



Annual Report of Holding Companies—FR Y-6

RECEIVED
MAR 23 2019
Supervision, Regulation and
Credit Department

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

Mechanics Bancorp, MHC

Legal Title of Holding Company

308 Bay Street / PO Box 552

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

Taunton

MA

02780

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Kimberly Rua

Accounting Manager

Name

Title

508-823-7744 1162

Area Code / Phone Number / Extension

508-880-3928

Area Code / FAX Number

krua@mechanics-coop.com

E-mail Address

www.mechanics-coop.com

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

I, Joseph T. Baptista Jr.

Name of the Holding Company Director and Official

President and CEO

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.

Signature of Holding Company Director and Official

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
C.I.

4262347

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),

- a letter justifying this request is being provided along with the report.
- 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.

Mechanics Bancorp, Inc.

Legal Title of Subsidiary Holding Company

308 Bay Street / PO Box 552

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

Taunton

MA

02780

City

State

Zip Code

Physical Location (if different from mailing address)

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Physical Location (if different from mailing address)

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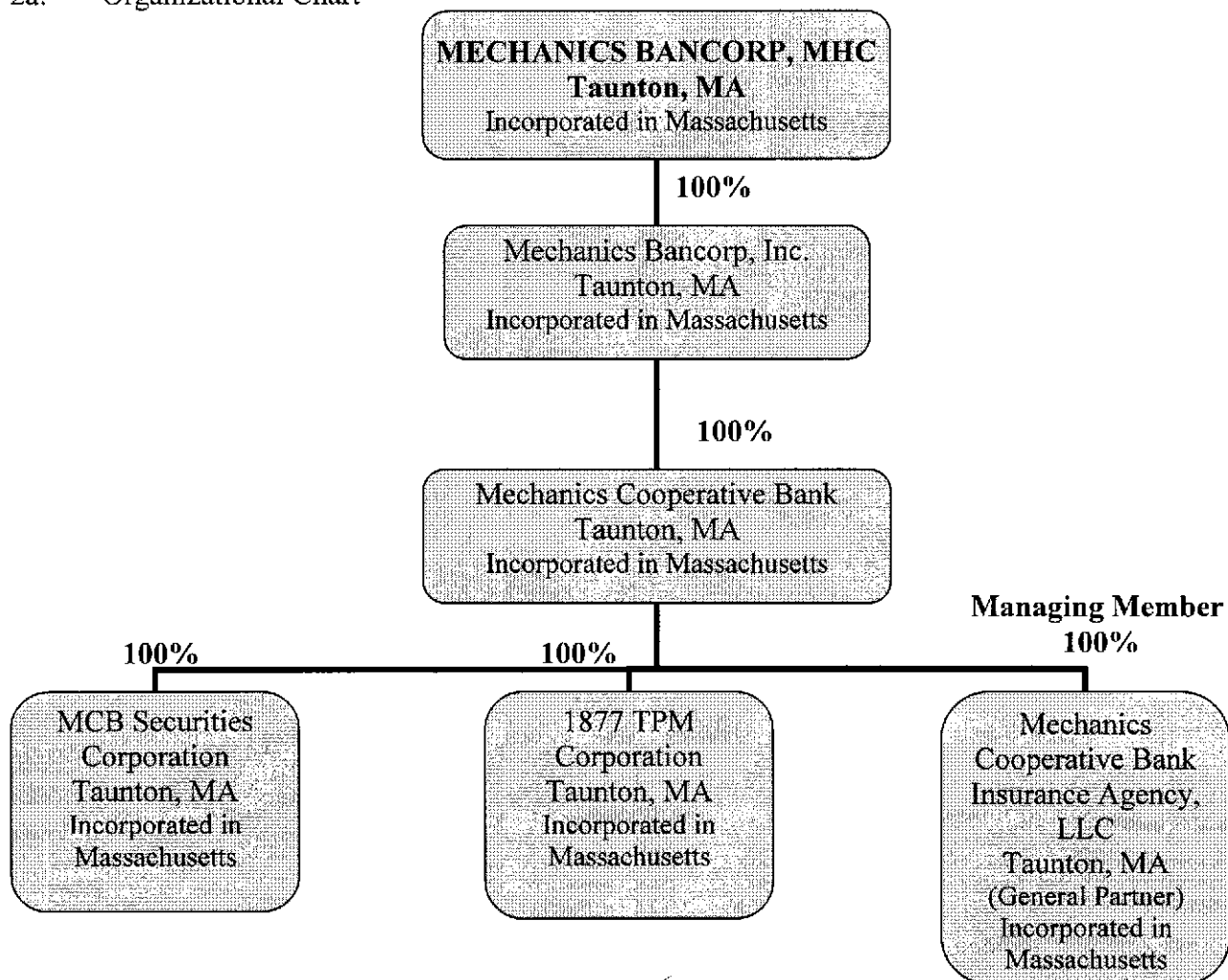
Mechanics Bancorp, MHC
Taunton, Massachusetts

Fiscal Year Ending December 31, 2018

Report Item

1: The annual report for its shareholders will be sent under separate cover in June 2019.

2a: Organizational Chart



“LEI is not applicable unless otherwise noted.”

2b: Branch Data Verification submitted via e-mail on 03/20/2019.

Results: A list of branches for your depository institution: **MECHANICS COOPERATIVE BANK (ID_RSSD: 183770)**
 This depository institution is held by **MFC MECHANICS BANK CORP (ID: 1282320)** of **TAUNTON, MA**
 The data is as of **12/31/2018**. Data reflects information that was received and processed through **07/07/2018**

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 LININUM, 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 LININUM* | Office Number* | Head Office | Head Office ID_RSSD* | Comments |
|-------------|----------------|----------------------------|-----------------|----------------------------|---------------------|---------------|-------|----------|----------|---------------|---------------|----------------|----------------------------|----------------------|----------|
| | | Full Service (Head Office) | 183770 | MECHANICS COOPERATIVE BANK | 316 BROADWAY | TAUNTON | MA | 02780 | BRISTOL | UNITED STATES | Not Required | Not Required | MECHANICS COOPERATIVE BANK | 183770 | |
| | | Full Service | 70076 | BRIDGEWATER MAIN OFFICE | 72 MAIN STREET | BRIDGEWATER | MA | 02324 | PLYMOUTH | UNITED STATES | Not Required | Not Required | MECHANICS COOPERATIVE BANK | 183770 | |
| | | Full Service | 957973 | LAFAYETTE MAIN OFFICE | 60 BEDFORD STR | FALL RIVER | MA | 02720 | BRISTOL | UNITED STATES | Not Required | Not Required | MECHANICS COOPERATIVE BANK | 183770 | |
| | | Electronic Banking | 4842664 | ONLINE BANKING | 60 BEDFORD ST | FALL RIVER | MA | 02720 | BRISTOL | UNITED STATES | Not Required | Not Required | MECHANICS COOPERATIVE BANK | 183770 | |
| | | Full Service | 3633164 | NORTH DIGHTON BRANCH | 596 SOMERSET AVENUE | NORTH DIGHTON | MA | 02764 | BRISTOL | UNITED STATES | Not Required | Not Required | MECHANICS COOPERATIVE BANK | 183770 | |
| | | Full Service | 4165747 | SOMERSET BRANCH | 1236 COUNTY STREET | SOMERSET | MA | 02726 | BRISTOL | UNITED STATES | Not Required | Not Required | MECHANICS COOPERATIVE BANK | 183770 | |
| | | Full Service | 4165710 | SWANSEA BRANCH | 201 G A R HIGHWAY | SWANSEA | MA | 02777 | BRISTOL | UNITED STATES | Not Required | Not Required | MECHANICS COOPERATIVE BANK | 183770 | |
| | | Full Service | 421033 | TAUNTON BRANCH | 75 COUNTY STREET | TAUNTON | MA | 02780 | BRISTOL | UNITED STATES | Not Required | Not Required | MECHANICS COOPERATIVE BANK | 183770 | |
| | | Full Service | 4165729 | WESTPORT BRANCH | 165 STATE ROAD | WESTPORT | MA | 02790 | BRISTOL | UNITED STATES | Not Required | Not Required | MECHANICS COOPERATIVE BANK | 183770 | |

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Mechanics Bancorp, Inc

Fiscal Year Ending December 31, 2018

Report Item 3: Securities holders

| Current securities holders with ownership, control or holdings of 5% or more with power to vote as of the fiscal year ending 12-31-2016 | | | Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote as of the fiscal year ending 12-31-2016 | | |
|---|--|---|---|--|--|
| (1)(a) | (1)(b) | (1)(c) | (2)(a) | (2)(b) | (2)(c) |
| Name City, State, Country | Country of Citizenship or Incorporation | Number and Percentage of Each Class of Voting Securities | Name City, State, Country | Country of Citizenship or Incorporation | Number and Percentage of Each Class of Voting Securities |
| Mechanics Bancorp, MHC Taunton, MA | USA | 275,000 - 100% Common Stock | N/A | N/A | N/A |

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Mechanics Bancorp, MHC

Fiscal Year Ending December 31, 2018

Report Item 4: Insiders

| (1) Name 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 (Include names of subsidiaries) | (3)(c) Title & Position with Other Businesses (include name of 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) |
|---------------------------------------|---|---|--|---|--|---|--|
| Joseph T. Baptista Jr. Lannton, MA | N/A | Director, President/CEO, Trustee | Director & President/CEO (Mechanics Cooperative Bank, Mechanics Bancorp, Inc.); Director & President (MCB Securities Corporation, 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | Director, The Co-Operative Central Bank; Director, Atlantic Community Bankers Bank | N/A | N/A | N/A |
| Andrew C. Hewitt Rochester, MA | N/A | Treasurer | SVP, CFO & Treasurer (Mechanics Cooperative Bank); Treasurer (Mechanics Bancorp, Inc., MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC). | Trustee, Hewitt Family Trust | N/A | N/A | N/A |
| Deborah A. Grimes Fall River, MA | N/A | N/A | FVP, Retail Banking and Human Resources (Mechanics Cooperative Bank) | N/A | N/A | N/A | N/A |
| Richard Bentley Jr. Raynham, MA | Attorney | Chairman, Trustee | Chairman, Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | Bentley & Bentley | N/A | N/A | N/A |
| Barry R. Bibeau Swansea, MA | Retired | Trustee | Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | N/A | N/A | N/A | N/A |
| Edmund J. Brennan Jr. Raynham, MA | Attorney | Trustee | Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | Brennan, Recupero, Cascione, Scungio & McAllister (16.66% Partnership Interest) | N/A | N/A | 174 Dean Street, LLC (Manager and 50% membership interest); Winthrop Club Realty Trust (Trustee and 50% beneficial interest); Buttonwood Park III (Manager and 50% membership interest); Carney Family Irrevocable Trust of 1999 No. 2 (Trustee); and Carney Family Irrevocable Trust of 1998 No. 2 (Trustee); Carney Family Issue Trusts (Trustee); Various Realty Trust for land in South Dartmouth, MA (Rockland Farm) (Trustee); Barresters Hall, LLC (Member; 16.66%); Any Lawful Business, LLC (Member, Minority Interest) |
| Mark Dangoia Bridgewater, MA | Plumbing | Trustee | Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | N/A | N/A | N/A | Dangoia Plumbing, Inc. (Clerk of Corporation, Part Owner) |
| Robert L. Horne Swansea, MA | Executive Director | Trustee | Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | N/A | N/A | N/A | N/A |

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Mechanics Bancorp, MHC

Fiscal Year Ending December 31, 2018

Report Item 4: Insiders

| (1) Name 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 (Include names of subsidiaries) | (3)(c) Title & Position with Other Businesses (include name of 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) |
|-------------------------------------|---|---|--|---|--|---|--|
| Robert A. Lafate Bridgewater, MA | General Contractor & Building Commissioner | Trustee | Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | Tech Built Corporation (99%) Building Commissioner /Town of Raynham | N/A | N/A | Southbridge Properties, LLC (99%); 404 North Street Realty Trust (50%); Verge Realty Trust (25%); G&I Properties (25%) |
| Joseph S. Mozzone Rehoboth, MA | Lumber Sales & Supply | Trustee | Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | Mozzone Lumber Company, Inc. (President/Owner, 100%); Joseph F. Mozzone, Inc. (President/Owner, 100%); W.E. Folsom, Inc. | N/A | N/A | St. Marks, LLC (Manager/Owner, 100%); Estate of Olga Mozzone (Single Family Home; investment); Realty Executives, Metro South (Owner, 50%); Centurion, Inc. (SOC Signatory- Owner, 100%); St. Mark Realty Trust (Owner, 100%); and St. George Realty Trust (Trustee); Mozzone Family Trust 2 (Trustee) |
| George Shaker Jr. Warren, RI | Restaurant Supply | Trustee | Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | | N/A | N/A | Shaker Realty Trust (Trustee) |
| Thomas J. Souza Taunton, MA | N/A | Trustee | Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | N/A | N/A | N/A | Briggs Street 101 Realty Trust (Trustee) |

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Mechanics Bancorp, Inc

Fiscal Year Ending December 31, 2018

Report Item 4: Insiders

| (1) Name 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 (Include names of subsidiaries) | (3)(c) Title & Position with Other Businesses (include name of 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) |
|---------------------------------------|---|---|--|---|---|---|--|
| Joseph T. Baptista Jr. Taunton, MA | N/A | Director, President/CEO, Trustee | Director & President/CEO (Mechanics Cooperative Bank, Mechanics Bancorp, Inc.); Director & President (MCB Securities Corporation, 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | Director, The Co-Operative Central Bank; Director, Atlantic Community Bankers Bank | N/A | N/A | N/A |
| Andrew C. Hewitt Rochester, MA | N/A | Treasurer | SVP, CFO & Treasurer (Mechanics Cooperative Bank); Treasurer (Mechanics Bancorp, Inc.; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC). | Trustee, Hewitt Family Trust | N/A | N/A | N/A |
| Deborah A. Grimes Fall River, MA | N/A | N/A | FVP, Retail Banking and Human Resources (Mechanics Cooperative Bank) | N/A | N/A | N/A | N/A |
| Richard Bentley Jr. Raynham, MA | Attorney | Chairman, Trustee | Chairman, Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | Bentley & Bentley | N/A | N/A | N/A |
| Barry R. Bibeau Swansea, MA | Retired | Trustee | Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | N/A | N/A | N/A | N/A |
| Edmund J. Brennan Jr. Raynham, MA | Attorney | Trustee | Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | Brennan, Recupero, Cascione, Scungo & McAllister (16.66% Partnership Interest) | N/A | N/A | 174 Dean Street, LLC (Manager and 50% membership interest); Winthrop Club Realty Trust (Trustee and 50% beneficial interest); Burtonwood Park III (Manager and 50% membership interest); Carney Family Irrevocable Trust of 1999 No. 2 (Trustee); and Carney Family Irrevocable Trustee of 1998 No. 2 (Trustee); Carney Family Issue Trusts (Trustee); Various Realty Trust for land in South Dartmouth, MA (Rockland Farm) (Trustee); Barresters Hall, LLC (Member, 16.66%); Any Lawful Business, LLC (Member, Minority Interest) |
| Mark Dangoia Bridgewater, MA | Plumbing | Trustee | Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | N/A | N/A | N/A | Dangoia Plumbing, Inc. (Clrk of Corporaton, Part Owner) |

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Mechanics Bancorp, Inc

Fiscal Year Ending December 31, 2018

Report Item K: Insiders

| (1) Name 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 (Include names of subsidiaries) | (3)(c) Title & Position with Other Businesses (include name of 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) |
|--------------------------------------|---|--|--|--|---|---|---|
| Robert L. Horne Swansea, MA | Executive Director | Trustee | Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | N/A | N/A | N/A | N/A |
| Robert A. Iafrate Bridgewater, MA | General Contractor & Building Commissioner | Trustee | Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | Tech Built Corporation (99%) Building Commissioner /Town of Raynham | N/A | N/A | Southbridge Properties, LLC (99%); 404 North Street Realty Trust (50%); Virage Realty Trust (25%); G&I Properties (25%) |
| Joseph S. Mozzone Rehoboth, MA | Lumber Sales & Supply | Trustee | Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | Mozzone Lumber Company, Inc. (President/Owner, 100%); Joseph F. Mozzone, Inc. (President/Owner, 100%); W.L. Folsom, Inc. | N/A | N/A | St. Marks, LLC (Manager/Owner, 100%); Estate of Olga Mozzone (Single Family Home; investment); Realty Executives, Metro South (Owner, 50%); Centurion, Inc. (SOC Signatory Owner, 100%); St. Mark Realty Trust (Owner, 100%); and St. George Realty Trust (Trustee); Mozzone Family Trust 2 (Trustee) |
| George Shaker Jr. Warren, RI | Restaurant Supply | Trustee | Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | | N/A | N/A | Shaker Realty Trust (Trustee) |
| Thomas J. Souza Taunton, MA | N/A | Trustee | Director (Mechanics Bancorp, Inc.; Mechanics Cooperative Bank; MCB Securities Corporation; 1877 TPM Corporation and Mechanics Cooperative Bank Insurance Agency LLC) | N/A | N/A | N/A | Briggs Street 101 Realty Trust (Trustee) |