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Board of Governors of the Federal Reserve System

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Annual Report of Holding Companies—FR Y-6

JUN 25 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):

March 31, 2019

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

I, Elizabeth Oliver

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.

Coastal Affiliates MHC

Legal Title of Holding Company

25 Benjamin Franklin Way

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

Hyannis

MA

02601

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Jovita Delorey

Accounting Officer

Name

Title

508-568-3350

Area Code / Phone Number / Extension

508-568-3473

Area Code / FAX Number

jdelorey@mycapecodbank.com

E-mail Address

www.mycapecodbank.com

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

Signature of Holding Company Director and Official

6/19/19

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 3444801
C.I.

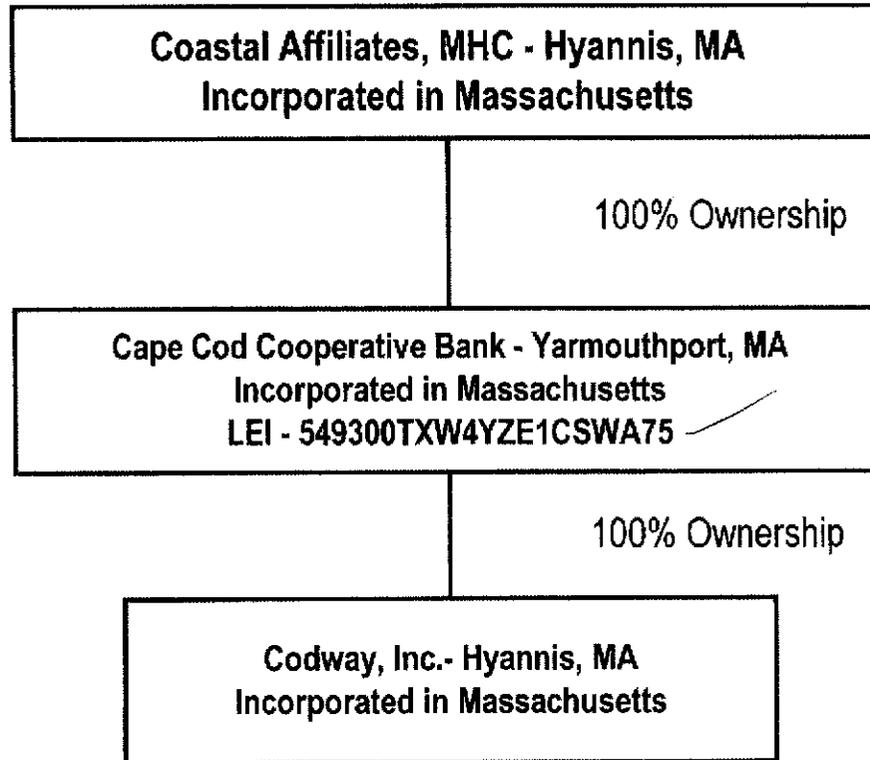
Is confidential treatment requested for any portion of this report submission? 0=No 1=Yes 0

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."

**Coastal Affiliates, MHC
Hyannis, Massachusetts
Fiscal Year Ending March 31, 2018**



Results: A list of branches for your holding company: COASTAL AFFILIATES, MHU (344580) of HYANNIS, MA.
 The data are as of 03/31/2011. Below is data information that was received and processed through 04/07/2011.

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, update 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 location 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, use your institution name, city and state in the subject line of the e-mail.

Notes:

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 UNIFORM Office Number, and BR_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 UNIFORM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	119773	CAPE COD CO-OPERATIVE BANK	211 MAIN STREET, ROUTE 6A	YARMOUTH PORT	MA	02675	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD CO-OPERATIVE BANK	119773	
OK		Full Service	221928	EAST COTTAGE BRANCH	2591 MAIN STREET, ROUTE 6A	EAST DUNNIS	MA	02641	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD CO-OPERATIVE BANK	119773	
OK		Full Service	3624694	ORLEANS ROAD BRANCH	1340 ORLEANS ROAD, ROUTE 139	EAST HERRING	MA	02645	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD CO-OPERATIVE BANK	119773	
OK		Full Service	4217688	FALMOUTH BRANCH	230 WORCESTER COURT	FALMOUTH	MA	02640	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD CO-OPERATIVE BANK	119773	
OK		Full Service	1110981	WATLUCK LANE BRANCH	605 WATLUCK LANE	HYANNIS	MA	02601	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD CO-OPERATIVE BANK	119773	
OK		Full Service	4217689	MARSTONS HILLS BRANCH	3878 FALMOUTH ROAD	MARSTONS MILLS	MA	02668	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD CO-OPERATIVE BANK	119773	
OK		Full Service	4754866	NORTH FALMOUTH CO-OP BRANCH	660 NORTH FALMOUTH HIGHWAY	NORTH FALMOUTH	MA	02556	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD CO-OPERATIVE BANK	119773	
OK		Full Service	2701020	SANDWICH BRANCH	275 COTUIT ROAD	SANDWICH	MA	02563	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD CO-OPERATIVE BANK	119773	
OK		Full Service	4402643	WILKINSVILLE	277 NORTH MAIN STREET	SOUTH YARMOUTH	MA	02684	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD CO-OPERATIVE BANK	119773	
OK		Full Service	2405321	WEST BARNSTABLE BRANCH	1123 ROUTE 6A	WEST BARNSTABLE	MA	02568	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD CO-OPERATIVE BANK	119773	
OK		Reduced Service	4412666	HEATHWOOD AT KING'S WAY	100 HEATHWOOD DRIVE AT KING'S WAY	YARMOUTH PORT	MA	02575	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD CO-OPERATIVE BANK	119773	
OK		Full Service	4412667	KING'S WAY BRANCH	64 KING'S CIRCUIT	YARMOUTH PORT	MA	02575	BARNSTABLE	UNITED STATES	Not Required	Not Required	CAPE COD CO-OPERATIVE BANK	119773	

Coastal Affiliates, MHC

March 31, 2019

Name, City, State, Country	Principal Occupation	Title and Position With BHC	Title and Position With Sub	Title and Position With other Business	Percentage of Voting Shares In BHC	Percentage Of Voting Shares In Subs	Names of Other Companies If >25% or more voting securities
Abbott, Stephen West Dennis, MA, USA	Retired	Corporator	N/A	Retired President & CEO Cape Cod Healthcare Hyannis, MA, USA	0	0	0
Alger, Sarah Osterville and Nantucket, MA, USA	Attorney	Corporator	N/A	Attorney Osterville and Nantucket, MA, USA	0	0	0
Cahir, Thomas Bourne, MA, USA	Administrator Cape Cod Regional Transit Authority	Corporator	N/A	Administrator Cape Cod Regional Transit Authority Bourne, MA, USA	0	0	0
Cole Matthew Eastham, MA, USA	President and CEO Cape Associates	Corporator	N/A	President and CEO Cape Associates Eastham, MA	0	0	0
Cotton, John Jr Osterville, MA, USA	VP, Brokerage Manager Sotheby's International Realty	Corporator/ Director	Director	VP, Brokerage Manager Sotheby's International Realty Osterville, MA, USA	0	0	0
Cox, Eliza Barnstable, MA, USA	Attorney Nutter McClennen & Fish LLP	Corporator	N/A	Attorney Nutter McClennen & Fish LLP Hyannis, MA, USA	0	0	0
Crowell, Joel East Dennis, MA, USA	Retired	Corporator	N/A	Retired President, CEO, of CCCB and Codway, Inc.. Yarmouthport, MA, USA	0	0	0
DellaPosta, Gary Falmouth, MA, USA	Founder, CPA of the Gary M. DellaPosta firm	Corporator/ Director	Director	Founder, CPA of the Gary M. DellaPosta firm Falmouth, MA, USA	0	0	0
Fenuccio, Richard West Barnstable, MA, USA	President - Principal Brown Lindquist Fenuccio & Raber, Inc.	Corporator	N/A	President - Principal Brown Lindquist Fenuccio & Raber, Inc. Yarmouthport, MA, USA	0	0	0
Ford, Michael Harwich, MA, USA	Attorney	Corporator/ Director	Director	Attorney West Harwich, MA, USA	0	0	0
Garran, Nancy Brewster, MA, USA	Director, Cape Cod Sea Camps	Corporator/ Director	Director	Director, Cape Cod Sea Camps Brewster, MA, USA	0	0	0
Lynch, Christopher Coluit, MA, USA	President, Lawrence-Lynch	Corporator/ Director	Director	President, Lawrence-Lynch North Falmouth, MA, USA	0	0	0
Manning, Justin Sandwich, MA, USA	CAI, AARE, President J.J. Manning Auctioneers	Corporator	N/A	CAI, AARE, President J.J. Manning Auctioneers Yarmouthport, MA, USA	0	0	0
McPhee, Robert East Dennis, MA, USA	Owner, McPhee Associates Building and Realty	Corporator	N/A	Owner, McPhee Associates Building and Realty East Dennis, MA, USA	0	0	0

Coastal Affiliates, MHC

March 31, 2019

Name, City, State, Country	Principal Occupation	Title and Position With BHC	Title and Position With Sub	Title and Position With other Business	Percentage of Voting Shares in BHC	Percentage Of Voting Shares in Subs	Names of Other Companies if >25% or more voting securities
Miller, Susan Sandwich, MA, USA	VP of Academic and Student Affairs Cape Cod Community College	Corporator	N/A	VP of Academic and Student Affairs Cape Cod Community College West Barnstable, MA, USA	0	0	0
Northcross, Wendy West Barnstable, MA, USA	CEO, Cape Cod Chamber of Commerce	Corporator/ Director	Director	CEO, Cape Cod Chamber of Commerce Centerville, MA, USA	0	0	0
Ramsey, Martha Hyannis, MA, USA	Elder Law Attorney	Corporator/ Clerk of the Corporation/ Director	Director/ Clerk of the Corporation	Elder Law Attorney Hyannis, MA, USA	0	0	0
Sheehan, Gary Sandwich, MA, USA	President and CEO Cape Medial Supply, Inc.	Corporator/ Director	Director	President and CEO Cape Medial Supply, Inc. Hyannis, MA, USA	0	0	0
Linehan, Mark Cofuit, MA, USA	Treasurer Cape Cod Cooperative Bank	Treasurer & CFO	Treasurer of CCCB and Codway, Inc.	Treasurer CCCB and Codway, Inc. Hyannis, MA, USA	0	0	0
Vanderhoef, Sheila Yarmouthport, MA, USA	Retired	Corporator/ Director	Director	Retired - Town Administrator, Town of Eastham Eastham, MA, USA	0	0	0
Whiteley, Sara West Chatham, MA, USA	Co - owner of Whiteley W Vernon Plumbing and Heating Company	Corporator/ Director	N/A	Co - owner of Whiteley W Vernon Plumbing and Heating Company West Chatham, MA, USA	0	0	0
Haidias, Van Dennis, MA, USA	Part owner of Cookes Seafood and The Knack	Corporator	N/A	Part owner of Cookes Seafood, Hyannis, MA, USA and The Knack, Orleans, MA, USA	0	0	0
Gull, Gene Philadelphia, PA, USA	Co - director RMA/Wharton Executive Risk Management Program	Corporator	N/A	Co - director RMA/Wharton Executive Risk Management Program Philadelphia, PA, USA	0	0	0
Marcus, Beth Hyannis, MA, USA	Co - owner of Cape Cod Beer	Corporator	N/A	Co - owner Cape Cod Beer Hyannis, MA, USA	0	0	0
Nickerson, Geoff Falmouth, MA, USA	Attorney of Oppenheimer & Nickerson, LLP	Corporator	N/A	Attorney Oppenheimer & Nickerson, LLP Falmouth, MA, USA	0	0	0
Oliver, Elizabeth Hyannis, MA, USA	✓ President & CEO Cape Cod Cooperative Bank	President CEO Corporator Director	President CEO Corporator Director of CCCB and Codway, Inc..	President, CEO, Corporator, Director of CCCB and Codway, Inc., Hyannis, MA, USA	0	0	0
Polhemus, Aaron Harwich, MA, USA	President & CEO of Polhemus Savary DaSilva, Inc	Corporator	N/A	President & CEO Polhemus Savary DaSilva, Inc	0	0	0

Coastal Affiliates, MHC

March 31, 2019

Name, City, State, Country	Principal Occupation	Title and Position With BHC	Title and Position With Sub	Title and Position With other Business Harwich, MA, USA	Percentage of Voting Shares in BHC	Percentage Of Voting Shares in Subs	Names of Other Companies if >25% or more voting securities
Van Vleck, Anne Hyannis, MA, USA	Chief Development Officer of Housing Assistance Corporation (HAC)	Corporator	N/A	Chief Development Officer Housing Assistance Corporation (HAC) Hyannis, MA, USA	0	0	0
Allen, John Hyannis, MA, USA	President of the John F Kennedy Hyannis Museum	Corporator	N/A	President John F Kennedy Hyannis Museum Hyannis, MA, USA	0	0	0