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.

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.

1, John DeStefano
Name of the Holding Company Director and Official

Director & Secretary
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
03/30/2020
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.

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.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2019
Month / Day / Year

NA
Reporters Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporters Name, Street, and Mailing Address

First City Fund Corporation
Legal Title of Holding Company
299 Whalley Ave
(Mailing Address of the Holding Company) Street / P.O. Box
New Haven CT 06511
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Michael Kinne
Asst Secretary
Name Title
203-285-6876
Area Code / Phone Number / Extension
203-745-3074
Area Code / FAX Number
mkinne@newhavenbank.com
E-mail Address
www.newhavenbank.com
Address (URL) for the Holding Company's web page

Is confidential treatment requested for any portion of this report submission? ☐
☐
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."

12/2019
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.

<table>
<thead>
<tr>
<th>Legal Title of Subsidiary Holding Company</th>
<th>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
</tr>
</thead>
<tbody>
<tr>
<td>First Community Bancorp</td>
<td>299 Whalley Ave</td>
<td>New Haven</td>
<td>CT</td>
<td>06511</td>
</tr>
</tbody>
</table>

Physical Location (if different from mailing address)

Physical Location (if different from mailing address)

Physical Location (if different from mailing address)

Physical Location (if different from mailing address)
ITEM 2A

ORGANIZATION STRUCTURE

The principal organizing entity of the Bank is First City Fund Corporation (FCFC), a charitable nonprofit foundation whose charter mandates the formation of a locally based community bank to assist in the economic development and progress of the City of New Haven. FCFC provided the initial capitalization of the Bank through First City Bancorp Inc (FCBI), an intermediate holding company that owns 100% of the Bank’s voting shares. FCBI is 100% owned by FCFC. Both FCFC and FCBI have received approval from the Federal Reserve Bank of Boston to become bank holding companies under the Bank Holding Company Act.

The organization structure of the Corporation/Bancorp/Bank is shown below. There are no other entities associated with the companies. LEI number is not applicable unless otherwise noted.

All three organizations are incorporated in the State of Connecticut.
**ITEM 2b Domestic Branch Listing**

**Results:** A list of branches for your depository institution: **NEW HAVEN BANK (ID_RSSD: 3843392).** This depository institution is held by **FIRST COMMUNITY BANCORP INC (4151003) of NEW HAVEN, CT.** The data are as of 12/31/2019. Data reflects information that was received and processed through 03/05/2020.

**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.*

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSSD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNINUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service (Head Office)</td>
<td>3843392</td>
<td>NEW HAVEN BANK</td>
<td>299 WHALLEY AVENUE</td>
<td>NEW HAVEN</td>
<td>CT</td>
<td>06511</td>
<td>NEW HAVEN</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>NEW HAVEN BANK</td>
<td>3843392</td>
<td></td>
</tr>
</tbody>
</table>
Item #3

Security Holders

First City Fund Corporation

First City Fund Corporation is a not for profit Corporation and as such there are no security holders.

First Community Bancorp, Inc.

First Community Bancorp is 100% owned by its parent, First City Fund Corporation. There are no other security holders of First Community Bancorp.
## ITEM #4 Insiders

<table>
<thead>
<tr>
<th>Name, City, State, Country</th>
<th>Title &amp; Position with Bank Holding Company</th>
<th>Title &amp; Position with Subsidiaries</th>
<th>Title and Position with Other Businesses</th>
<th>Principal Occupation if other than with the Bank Holding Company</th>
<th>Percentage of Voting Shares in Bank Holding Company</th>
<th>Percentage of Voting Shares in Subsidiary</th>
<th>List names of other companies (incl partnerships) if 25% or more if voting securities are held</th>
</tr>
</thead>
<tbody>
<tr>
<td>John DeStefano Jr., New Haven CT. USA</td>
<td>Director and Secretary</td>
<td>Director &amp; EVP: FCBI, New Haven Bank</td>
<td>N/A</td>
<td>EVP New Haven Bank</td>
<td>N/A</td>
<td>N/A</td>
<td>None</td>
</tr>
<tr>
<td>Mark G. Sklarz, New Haven CT. USA</td>
<td>Director and President</td>
<td>N/A</td>
<td>N/A</td>
<td>Partner, Green &amp; Sklarz</td>
<td>N/A</td>
<td>N/A</td>
<td>None</td>
</tr>
<tr>
<td>Rolan Joni Young Smith, Orange CT. USA</td>
<td>Director</td>
<td>Director and Chair, FCBI &amp; New Haven Bank</td>
<td>N/A</td>
<td>Partner, Berchem, Moses and Devlin</td>
<td>N/A</td>
<td>N/A</td>
<td>None</td>
</tr>
<tr>
<td>Charles Negaro, New Haven CT. USA</td>
<td>Director and Vice President</td>
<td>Director, FCBI &amp; New Haven Bank</td>
<td>N/A</td>
<td>Chairman, Atticus Bakery, LLC</td>
<td>N/A</td>
<td>N/A</td>
<td>Atticus Bakery, LLC - 80%, TPA Books Inc-50%, HDM Realty - 100%</td>
</tr>
<tr>
<td>Karen DuBois Walton, New Haven CT. USA</td>
<td>Director</td>
<td>N/A</td>
<td>N/A</td>
<td>Executive Director, Housing Authority City of New Haven</td>
<td>N/A</td>
<td>N/A</td>
<td>Glendower Group, LLC</td>
</tr>
<tr>
<td>Robin Golden, New Haven CT. USA</td>
<td>Director and Treasurer</td>
<td>N/A</td>
<td>N/A</td>
<td>Early College Program Advisor, The Board of Regents</td>
<td>N/A</td>
<td>N/A</td>
<td>None</td>
</tr>
<tr>
<td>David Newton, New Haven CT. USA</td>
<td>Director</td>
<td>N/A</td>
<td>N/A</td>
<td>President, Elm Advisors, LLC</td>
<td>N/A</td>
<td>N/A</td>
<td>Elm Advisors, LLC</td>
</tr>
</tbody>
</table>
### ITEM #4  Insiders

<table>
<thead>
<tr>
<th>Name, City, State, Country</th>
<th>Title &amp; Position with Bank Holding Company</th>
<th>Title &amp; Position with Subsidiaries</th>
<th>Title and Position with Other Businesses</th>
<th>Principal Occupation if other than with the Bank Holding Company</th>
<th>% of Voting Shares in Bank Holding Company</th>
<th>% of Voting Shares in Subsidiary</th>
<th>List names of other companies (incl partnerships) if 25% or more of voting securities are held</th>
</tr>
</thead>
<tbody>
<tr>
<td>John DeStefano Jr., New Haven CT, USA</td>
<td>Director and EVP</td>
<td>Director &amp; EVP, New Haven Bank</td>
<td>N/A</td>
<td>EVP New Haven Bank</td>
<td>N/A</td>
<td>N/A</td>
<td>None</td>
</tr>
<tr>
<td>Michael Schaffer, New Haven CT, USA</td>
<td>Director and Vice Chair</td>
<td>Director &amp; Vice Chair: New Haven Bank</td>
<td>N/A</td>
<td>Secretary, CA White</td>
<td>N/A</td>
<td>N/A</td>
<td>None</td>
</tr>
<tr>
<td>Erik Clemons</td>
<td>Director</td>
<td>Director, New Haven Bank</td>
<td>N/A</td>
<td>ConnCAT, Founding CEO &amp; President</td>
<td>N/A</td>
<td>N/A</td>
<td>None</td>
</tr>
<tr>
<td>Rolan Joni Young Smith, Orange CT, USA</td>
<td>Director and Chair</td>
<td>Director and Chair, New Haven Bank</td>
<td>N/A</td>
<td>Partner, Berchem, Moses and Devlin</td>
<td>N/A</td>
<td>N/A</td>
<td>None</td>
</tr>
<tr>
<td>Charles Negaro, New Haven CT, USA</td>
<td>Director and Secretary</td>
<td>Director, New Haven Bank</td>
<td>N/A</td>
<td>Chairman, Atticus Bakery, LLC</td>
<td>N/A</td>
<td>N/A</td>
<td>Atticus Bakery, LLC - 80%, TPA Books Inc- 50%, HDM Realty - 100%</td>
</tr>
<tr>
<td>Sailesh Atluru, North Haven CT, USA</td>
<td>Director</td>
<td>Director, New Haven Bank</td>
<td>N/A</td>
<td>President &amp; CEO, DTC Corp</td>
<td>N/A</td>
<td>N/A</td>
<td>291 Humphrey, LLC - 100% DTC Corp - 84%</td>
</tr>
<tr>
<td>Name, City, State, Country</td>
<td>Title &amp; Position with Bank Holding Company</td>
<td>Title &amp; Position with Subsidiaries</td>
<td>Principal Occupation if other than with the Bank Holding Company</td>
<td>% of Voting Shares in Bank Holding Company</td>
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<td></td>
</tr>
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<td></td>
</tr>
<tr>
<td>Joseph Natarelli, Madison, CT, USA</td>
<td>Director</td>
<td>Director, New Haven Bank</td>
<td>Partner-in-Charge, Marcum, LLP</td>
<td>N/A</td>
<td>N/A</td>
<td>None</td>
<td></td>
</tr>
<tr>
<td>Anika Singh Lemar, New Haven CT, USA</td>
<td>Director</td>
<td>Director, New Haven Bank</td>
<td>Clinical Associate Professor of Law, Yale Law School</td>
<td>N/A</td>
<td>N/A</td>
<td>None</td>
<td></td>
</tr>
<tr>
<td>Maureen Frank, Waterbury, CT, USA</td>
<td>Director, President and CEO</td>
<td>Director, President &amp; CEO, New Haven Bank</td>
<td>President and CEO, New Haven Bank</td>
<td>N/A</td>
<td>N/A</td>
<td>none</td>
<td></td>
</tr>
<tr>
<td>Michael Kinne, Naugatuck, CT, USA</td>
<td>Senior Vice President and CFO</td>
<td>Senior Vice President &amp; CFO, New Haven Bank</td>
<td>Senior Vice President and CFO, New Haven Bank</td>
<td>N/A</td>
<td>N/A</td>
<td>none</td>
<td></td>
</tr>
<tr>
<td>Thomas Whitbread, Hamden, CT, USA</td>
<td>Senior Vice President and CLO</td>
<td>Senior Vice President &amp; CLO, New Haven Bank</td>
<td>Senior Vice President and CLO, New Haven Bank</td>
<td>N/A</td>
<td>N/A</td>
<td>none</td>
<td></td>
</tr>
<tr>
<td>Steven Araujo, Wallingford, CT, USA</td>
<td>Senior Vice President Risk Management &amp; Operations</td>
<td>SVP Risk Management &amp; Operations, New Haven Bank</td>
<td>SVP Risk Management &amp; Operations, New Haven Bank</td>
<td>N/A</td>
<td>N/A</td>
<td>none</td>
<td></td>
</tr>
</tbody>
</table>