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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):
June 30, 2018

Month / Day / Year
N/A

I, Gilbert F. Ehmke

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)
Reporter's Name, Street, and Mailing Address

Name of the Holding Company Director and Official
EVP/CFO & Treasurer

Hometown Financial Group MHC
Legal Title of Holding Company
36 Main Street
(Mailing Address of the Holding Company) Street / P.O. Box
Easthampton MA 01027
City State Zip Code

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.

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:
Lori Ingraham VP/Controller

Signature of Holding Company Director and Official

Name Title
413-779-2221
Area Code / Phone Number / Extension

Date of Signature 10/12/18

Area Code / FAX Number
lingraham@bankesb.com
E-mail Address

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

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 Federal Reserve Bank Use Only
RSSD ID 3728930
C.I.

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.

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

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City State Zip Code

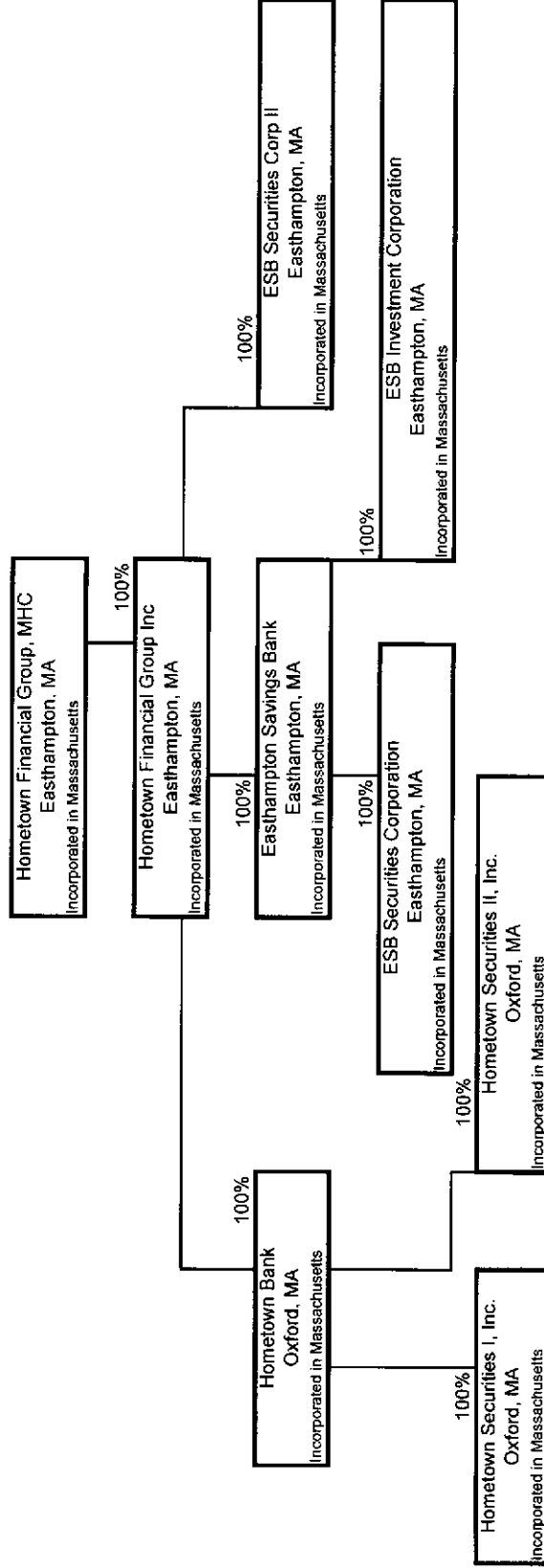
Physical Location (if different from mailing address)

Form FR Y-6
 Hometown Financial Group, MHC
 Easthampton, Massachusetts
 Fiscal Year Ending June 30, 2018

NO LEI

Report Item 1: There are no securities holders for Hometown Financial Group, MHC, therefore an annual report is not prepared.

Report Item 2a: Organizational Chart



Results: A list of branches for your holding company: HOMETOWN FINANCIAL GROUP MHC (3728990) of EASTHAMPTON, MA.
 The data as of 06/30/2018. Data reflects information that was received and processed through 07/05/2018.

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
Full Service (Head Office)		Full Service	859002		EASTHAMPTON SAVINGS BANK *	36 MAIN STREET	EASTHAMPTON	MA	01027	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK		859002	
Full Service		Full Service	4292698		AGAWAM BRANCH	770 MAIN STREET	AGAWAM	MA	01001	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK		859002	
Full Service		Full Service	3444007		BELCHERTOWN BRANCH	40 STATE STREET	BELCHERTOWN	MA	01007	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK		859002	
Full Service		Full Service	4436997		NORTHAMPTON STREET BRANCH *	241 NORTHAMPTON STREET	EASTHAMPTON	MA	01027	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK		859002	
Full Service		Full Service	2356804		HADLEY BRANCH	70 EAST STREET	HADLEY	MA	01035	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK		859002	
Full Service		Full Service	2609788		KING STREET BRANCH	297 KING STREET	NORTHAMPTON	MA	01060	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK		859002	
Full Service		Full Service	1394005		LOCUST STREET BRANCH	21 LOCUST ST	NORTHAMPTON	MA	01060	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK		859002	
Full Service		Full Service	3077218		GRAMBY ROAD BRANCH	605 GRAMBY ROAD, ROUTE 202	SOUTH HADLEY	MA	01075	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK		859002	
Full Service		Full Service	7984003		SOUTHAMPTON BRANCH	194 COLLEGE HIGHWAY	SOUTHAMPTON	MA	01073	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK		859002	
Full Service		Full Service	9924974		WESTFIELD BRANCH	85 BROAD STREET	WESTFIELD	MA	01085	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK		859002	
Full Service (Head Office)		Full Service	1004470		HOMETOWN BANK*	31 SUTTON AVENUE	OXFORD	MA	01540	WORCESTER	UNITED STATES	Not Required	Not Required	HOMETOWN BANK		1004470	
Full Service		Full Service	2330215		BROOKLYN BRANCH *	13 CAANTERBURY ROAD	BROOKLYN	CT	06234	WINDHAM	UNITED STATES	Not Required	Not Required	HOMETOWN BANK		1004470	
Full Service		Full Service	5057410		DANIELSON BRANCH *	3 CENTRAL STREET	DANIELSON	CT	06239	WINDHAM	UNITED STATES	Not Required	Not Required	HOMETOWN BANK		1004470	
Full Service		Full Service	386601		NORTH GROSVENORDALE BRANCH *	1835 RIVERSIDE DRIVE	NORTH GROSVENORDALE	CT	06235	WINDHAM	UNITED STATES	Not Required	Not Required	HOMETOWN BANK		1004470	
Full Service		Full Service	509400		PUTNAM BRANCH *	182 MAIN STREET	PUTNAM	CT	06260	WINDHAM	UNITED STATES	Not Required	Not Required	HOMETOWN BANK		1004470	
Full Service		Full Service	320203		WOODSTOCK OFFICE *	148 ROUTE 171	WOODSTOCK	CT	06281	WINDHAM	UNITED STATES	Not Required	Not Required	HOMETOWN BANK		1004470	
Full Service		Full Service	152673		ATHOL BRANCH *	90 EXCHANGE STR	ATHOL	MA	01301	WORCESTER	UNITED STATES	Not Required	Not Required	HOMETOWN BANK		1004470	
Full Service		Full Service	4438580		AUBURN BRANCH *	569 SOUTHBRIDGE STREET	AUBURN	MA	01501	WORCESTER	UNITED STATES	Not Required	Not Required	HOMETOWN BANK		1004470	
Full Service		Full Service	4853857		LEOMINSTER BRANCH	9 SACK BOULEVARD	LEOMINSTER	MA	01453	WORCESTER	UNITED STATES	Not Required	Not Required	HOMETOWN BANK		1004470	
Full Service		Full Service	4847575		SOUTH LANCASTER BRANCH *	131 MAIN STREET	SOUTH LANCASTER	MA	01561	WORCESTER	UNITED STATES	Not Required	Not Required	HOMETOWN BANK		1004470	
Full Service		Full Service	3081859		STURBRIDGE BRANCH *	331 MAIN STREET	STURBRIDGE	MA	01566	WORCESTER	UNITED STATES	Not Required	Not Required	HOMETOWN BANK		1004470	
Full Service		Full Service	4847584		WEBSTER BRANCH*	4 GORE ROAD	WEBSTER	MA	01570	WORCESTER	UNITED STATES	Not Required	Not Required	HOMETOWN BANK		1004470	
Limited Service		Limited Service	4853866		WEBSTER CONVENIENCE CENTER *	218R MAIN STREET	WEBSTER	MA	01570	WORCESTER	UNITED STATES	Not Required	Not Required	HOMETOWN BANK		1004470	

Form FR Y-6
Hometown Financial Group, MHC
Fiscal Year Ending June 30, 2018

Report Item 3: Securities Holders

Name & Address (City, State Country)	Country of Citizenship or Incorporation	Number and Percentage of Each Class of Voting Securities
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There are no security holders for Hometown Financial Group, MHC

Hometown Financial Group, MHC
Fiscal Year Ending June 30 2018

Report Item 4: Insiders

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)a Title & Position with Bank Holding Company	(3)b Title & Position with Subsidiaries (in-clude names of subsidiaries)	(3)c Title & Position with Other Businesses (in-cluding 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)
Gilbert F. Ehmke Newington, CT		Executive Vice President, CFO & Treasurer, Assistant Secretary, Hometown Financial Group, Inc; EVP/CFO & Treasurer, Hometown Bank, Easthampton Savings Bank; Treasurer, Hometown Securities I, Inc, Hometown Securities II, Inc, ESB Securities Corp, ESB Investment Corp, ESB Securities Corp II, Assistant Clerk, Hometown Bank		N/A	N/A	N/A	N/A
Brian Galonek Sturbridge, MA	President & Owner of All Star Incentive Marketing	Trustee	Director, Hometown Financial Group, Inc, Hometown Bank, Hometown Securities I, Inc, Hometown Securities II, Inc	N/A	N/A	N/A	N/A
Richard Abbot Hatfield, MA	CPA, Owner of Abbott & Waleitkus	Trustee	Director, Hometown Financial Group Inc, Easthampton Savings Bank, ESB Securities Corp, ESB Investment Corp, ESB Securities Corp II	N/A	N/A	N/A	N/A
James G. Hayden DVM Easthampton, MA	President, Easthampton Animal Hospital	Trustee	Director, Hometown Financial Group Inc, Easthampton Savings Bank, ESB Securities Corp, ESB Investment Corp, ESB Securities Corp II	N/A	N/A	N/A	N/A
Jeanne L. Katrenak	Project Manager at Mapfre USA	Vice Chairperson & Trustee	Vice Chairperson & Director, Hometown Financial Group Inc; Director, Hometown Bank, Hometown Securities I, Inc, Hometown Securities II, Inc	N/A	N/A	N/A	N/A

Names & Address (City, State, Country)	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (in-clude names of subsidiaries)	Title & Position with Other Businesses (in-cluding names of other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	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)
Dudley, MA			Director, Hometown Financial Group Inc, Easthampton Savings Bank; Director & Clerk, ESB Securities Corp, ESB Investment Corp, ESB Securities Corp II	N/A	N/A	N/A	
Mark M. Klepacki, DMD Hadley, MA	Dentist	Trustee	Clerk/Secretary & Director, Hometown Financial Group Inc, Chairman, Hometown Bank, Director, Hometown Securities I, Inc, Hometown Securities II, Inc	N/A	N/A	N/A	
Sam S. Pappas Webster, MA	CPA	Clerk/Secretary & Trustee		N/A	N/A	N/A	
Matthew Sosik Fiskdale, MA		Chief Executive Officer & Trustee	CEO & Director, Hometown Financial Group Inc; President, CEO & Director, Easthampton Savings Bank; President & Director, ESB Securities Corp, ESB Investment Corp, ESB Securities Corp II, President & CEO, Hometown Bank	N/A	N/A	N/A	
Anthony P. Villani Florence, MA	Vice President, Real Estate, Yankee Candle Company	Trustee	Director, Hometown Financial Group Inc, Easthampton Savings Bank, ESB Securities Corp, ESB Investment Corp, ESB Securities Corp II	N/A	N/A	N/A	