

MAR 28 2019

Board of Governors of the Federal Reserve System **Supervision, Regulation and Credit Department**

RC



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, **Michael Lenahan**

Name of the Holding Company Director and Official

EVP/ Chief Financial Officer

Title of the Holding Company Director and Official

Radius Bancorp Inc.

Legal Title of Holding Company

One Harbor Street, Suite 201

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

Boston

MA

02210

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:

Michael Lenahan

EVP/ Chief Financial Officer

Name

Title

617-728-7317

Area Code / Phone Number / Extension

617-737-7851

Area Code / FAX Number

milenahan@radiusbank.com

E-mail Address

Signature of Holding Company Director and Official

03/28/2019

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

Is confidential treatment requested for any portion of this report submission? 0=No 1=Yes

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

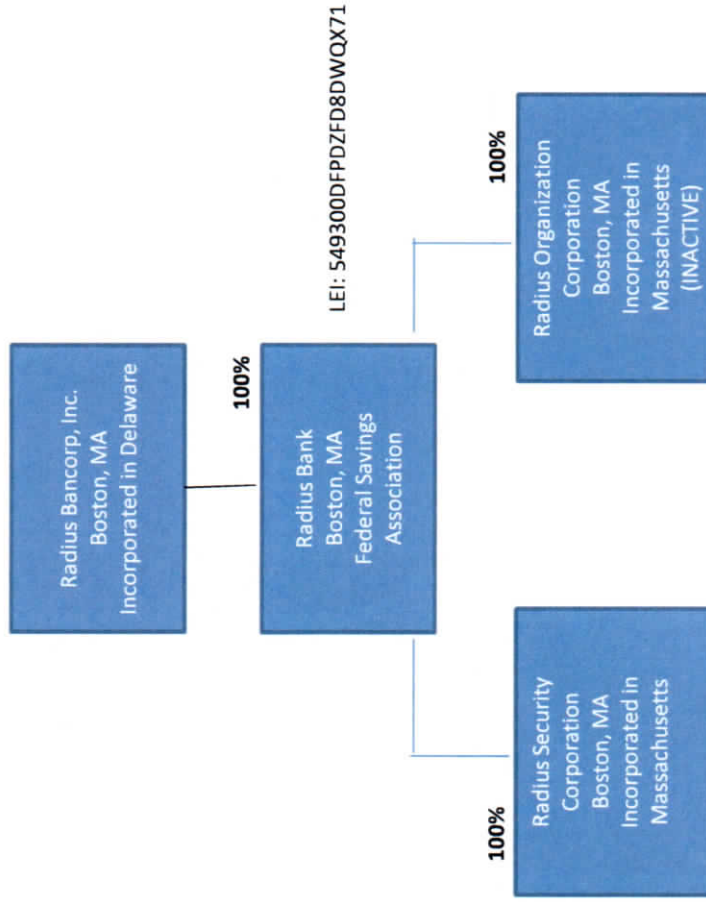
RSSD ID **421912**

C.I. _____

Form FR Y-6
Radius Bancorp Inc.
Boston, MA
Fiscal Year Ended December 31, 2018

Report Item:

1. Radius Bancorp Inc. does not prepare an annual report to its shareholders
2. Organization chart follows:



LEI not applicable unless otherwise noted

Results: A list of branches for your depository institution: **RADIUS BANK (ID_RSSD: 264772)**. This depository institution is held by **RADIUS BANCORP, INC (4121912)** of **BOSTON, MA**. The data are as of **12/31/2018**. Data reflects information that was received and processed through **01/06/2019**.

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	12/31/2018	Full Service (Head Office)	264772	RADIUS BANK	1 HARBOR STREET STE 201	BOSTON	MA	02210	SUFFOLK	UNITED STATES	Not Required	Not Required	RADIUS BANK	264772	

Form FR Y-6
Radius Bancorp Inc.
 Fiscal Year Ended December 31, 2018

1. Radius Bancorp Inc. does not prepare an annual report to its shareholders (1)(a)(b)(c) and (2)(a)(b)(c)

Current Security Holders with Ownership, control or holdings of 5% or more with power to vote as of fiscal year ended December 31, 2018		Security 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 during the fiscal year ended December 31, 2018	
(1)(a) Name City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and percentage of Each Class of Voting Securities	(2)(a) Name City, State, Country
Patriot Financial Partners Philadelphia, PA, USA	USA	1,235,288 shares -- 22.9335% of outstanding Class A Voting	(2)(c) Number and percentage of Each Class of Voting Securities
Greenhill Capital Partners New York, NY, USA	USA	1,235,260 shares -- 22.9330% of outstanding Class A Voting	
BayBoston Capital Newton Center, MA, USA	USA	564,007 shares -- 10.4710% of outstanding Class A Voting	
Endicott Opportunity Partners New York, NY, USA	USA	494,910 shares -- 9.1882% of outstanding Class A Voting	
Michael Butler Boston, MA, USA	USA	87,239 shares -- 1.6196% of outstanding Class A Voting 200,000 options representing 3.7131% of Class A Voting	

Form FR Y-6
 Radius Bancorp Inc.
 Fiscal Year Ended December 31, 2018

1. Radius Bancorp Inc. does not prepare an annual report to its shareholders
 (1), (2), (3)(b)(c), and (4)(b)(i)(E)

(1) Name	(2) Principal Occupation if other than with Bank Holding Company	(3)(e) 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 name of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 1% or more of voting securities are held (list names of companies and percentage of voting securities held)
Michael Butler Boston, MA, USA	N/A	President & Chief Executive Officer Director	President & Chief Executive Officer, Director Radius Bank President and Director Radius Organization Corp President and Director Radius Security Corp EVP/Chief Risk Officer Radius Bank	N/A	5.337%	N/A	N/A
Mark Francioni Needham, MA, USA	N/A	EVP/Chief Risk Officer	EVP/Chief Risk Officer Radius Bank	N/A	0.4270%	N/A	N/A
Michael Lennihan Middleboro, MA, USA	N/A	EVP/Chief Financial Officer	EVP/Chief Financial Officer Radius Bank	N/A	0.4270%	N/A	N/A
David Granase Norfolk, MA, USA	N/A	EVP/Institutional Banking	EVP/Institutional Banking Radius Bank	N/A	0.4084%	N/A	N/A
Charles Clarke Gates Mills, Ohio, USA	N/A	EVP/Chief Data Officer	EVP/Chief Data Officer Radius Bank	N/A	0.3713%	N/A	N/A
Doreen Hoath Westwood, MA, USA	N/A	SVP/Chief Administrative Officer & Assistant Secretary	SVP/Chief Administrative Officer & Assistant Secretary Radius Bank Secretary Radius Organization Corp Secretary Radius Security Corp EVP/Virtual Banking	N/A	0.0207%	N/A	N/A
Christopher Tremont Boston, MA, USA	N/A	EVP/Virtual Banking	EVP/Virtual Banking	N/A	0.8400%	N/A	N/A
Philip Peters Melrose, MA, USA	N/A	EVP/COO	EVP/COO	N/A	1.3579%	N/A	N/A
Diane Gallion Chicago, IL, USA	N/A	EVP/BGL National Director	EVP/BGL National Director	N/A	0.8903%	N/A	N/A
Stephen O'Leary Reading, MA, USA	N/A	EVP/Equipment Finance	EVP/Leasing Financing	N/A	0.2025%	N/A	N/A
Angela Lyons Rockland, MA, USA	N/A	VP, Treasurer	Treasurer Radius Organization Corp Treasurer Radius Security Corp	N/A	0.0371%	N/A	N/A

Form PB X-6
 Radius Barcode Inc.
 Fiscal Year Ended December 31, 2018

3. Radius Barcode Inc. does not prepare an annual report to its shareholders
 (1), (2), (3)(b)(i), and (4)(i)(b)(c).

(1) Name	(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 name 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)
Dale Schmitter Erie, PA, USA	Retired	Director	Director Radius Bank Radius Organization Corp	N/A	0.0987%	N/A	N/A
Lisa Sifton Newton Center, MA, USA	Investor	Director	Director Radius Bank	Principal, Managing Partner Bay/Boston Capital	0.0318%	N/A	Sifton Consulting, LLC - 100%
Boris Gubin New York, NY, USA	Investor	Director	Director Radius Bank	Managing Director Greenhill Capital Partners	N/A	N/A	N/A
Sarah Hodgkinson Somerville, MA, USA	Marketing	Director	Director Radius Bank	VP/Marketing Tripathy	0.0422%	N/A	N/A
Bradford Kopp Delray Beach, FL, USA	Retired	Director	Director Radius Bank	N/A	0.4191%	N/A	N/A
Robert Kozik Troy, FL, USA	Retired	Director	Director Radius Security Corp	N/A	0.2930%	N/A	N/A
Alicia Lopez Canton, MA, USA	Retired	Director	Director Radius Bank	N/A	0.2411%	N/A	N/A
Jack Sargent	Investor	Director	Director	President - Bohemian Management Corp General Partner - Surgent Family Partnership Managing Member - Gallagher, McDevitt, Schalleur & Surgent	4.7871%	N/A	Bohemian Management Corporation - 89% Surgent Family Partnership - 32%
Rob Usdan New York, NY, USA	Investor	Director	Director Radius Bank Radius Security Corporation	General Partner - Morgan Creek MD, LP Co-President Endcott Opportunity Partners	N/A	N/A	Gallagher, McDevitt, Schalleur & Surgent - 94% Morgan Creek MD, LP - 32% W.R. Endcott, LLC - 40% Endcott Management Company - 40% Endcott Financial Advisors LLC - 50% W.R. Investments, LLC - 50% W.R. Endcott III LLC - 32% W.R. Endcott IV, LLC - 46% G.W. Realty, Inc. - 52%
Kirk Wyoff Fort Washington, PA, USA	Investor	Director	Director Radius Bank	Managing Partner Patriot Financial Partners	N/A	N/A	Skippack Land Partners - 31% Three Diamonds Firm, LLC - 90% Patriot Financial Manager, LP - 32.5% Patriot Financial Partners, LLC - 45.05% Patriot Financial Partners GP, LLC - 45.05% Patriot Financial Partners GP II, LLC - 40.70% Patriot Financial Partners GP III, LP - 40.70% Patriot Financial Partners GP III, LLC - 80% Patriot Financial Advisors, LP - 80% Patriot Financial Services, LLC - 80%
Patrick Franche Partners	N/A	Principal Shareholder	Principal Shareholder	N/A	22.9336%	N/A	Enerlife Financial Services, LLC - 81.85%
Greenhill Capital Partners	N/A	Principal Shareholder	Principal Shareholder	N/A	22.9330%	N/A	ClearView Risk - 68% TransFar Remittance, LLC - 71% Pacific Coast Energy - 28% Update Promise - 25%
Bay/Boston Capital L.P.	N/A	Principal Shareholder	Principal Shareholder	N/A	10.4710%	N/A	N/A