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Approval expires November 30, 2019
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Board of Governors of the Federal Reserve System

FEB 22 2019



Annual Report of Holding Companies - FR Y-6

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

I, Kevin M. Tierney, Sr.

Name of the Holding Company Director and Official

President

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.

North Shore Bancorp

Legal Title of Holding Company

32 Main Street

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

Peabody

MA

01960

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

George J. Sophinos

Treasurer

Name

Title

978-538-7023

Area Code / Phone Number / Extension

978-538-7060

Area Code / FAX Number

Gsophinos@northshore-bank.com

E-mail 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.

Signature of Holding Company Director and Official

02/19/19

Date of Signature

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

For Federal Reserve Bank Use Only

RSSD ID
C.I.

2621182

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."

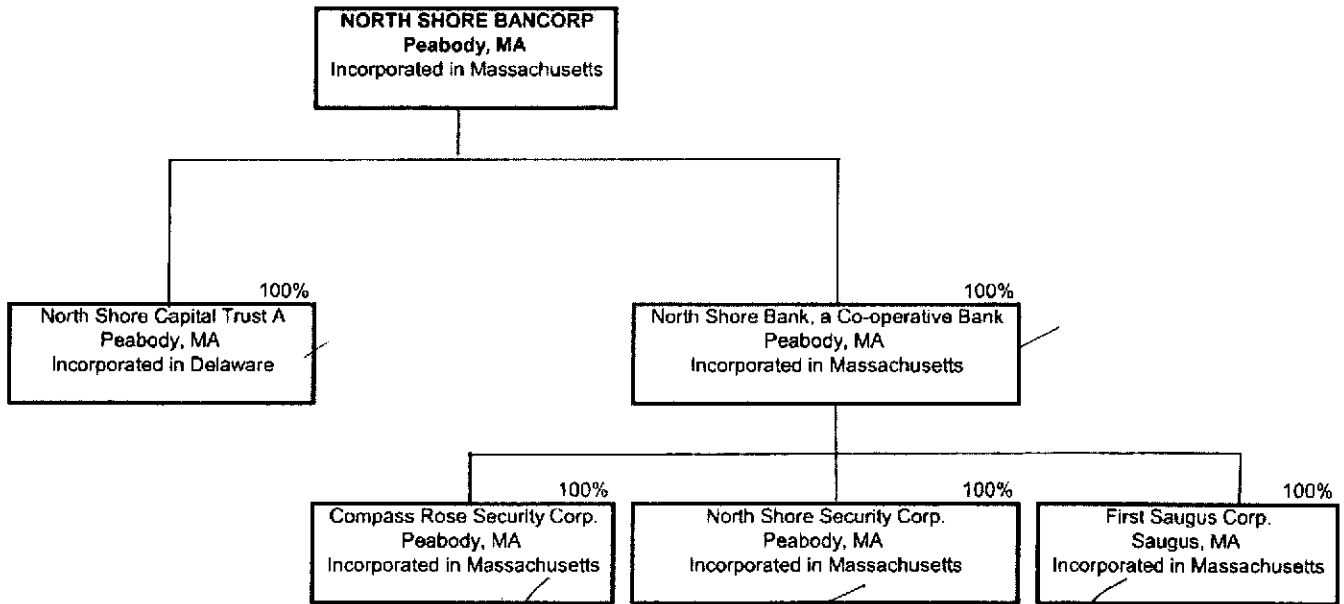
Form FR-Y6

North Shore Bancorp
Peabody, Massachusetts
Fiscal Year Ending December 31, 2018

Report Item

1: North Shore Bancorp does not prepare an annual report and is not required to prepare form 10K with the SEC.

2a: Organizational Chart
LEI not applicable unless otherwise noted. ✓



NR = Ownership percentage not reportable on the FR Y-10. Percentage of ownership is less than 25% and the companies are not controlled by any other means.

2b: Domestic branch listing provided to the Federal Reserve Bank.

3: Not Applicable - Mutual Holding Company.

Form FR-Y6
 North Shore Bancorp
 Peabody, Massachusetts
 Fiscal Year Ending December 31, 2018

Report Item
 2b: Domestic Branch Listing

* FDIC UN NUM, 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 UN NUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	161273	NORTH SHORE BANK, A CO-OPERATIVE BANK	248 ANDOVER STREET	PEABODY	MA	01960	ESSEX	UNITED STATES	Not Required	Not Required	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	2873561	APPLESEED'S SQUARE BRANCH	50 DODGE STREET APPLESEED SQUARE	BEVERLY	MA	01915	ESSEX	UNITED STATES	Not Required	Not Required	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	532006	DANVERS BRANCH	48 ELM ST	DANVERS	MA	01923	ESSEX	UNITED STATES	Not Required	Not Required	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	675909	MERRIMAC BRANCH	ONE WEST MAIN STREET	MERRIMAC	MA	01860	ESSEX	UNITED STATES	Not Required	Not Required	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	714400	MIDDLETON BRANCH	237 SOUTH MAIN STREET	MIDDLETON	MA	01949	ESSEX	UNITED STATES	Not Required	Not Required	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	3652512	MAIN STREET BRANCH	32 MAIN STREET	PEABODY	MA	01960	ESSEX	UNITED STATES	Not Required	Not Required	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	2683331	HIGHLAND AVE BRANCH	319 HIGHLAND AVENUE, TRADFR'S WAY	SALM	MA	01970	ESSEX	UNITED STATES	Not Required	Not Required	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	1380206	HAMILTON STREET BRANCH	1 HAMILTON ST	SAUGUS	MA	01906	ESSEX	UNITED STATES	Not Required	Not Required	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	158974	LINCOLN AVENUE BRANCH	489 LINCOLN AVE	SAUGUS	MA	01906	ESSEX	UNITED STATES	Not Required	Not Required	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	3519204	LYNNFELLS PARKWAY BRANCH	412 LYNNFELLS PARKWAY	SAUGUS	MA	01906	ESSEX	UNITED STATES	Not Required	Not Required	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	2966074	WEST PEABODY BRANCH	637 LOWELL ST	WEST PEABODY	MA	01960	ESSEX	UNITED STATES	Not Required	Not Required	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	
OK		Full Service	3633490	NEWTON BRANCH	29 SOUTH MAIN STREET	NEWTON	NH	03858	ROCKINGHAM	UNITED STATES	Not Required	Not Required	NORTH SHORE BANK, A CO-OPERATIVE BANK	161273	

3: North Shore Bancorp has not issued shares of stock and therefore does not have any shareholders

Form FR-Y6
North Shore Bancorp
Fiscal Year Ending December 31, 2018

Report Item 4: Directors and Officers

(1) (2) (3)(a)(b)(c) and (4)(a)(c)

(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 (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include 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)
Luis L. Azevedo Middleton, MA USA	Travel and Insurance Agent	Director	<i>Director - North Shore Bank</i>	<i>Owner Gomes Travel Service, Inc. and Today's Insurance Agency</i>	None	None	N/A
Benoit J. Brodeur, Jr. Peabody, MA USA	Funeral Director	Director	<i>Director - North Shore Bank</i>	<i>Partner Conway, Cahill-Brodeur Funeral Home</i>	None	None	N/A
Jonathan N. Bursaw Newbury, MA USA	Owner - Convenience Store	Director and Chairman of the Board	<i>Chairman of the Board, Director - North Shore Bank Director - North Shore Security Corp. Director - Compass Rose Security Corp. Director - First Saugus Corp.</i>	<i>President Bursaw's Pantry, LLC</i>	None	None	N/A
Timothy F. Clarke Danvers, MA USA	Executive - Paint & Decorating Company	Director	<i>Director - North Shore Bank</i>	<i>Owner Waters & Brown Paint and Decorating</i>	None	None	N/A
Gary F. Cowles Beverly, MA USA	Retired	Director	<i>Director - North Shore Bank</i>	N/A	None	None	N/A
Bradley R. Gauthier Peabody, MA USA	CPA	Director	<i>Director - North Shore Bank</i>	<i>Partner Gauthier and Company, CPAs</i>	None	None	N/A

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North Shore Bancorp
Fiscal Year Ending December 31, 2018

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Charles E. Holden Peabody, MA USA	Owner - Heating Oil Distributor	Director	<i>Director - North Shore Bank</i>	<i>President Holden Oil, Inc.</i>	None	None	N/A
Cynthia McGurren Marblehead, MA USA	University Vice President	Director	<i>Director - North Shore Bank</i>	<i>Vice President for Institutional Advancement Salem State University</i>	None	None	N/A
Pamela Casey O'Brien Saugus, MA USA	Register of Probate	Director, Clerk and Vice Chair of the Board	<i>Director - North Shore Bank Director - North Shore Security Corp. Director - Compass Rose Security Corp. Director - First Saugus Corp.</i>	<i>Register of Probate Salem Probate & Family Court</i>	None	None	N/A
Monique Pelletier Merrimac, MA USA	Financial Planner	Director	<i>Director - North Shore Bank</i>	<i>Aurelio Financial Consulting</i>	None	None	N/A
Dr. Samuel Penta Saugus, MA USA	Retired	Director	<i>Director - North Shore Bank</i>	N/A	None	None	N/A

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North Shore Bancorp
Fiscal Year Ending December 31, 2018

Report Item 4: Directors and Officers

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George J. Sophinos Rye, NH USA	N/A	Treasurer and Assistant Clerk	<i>Treasurer and CFO - North Shore Bank Treasurer - North Shore Security Corp. Treasurer - Compass Rose Security Corporation Treasurer - First Saugus Corp.</i>	N/A	None	None	N/A
Kevin M. Tierney, Sr Topsfield, MA USA	N/A	Director and President & CEO	<i>Director and President & CEO - North Shore Bank President, Clerk, & Director - North Shore Security Corp. President, Clerk, & Director - Compass Rose Security Corp. President, Clerk, & Director - First Saugus Corp.</i>	N/A	None	None	N/A
Richard A. Yagjian Peabody, MA USA	Executive - Video and Photography Company	Director	<i>Director - North Shore Bank</i>	<i>Executive VP & COO Hunts Photo and Video</i>	None	None	N/A