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Supervision, Regulation and  
Credit Department

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

5493003RM4D06OTMJD05

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

I, Rheo A. Brouillard

Name of the Holding Company Director and Official

President & 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

3/27/19

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.

3306815

SI Financial Group Inc

Legal Title of Holding Company

PO Box 95

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

Willimantic

CT

06226

City

State

Zip Code

903 Main St, Willimantic, CT 06226

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed

Catherine Pomerleau

Executive Assistant

Name

Title

360-456-6514

Area Code / Phone Number / Extension

860-456-5212

Area Code / FAX Number

cpomerleau@savingsinstitute.bank

E-mail Address

www.mysifi.com

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

Is confidential treatment requested for any portion of this report submission?  No  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 Use By Tiered Holding Companies

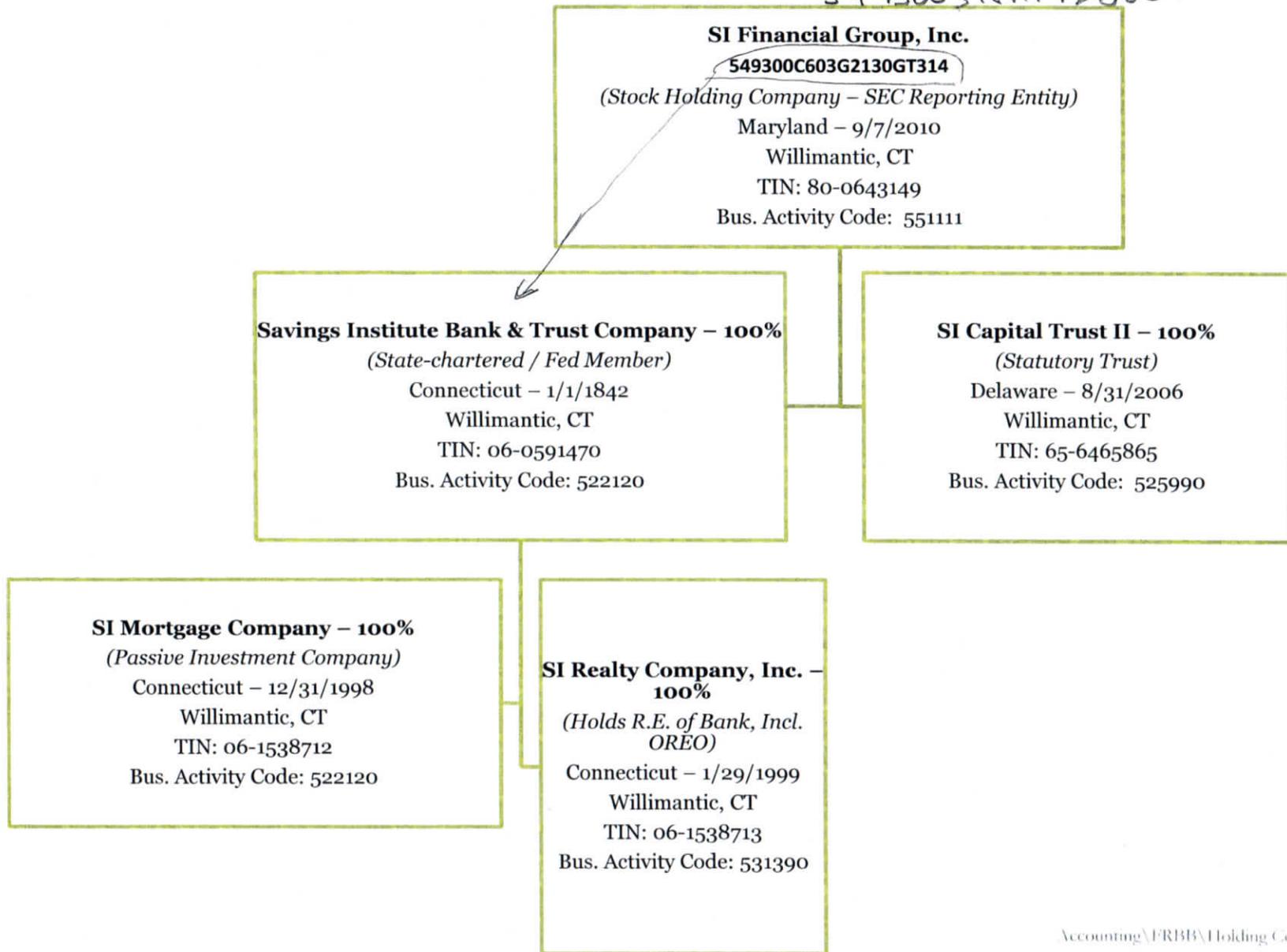
Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical Location (if different from mailing address)	Physical Location (if different from mailing address)
Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
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City State Zip Code	City State Zip Code
Physical Location (if different from mailing address)	Physical Location (if different from mailing address)

# SI Financial Group, Inc.

## Ownership Structure

5493003R M4D060TMJD05



Branch Service Type	Branch ID (RSS)	Popular Name	Street address	City	State	Zip code	County	Country	FDR (BR/BA)	Office Number	Head Office	Head Office ID (RSS)
FULL SERVICE (Main Office)	480808	SAVINGS INSTITUTE BANK & TRUST CO.	803 MAIN ST	WILLIMANTIC	CT	06226	WINDHAM	UNITED STATES		17134	0 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	771006	BROOKLYN BRANCH	536 PROVIDENCE RD	BROOKLYN	CT	06734	WINDHAM	UNITED STATES		744404	8 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	1215164	CANTERBURY BRANCH	180 WESTMINSTER RD, RTE 14	CANTERBURY	CT	06331	WINDHAM	UNITED STATES		744413	12 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	7737275	COLCHESTER BRANCH	63 NORWICH AVE	COLCHESTER	CT	06435	NEW LONDON	UNITED STATES		340750	21 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	1212378	DAYVILLE BRANCH	596 HARTFORD PIKE	DAYVILLE	CT	06241	WINDHAM	UNITED STATES		744506	11 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	4175661	EAST HAMPTON BRANCH	50 EAST HIGH ST	EAST HAMPTON	CT	06424	MIDDLESEX	UNITED STATES		478849	23 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	4175670	ENFIELD BRANCH	85 FRESHWATER BLYD	ENFIELD	CT	06082	HARTFORD	UNITED STATES		49987	10 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	2624512	GROTON BRANCH	396 POQUONNOK RD	GROTON	CT	06340	NEW LONDON	UNITED STATES		244740	13 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	572507	HEBRON BRANCH	125 MAIN ST	HEBRON	CT	06248	TOLLAND	UNITED STATES		744145	1 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	574701	LEBANON BRANCH	554 EXETER RD	LEBANON	CT	06249	NEW LONDON	UNITED STATES		244336	2 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	1072491	LISBON BRANCH	180 RIVER RD	LISBON	CT	06351	NEW LONDON	UNITED STATES		361776	17 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	1854707	MANSFIELD BRANCH	95 STORMS RD	MANSFIELD CTB	CT	06250	TOLLAND	UNITED STATES		744339	9 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	699903	MOOSUP BRANCH	444 PROSPECT ST	MOOSUP	CT	06354	WINDHAM	UNITED STATES		744405	7 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	2901633	NORTH WINDHAM BRANCH	474 BOSTON POST RD	NORTH WINDHAM	CT	06256	WINDHAM	UNITED STATES		244342	16 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	4175689	NORWICH BRANCH	108 SALEM TPKE	NORWICH	CT	06360	NEW LONDON	UNITED STATES		744347	14 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	3949862	PAWLATUCK BRANCH	445 LIBERTY ST	PAWLATUCK	CT	06375	NEW LONDON	UNITED STATES	N/A	N/A	SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	3398145	SOUTH WINDSOR BRANCH	1000 SULLIVAN AVE	SOUTH WINDSOR	CT	06174	HARTFORD	UNITED STATES		461450	19 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	1362309	TOLLAND BRANCH	259 MERRIOW RD	TOLLAND	CT	06188	TOLLAND	UNITED STATES		461449	18 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	7356465	WILLIMANTIC BRANCH	803 MAIN ST	WILLIMANTIC	CT	06226	WINDHAM	UNITED STATES		244019	15 SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	480705	MIDDLETOWN BRANCH	165 EAST MAIN RD	MIDDLETOWN	RI	02842	NEWPORT	UNITED STATES	N/A	N/A	SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	478476	NEWPORT BRANCH	100 BELLEYSIDE AVE	NEWPORT	RI	02840	NEWPORT	UNITED STATES	N/A	N/A	SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	349984	PORTSMOUTH BRANCH	1430 EAST MAIN RD	PORTSMOUTH	RI	02871	NEWPORT	UNITED STATES	N/A	N/A	SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	3499904	WAKEFIELD BRANCH	171 ONE TOWER HILL RD	WAKEFIELD	RI	02879	WASHINGTON	UNITED STATES	N/A	N/A	SAVINGS INSTITUTE BANK & TRUST CO	480808
FULL SERVICE	485106	WESTLEY BRANCH	78 POST RD	WESTLEY	RI	02891	WASHINGTON	UNITED STATES	N/A	N/A	SAVINGS INSTITUTE BANK & TRUST CO	480808

Name and Address	Number of Shares Owned	Percent of Common Stock Outstanding
BlackRock, Inc. 55 East 52 <sup>nd</sup> Street New York, New York 10055	739,576 <sup>(1)</sup>	6.14%
The Vanguard Group, Inc. 2000 Kubach Rd Philadelphia, PA 19116	679,055 <sup>(1)</sup>	5.63%
Savings Institute Bank & Trust Company Employee Stock Ownership Plan 803 Main Street Willimantic, Connecticut 06226	676,837 <sup>(2)</sup>	5.61%

**Form FR Y-6**  
**SI Financial Group, Inc.**  
**Fiscal Year Ending December 31, 2018**

**Report Item 4: Insiders**

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

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with 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 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 securi- ties are held (List names of companies and percentage of voting securities held)
Roger Engle Brooklyn, CT USA	N/A	Director	N/A	N/A	0.17%	None	N/A
Robert O. Gullard Storrs, CT USA	Small Business Owner & Chairman of O.L. Willard Co., Inc.	Director	N/A	N/A	0.21%	None	N/A
Donna M. Evan Storrs, CT USA	Sales Manager for WILLIAM/FM radio station	Director	N/A	N/A	0.19%	None	N/A
Mark D. Allrod Tolland, CT USA	President & Sole Owner of Mark D. Allrod CPA PC public accounting firm	Director & Chairman	N/A	N/A	0.11%	None	N/A
Michael R. Garvey Pawcatuck, CT USA	Principal and Owner of Garvey & Associates, LLC public accounting firm	Director	N/A	Principal and Owner of Professional Payrolls, LLC	0.15%	None	N/A

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**SI Financial Group, Inc.**  
**Fiscal Year Ending December 31, 2018**

**Report Item 4: Insiders**

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

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with 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 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 securi- ties are held (List names of companies and percentage of voting securities held)
Kevin M. McCarthy Portsmouth, RI USA	Self-Employed (Retired/was President of Newport Bancorp)	Director	N/A	N/A	1.00%	None	N/A
Kathleen A. Nealon Exeter, RI USA	CFO at Professional Planning Group Advisors	Director	N/A	N/A	0.05%	None	N/A
Dennis Pollack Scotch Plains, NJ USA	Advisor & Retail Bank Executive	Director	N/A	N/A	0.03%	None	N/A
Rheo A. Brouillard West End, NC USA	N/A	Director, President & Chief Executive Officer	N/A	N/A	1.00%	None	N/A
Laure L. Gervais Windham, CT USA	N/A	Executive Vice President & Corporate Secretary	N/A	N/A	1.00%	None	N/A

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**SI Financial Group, Inc.**  
**Fiscal Year Ending December 31, 2018**

**Report Item 4: Insiders**  
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with 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 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 securi- ties are held (List names of companies and percentage of voting securities held)
Lauren L. Murphy Lebanon, CT USA	N/A	Senior Vice President	N/A	N/A	0.28%	None	N/A
Jonathan Wood Madison, CT USA	N/A	Executive Vice President	N/A	N/A	0.17%	None	N/A
Paul R. Little Berlin, CT USA	N/A	Senior Vice President	N/A	N/A	0.13%	None	N/A
Kenneth Martin Lincoln, RI USA	N/A	Senior Vice President	N/A	N/A	0.01%	None	N/A