05201
802-442-8121

Branches:
78 Center Hill Rd
Manchester Center VT 05255
802-362-4760

3198 Route 7A
Arlington, VT 05250
802-375-2319

32 Phyllis Lane
Bennington, VT 05201
802-445-3123

143 Woodstock Ave
Rutland, VT 05701
802-774-5085

Loan Production Office:
110 Merchants Row
Rutland, VT 05701
802-774-5017
Community Financial Mutual Holding Company
155 North Street
Bennington, VT 05201
LEI: None Exists
Fiscal Year Ending June 30, 2018

Community Financial, MHC
Bennington, VT
Incorporated in District of Columbia

100%

The Bank of Bennington
Bennington, VT
Incorporated in District of Columbia

State Pine Investment Corp.
Bennington, VT
Incorporated in Vermont

Monument Financial Planning, Inc.
Bennington, VT
Incorporated in Vermont
<table>
<thead>
<tr>
<th>Name, City, State, Country</th>
<th>Principal Occupation if other than with Holding Company</th>
<th>Title &amp; Position with Holding Company (include names of subsidiaries)</th>
<th>Title &amp; Position with Other Businesses (include names of other businesses)</th>
<th>Percentage of Voting Shares in Holding Company</th>
<th>Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)</th>
<th>List name(s) of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Paquin Thomas E. North Bennington, VT</td>
<td>USA</td>
<td>Pres., T&amp;M Enterprises, Inc.</td>
<td>Director &amp; Treasurer</td>
<td>President, T&amp;M Enterprises, Inc.</td>
<td></td>
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</tr>
<tr>
<td>Chamberlain Charles C. Manchester, VT</td>
<td>USA</td>
<td>Attorney(retired)/Consultant/Foundation Trustee</td>
<td>Director</td>
<td>Attorney(retired), Consultant, Foundation Trustee</td>
<td></td>
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<tr>
<td>Keneally Gerald M. Melbourne, FL</td>
<td>USA</td>
<td>Director (retired President &amp; CEO, The Bank of Bennington)</td>
<td>Director</td>
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<tr>
<td>Donavan Mark A. Bennington, VT</td>
<td>USA</td>
<td>Healthcare Consultant</td>
<td>Director</td>
<td>Healthcare Consultant</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Brown James D. Greenwich, NY 12834</td>
<td>USA</td>
<td>President, The Bank of Bennington</td>
<td>Director &amp; President (The Bank of Bennington)</td>
<td></td>
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<tr>
<td>Horst James R. Bennington, VT 05201</td>
<td>USA</td>
<td>Owner/Operator, Mt. Anthony Farms</td>
<td>Director &amp; Chairman</td>
<td>Owner/Operator, Mt. Anthony Farms</td>
<td></td>
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</tr>
<tr>
<td>Kilburn Michael W. Manchester Ctr, VT 05255</td>
<td>USA</td>
<td>Owner/Operator, Dees Electrical Services, Inc.</td>
<td>Director</td>
<td>Owner/Operator, Dees Electrical Services, Inc.</td>
<td></td>
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</tr>
<tr>
<td>Nemlich Pamela A. Manchester Ctr, VT 05255</td>
<td>USA</td>
<td>Recruiting and Compensation Manager, The Orvis Company, Inc.</td>
<td>Director</td>
<td>Recruiting and Compensation Manager, The Orvis Company, Inc.</td>
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<tr>
<td>Beinap Florence M. Arlington, VT 05250</td>
<td>USA</td>
<td>CFO, Mack Molding</td>
<td>Director</td>
<td>CFO, Mack Molding</td>
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</tr>
<tr>
<td>Salem Justin P. Bennington, VT 05201</td>
<td>USA</td>
<td>Owner/Operator, Salem Dentistry</td>
<td>Director</td>
<td>Owner/Operator, Salem Dentistry</td>
<td></td>
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<tr>
<td>Morrisey Jason P. North Bennington, VT</td>
<td>USA</td>
<td>Attorney</td>
<td>Director</td>
<td>Owner/Operator, Jason P. Morrisey &amp; Sarah E. Wilson - Attorneys At Law</td>
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<tr>
<td>Ahearn John M. Bennington, VT 05201</td>
<td>USA</td>
<td>CFO, Riefenbush Construction</td>
<td>Director</td>
<td>CFO, Riefenbush Construction</td>
<td></td>
<td></td>
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<tr>
<td>Brownlee William W. Manchester Ctr, VT 05255</td>
<td>USA</td>
<td>Owner/Operator, H.N. Williams Store</td>
<td>Director</td>
<td>Owner/Operator, H.N. Williams Store</td>
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</tbody>
</table>

**EXECUTIVE OFFICERS**

<table>
<thead>
<tr>
<th>Name, City, State, Country</th>
<th>Title</th>
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</thead>
<tbody>
<tr>
<td>Callahan Mary D. Hoosick Falls, NY 12090</td>
<td>Sr. VP Branch Administration (The Bank of Bennington)</td>
<td></td>
</tr>
<tr>
<td>Sargood Edward J. Hoosick Falls, NY 12090</td>
<td>Sr. VP Finance, CFO (The Bank of Bennington)</td>
<td></td>
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<tr>
<td>Bardin David E. Wells, VT 05774</td>
<td>Sr. VP of Lending (The Bank of Bennington)</td>
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<tr>
<td>McLenithan Shannon</td>
<td>Sr. VP of Residential Lending (The Bank of Bennington)</td>
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