

*Handwritten initials*

*7/11/19*

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, Walter J. Dwyer

Name of the Holding Company Director and Official

Chief Executive Officer

Title of the Holding Company Director and Official

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

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:

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

Signature of Holding Company Director and Official

*Handwritten signature*

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 3469354  
 C.I. \_\_\_\_\_

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.

Marlborough Bancshares, Inc

Legal Title of Subsidiary Holding Company

81 Granger Boulevard

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

Marlborough

MA

01752

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

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

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

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

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

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

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

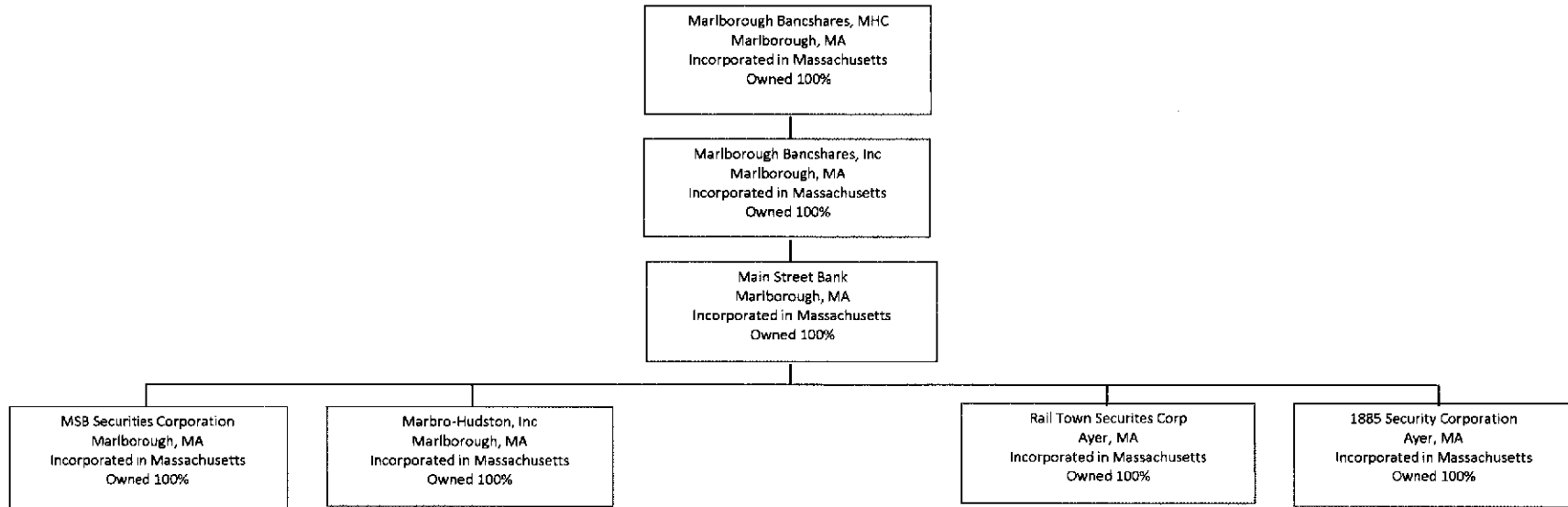
City

State

Zip Code

Physical Location (if different from mailing address)

Form FRY-6 Item 2a  
Marlborough Bancshares, MHC  
Marlborough, MA 01752  
Fiscal Year ended December 31, 2018  
LEI not applicable unless otherwise noted



**Results:** A list of branches for your depository institution: **MAIN STREET BANK (ID\_RSSD: 818401)**.  
 This depository institution is held by **MARLBOROUGH BANCSHARES MHC (3469354)** of **MARLBOROUGH, MA**.  
 The data are as of **12/31/2018**. Data reflects information that was received and processed through **04/03/2019**.

**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 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
OK		Full Service (Head Office)	818401	MAIN STREET BANK	81 GRANGER BOULEVARD	MARLBOROUGH	MA	01752	MIDDLESEX	UNITED STATES	Not Required	Not Required	MAIN STREET BANK	818401	
OK		Full Service	317100	NORTH MIDDLESEX SAVINGS BRANCH	7 MAIN STREET	AYER	MA	01432	MIDDLESEX	UNITED STATES	Not Required	Not Required	MAIN STREET BANK	818401	
Close	5/18/2018	Full Service	3030772	FORT DEVENS BRANCH	6 ANDREWSK PARKWAY	DEVENS	MA	01434	WORCESTER	UNITED STATES	Not Required	Not Required	MAIN STREET BANK	818401	Closed
OK		Full Service	3442759	MILL RUN PLAZA BRANCH	489 MAIN STREET	GROTON	MA	01450	MIDDLESEX	UNITED STATES	Not Required	Not Required	MAIN STREET BANK	818401	
OK		Full Service	5218109	HUDSON BRANCH	186 MAIN STREET	HUDSON	MA	01749	MIDDLESEX	UNITED STATES	Not Required	Not Required	MAIN STREET BANK	818401	
OK		Full Service	127000	LITTLETON BRANCH	220 GREAT RD	LITTLETON	MA	01460	MIDDLESEX	UNITED STATES	Not Required	Not Required	MAIN STREET BANK	818401	
OK		Full Service	3194843	MASSACHUSETTS AVENUE BRANCH	947 MASSACHUSETTS AVE	LUNENBURG	MA	01462	WORCESTER	UNITED STATES	Not Required	Not Required	MAIN STREET BANK	818401	
OK		Full Service	817909	BOSTON POST ROAD BRANCH	71 BOSTON POST RD E	MARLBOROUGH	MA	01752	MIDDLESEX	UNITED STATES	Not Required	Not Required	MAIN STREET BANK	818401	
OK		Full Service	2613150	NORTHBOROUGH BRANCH	101 WEST MAIN STREET	NORTHBOROUGH	MA	01532	WORCESTER	UNITED STATES	Not Required	Not Required	MAIN STREET BANK	818401	
OK		Full Service	2257406	PEPPERELL BRANCH	80 MAIN STREET	PEPPERELL	MA	01463	MIDDLESEX	UNITED STATES	Not Required	Not Required	MAIN STREET BANK	818401	
OK		Full Service	3301043	FRONT STREET BRANCH	95 FRONT STREET	SHIRLEY	MA	01464	MIDDLESEX	UNITED STATES	Not Required	Not Required	MAIN STREET BANK	818401	
OK		Full Service	679406	SOUTHBOROUGH BRANCH	6 E MAIN ST	SOUTHBOROUGH	MA	01772	WORCESTER	UNITED STATES	Not Required	Not Required	MAIN STREET BANK	818401	
OK		Full Service	3775439	SUDBURY BRANCH	439 BOSTON POST ROAD	SUDBURY	MA	01776	MIDDLESEX	UNITED STATES	Not Required	Not Required	MAIN STREET BANK	818401	
OK		Full Service	3725715	WESTBOROUGH BRANCH	21 EAST MAIN STREET	WESTBOROUGH	MA	01581	WORCESTER	UNITED STATES	Not Required	Not Required	MAIN STREET BANK	818401	

Form FRY-6  
Marlborough Bancshares, MHC  
Marlborough, MA 01752

Item 2.b. Domestic Branches

**Main Office-Open**

81 Granger Boulevard  
Marlborough, MA 01752  
Full Service

**Post Road-Open**

71 Boston Post Road  
Marlborough, MA 01752  
Full Service

**Southborough Branch-Open**

6 East Main Street  
Southborough, MA 01772  
Full Service

**Northborough Branch-Open**

101 West Main Street  
Northborough, MA 01532  
Full Service

**Sudbury Branch-Open**

439 Boston Post Road  
Sudbury, MA 01776  
Full Service

**Westborough Branch-Open**

21 East Main Street  
Westborough, MA 01581  
Full Service

**Hudson Branch-Open**

186 Main Street  
Hudson, MA 01749  
Full Service

**Ayer Branch-Open**

7 Main Street  
Ayer, MA 01432  
Full Service

**Groton Branch-Open**

489 Main Street  
Groton, MA 01450  
Full Service

**Lunenburg Branch-Open**

947 Mass Avenue  
Lunenburg, MA 01462  
Full Service

**Littleton Branch-Open**

220 Great Road  
Littleton, MA 01460  
Full Service

**Shirley Branch-Open**

95 Front Street  
Shirley, MA 01464  
Full Service

**Pepperell Branch-Open**

80 Main Street  
Pepperell, MA 01463  
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

David B. Alexander  
Groton, MA 01450  
Certified Public Accountant

Richard K Bennett  
Webster, MA 01570  
Former Bank

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

Carol I. Sanchez  
Framingham, MA 01701  
Certified Public Accountant

Nicholas M. Kofos  
Marlborough, MA 01752  
Optometrist

James J. Campbell  
Marlborough, MA 01752  
Retired Businessman

Jeffrey Batta  
Mansfield, MA  
Business Owner

John F. Gervais  
Groton, MA 01450  
Business Owner

Kevin P. Horgan  
Ayer, MA 01432  
Business Owner

Heidi Degrazia  
Groton, MA 01450  
Certified Management Accountant

Steve P. Roach  
Littleton, MA 01460  
Hospital CEO

Cynthia Russo  
Harvard, MA 01451  
Attorney

**Executives**

Walter J. Dwyer  
Portsmouth, NH 03801  
CEO

William Marshall  
Ayer, MA 01450  
Clerk/Secretary

Ellen Dorian  
Northborough, MA 01532  
President

Joseph J. Normant Jr.  
Billerica, MA 01821  
Treasurer