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. §§ 3105(a) and 3108(a)); section 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, 1890c(c)(1), and 5468(b)(1)). 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. If the holding company is an ESOP/ESOT formed as a corporation or as an LLC, see the General Instructions for the authorized individual who must sign the report.

I, Walter J. Dwyer

Name of the Holding Company Director and Officer
Chief Executive Officer

Title of the Holding Company Director and Officer

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 Officer

[Signature]

Date of Signature

3/29/19

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 546935
C.I. 0

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)

Reporters Name, Street, and Mailing Address

Marlborough Bancshares, MHC

Legal Title of Holding Company

81 Granger Boulevard

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

Marlborough, MA 01752

City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Joseph J. Normant Jr

Treasurer

Name Title

508-460-4116

Area Code / Phone Number / Extension

978-487-1490

Area Code / FAX Number

Jnormant@bankmainstreet.com

E-mail Address

www.bankmainstreet.com

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

Is confidential treatment requested for any portion of this report submission? ☐ Yes ☐ No

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."

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 8.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100–0297), Washington, DC 20503.
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.

<table>
<thead>
<tr>
<th>Legal Title of Subsidiary Holding Company</th>
<th>Legal Title of Subsidiary Holding Company</th>
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</thead>
<tbody>
<tr>
<td>81 Granger Boulevard</td>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
</tr>
<tr>
<td>Marlborough MA 01752</td>
<td>City State Zip Code</td>
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<tr>
<td>Physical Location (if different from mailing address)</td>
<td>Physical Location (if different from mailing address)</td>
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<table>
<thead>
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<th>Legal Title of Subsidiary Holding Company</th>
<th>Legal Title of Subsidiary Holding Company</th>
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<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
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<tr>
<td>City State Zip Code</td>
<td>City State Zip Code</td>
</tr>
</tbody>
</table>

12/2012
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 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 new 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 emailing this to your FRB contact, put your institution name, city and state in the subject line of the email.

Note:

To satisfy the FR Y-10D 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-10D report may be submitted in a hardcopy format or via the FR Y-10 Online application - https://y10online.federalreserve.gov.

* FDIC UNIUM, Office Number, and ID, RSSD columns are for reference only. Verification of these values is not required.

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<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNIUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID / RSSD*</th>
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<td>MA</td>
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<td>6 ANDREW PARKWAY</td>
<td>DEVENS</td>
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<td>MASSACHUSETTS AVENUE BRANCH</td>
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<td>SOUTHBOROUGH</td>
<td>MA</td>
<td>01772</td>
<td>WORCESTER</td>
<td>UNITED STATES</td>
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<td>MAIN STREET BANK</td>
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Item 2.b. Domestic Branches

**Main Office-Open**
81 Granger Boulevard
Marlborough, MA 01752
Full Service

**Southborough Branch-Open**
6 East Main Street
Southborough, MA 01772
Full Service

**Sudbury Branch-Open**
439 Boston Post Road
Sudbury, MA 01776
Full Service

**Hudson Branch-Open**
186 Main Street
Hudson, MA 01749
Full Service

**Groton Branch-Open**
489 Main Street
Groton, MA 01450
Full Service

**Littleton Branch-Open**
220 Great Road
Littleton, MA 01460
Full Service

**Pepperell Branch-Open**
80 Main Street
Pepperell, MA 01463
Full Service

**Post Road-Open**
71 Boston Post Road
Marlborough, MA 01752
Full Service

**Northborough Branch-Open**
101 West Main Street
Northborough, MA 01532
Full Service

**Westborough Branch-Open**
21 East Main Street
Westborough, MA 01581
Full Service

**Ayer Branch-Open**
7 Main Street
Ayer, MA 01432
Full Service

**Lunenburg Branch-Open**
947 Mass Avenue
Lunenburg, MA 01462
Full Service

**Shirley Branch-Open**
95 Front Street
Shirley, MA 01464
Full Service
Item 3 Securities Holders

Marlborough Bancshares, MHC has not issued stock publicly.

Marlborough Bancshares, Inc has not issued stock publicly.
Item 4. Insiders

Directors

Sem Aykanian-Chairman of the Board
Marlborough, MA 01752
Attorney

Richard K Bennett
Webster, MA 01570
Former Bank

Carol I. Sanchez
Framingham, MA 01701
Certified Public Accountant

James J. Campbell
Marlborough, MA 01752
Retired Businessman

John F. Gervais
Groton, MA 01450
Business Owner

Heidi Degrazia
Groton, MA 01450
Certified Management Accountant

Cynthia Russo
Harvard, MA 01451
Attorney

Executives

Walter J. Dwyer
Portsmouth, NH 03801
CEO

David B. Alexander
Groton, MA 01450
Certified Public Accountant

Walter J. Dwyer IV
Portsmouth, NH 03801
Bank-CEO

Nicholas M. Kofos
Marlborough, MA 01752
Optometrist

Jeffrey Batta
Mansfield, MA
Business Owner

Kevin P. Horgan
Ayer, MA 01432
Business Owner

Steve P. Roach
Littleton, MA 01460
Hospital CEO

William Marshall
Ayer, MA 01450
Clerk/Secretary

Billerica, MA 01821
Treasurer