

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 5458(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):
June 30, 2019

Month / Day / Year

NA

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

Reporter's Name, Street, and Mailing Address

I, Gilbert F. Ehmke

Name of the Holding Company Director and Official

Senior EVP/CFO & Treasurer

Title of the Holding Company Director and Official

Hometown Financial Group MHC

Legal Title of Holding Company

36 Main Street

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

Easthampton

MA

01027

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)

Person to whom questions about this report should be directed:

Lori Ingraham

VP/Controller

Name

Title

413-779-2221

Area Code / Phone Number / Extension

Area Code / FAX Number

lingraham@bankesb.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]

Signature of Holding Company Director and Official

9/27/19

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

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 Federal Reserve Bank Use Only

RSSD ID _____

C.I. _____

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 6.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

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
(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
(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
(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)

Form FR Y-6

Hometown Financial Group MHC

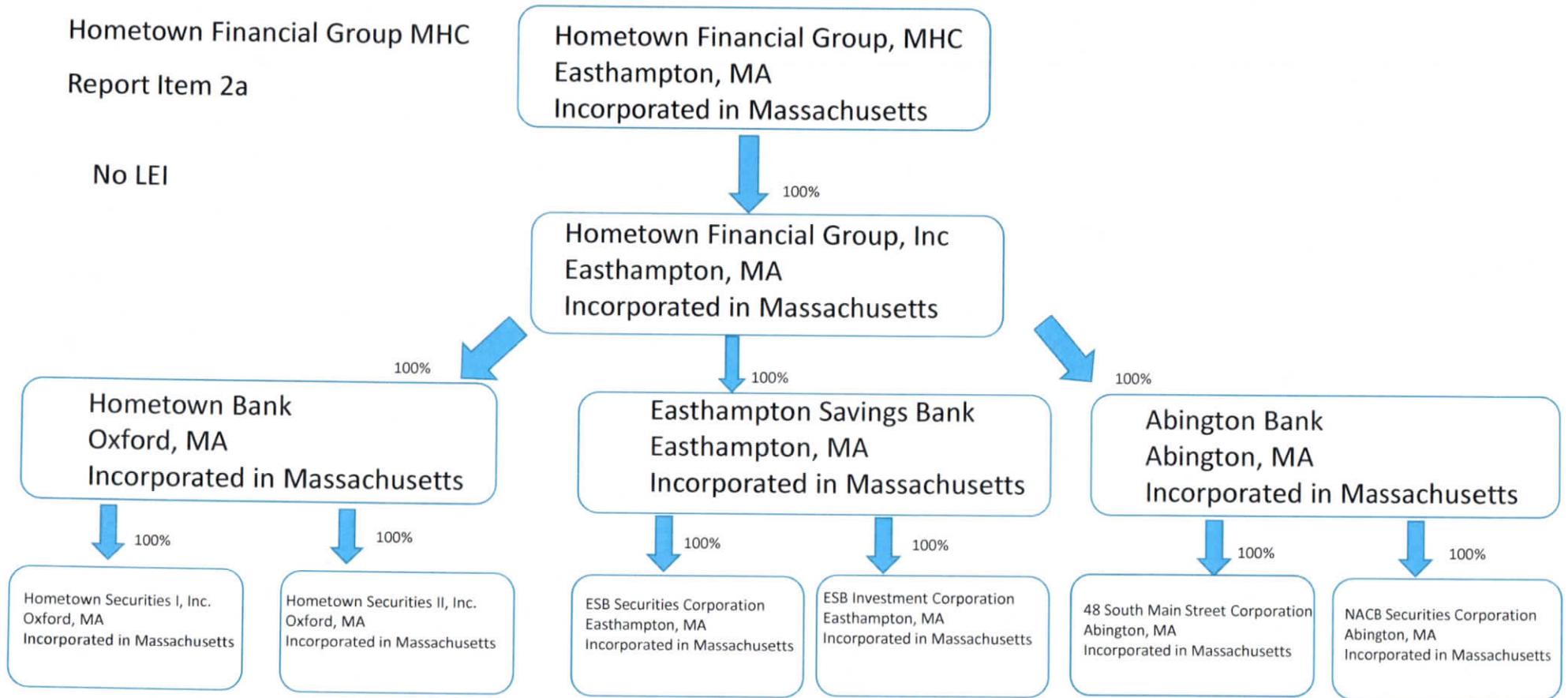
Fiscal Year Ending June 30, 2019

Report Item 1:

There are no securities holders for Hometown Financial Group, MHC. Therefore an annual report is not prepared.

Hometown Financial Group MHC
Report Item 2a

No LEI



Results: A list of branches for your holding company: HOMETOWN FINANCIAL GROUP, INC (3728958) of EASTHAMPTON, MA.
The data are as of 06/30/2019. Data reflects information that was received and processed through 07/07/2019.

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		Full Service (Head Office)	61476	ABINGTON BANK	6 HARRISON AVENUE	ABINGTON	MA	02351	PLYMOUTH	UNITED STATES	Not Required	Not Required	ABINGTON BANK	61476	
Change	10/1/2017	Full Service	178271	AVON BRANCH	1 EAST MAIN STREET	AVON	MA	02322	NORFOLK	UNITED STATES	Not Required	Not Required	ABINGTON BANK	61476	
Delete		Full Service	3948046	CRESCENT STREET BRANCH	60 CRESCENT STREET	BROCKTON	MA	02301	PLYMOUTH	UNITED STATES	Not Required	Not Required	ABINGTON BANK	61476	
Change	5/18/2019	Full Service	117672	COHASSET VILLAGE BRANCH	40 SOUTH MAIN STREET	COHASSET	MA	02025	NORFOLK	UNITED STATES	Not Required	Not Required	ABINGTON BANK	61476	
Change	5/18/2019	Full Service	3108251	COHASSET 3A BRANCH	800 CHIEF JUSTICE CUSHING WAY, ROUTE 3A	COHASSET	MA	02025	NORFOLK	UNITED STATES	Not Required	Not Required	ABINGTON BANK	61476	
Ok		Full Service	279673	HOLBROOK BRANCH	95 NORTH FRANKLIN STREET	HOLBROOK	MA	02343	NORFOLK	UNITED STATES	Not Required	Not Required	ABINGTON BANK	61476	
Ok		Full Service	4285225	MARION BRANCH	350 FRONT STREET	MARION	MA	02738	PLYMOUTH	UNITED STATES	Not Required	Not Required	ABINGTON BANK	61476	
Ok		Full Service (Head Office)	859002	EASTHAMPTON SAVINGS BANK	36 MAIN STREET	EASTHAMPTON	MA	01027	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK	859002	
Ok		Full Service	4292698	AGAWAM BRANCH	770 MAIN STREET	AGAWAM	MA	01001	HAMPDEN	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK	859002	
Ok		Full Service	3444007	BELCHERTOWN BRANCH	40 STATE STREET	BELCHERTOWN	MA	01007	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK	859002	
Ok		Full Service	4436997	NORTHAMPTON STREET BRANCH	241 NORTHAMPTON STREET	EASTHAMPTON	MA	01027	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK	859002	
Ok		Full Service	2356804	HADLEY BRANCH	70 EAST STREET	HADLEY	MA	01035	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK	859002	
Ok		Full Service	5310227	HOLYOKE BRANCH	170 SARGEANT STREET	HOLYOKE	MA	01040	HAMPDEN	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK	859002	
Ok		Full Service	2609788	KING STREET BRANCH	297 KING STREET	NORTHAMPTON	MA	01060	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK	859002	
Ok		Full Service	1394005	LOCUST STREET BRANCH	21 LOCUST ST	NORTHAMPTON	MA	01060	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK	859002	
Ok		Full Service	3077218	GRANBY ROAD BRANCH	605 GRANBY ROAD, ROUTE 202	SOUTH HADLEY	MA	01075	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK	859002	
Ok		Full Service	798400	SOUTHAMPTON BRANCH	134 COLLEGE HIGHWAY	SOUTHAMPTON	MA	01073	HAMPSHIRE	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK	859002	
Ok		Full Service	3924974	WESTFIELD BRANCH	85 BROAD STREET	WESTFIELD	MA	01085	HAMPDEN	UNITED STATES	Not Required	Not Required	EASTHAMPTON SAVINGS BANK	859002	
Ok		Full Service (Head Office)	1004470	HOMETOWN BANK	31 SUTTON AVENUE	OXFORD	MA	01540	WORCESTER	UNITED STATES	Not Required	Not Required	HOMETOWN BANK	1004470	
Ok		Full Service	2330215	BROOKLYN BRANCH	13 CANTERBURY ROAD	BROOKLYN	CT	06234	WINDHAM	UNITED STATES	Not Required	Not Required	HOMETOWN BANK	1004470	
Ok		Full Service	5057410	DANIELSON BRANCH	3 CENTRAL STREET	DANIELSON	CT	06239	WINDHAM	UNITED STATES	Not Required	Not Required	HOMETOWN BANK	1004470	
Ok		Full Service	386601	NORTH GROSVENORDALE BRANCH	835 RIVERSIDE DRIVE	NORTH GROSVENORDALE	CT	06255	WINDHAM	UNITED STATES	Not Required	Not Required	HOMETOWN BANK	1004470	
Ok		Full Service	509400	PUTNAM BRANCH	182 MAIN STREET	PUTNAM	CT	06260	WINDHAM	UNITED STATES	Not Required	Not Required	HOMETOWN BANK	1004470	
Ok		Full Service	320203	WOODSTOCK OFFICE	148 ROUTE 171	WOODSTOCK	CT	06281	WINDHAM	UNITED STATES	Not Required	Not Required	HOMETOWN BANK	1004470	
Ok		Full Service	152673	ATHOL BRANCH	90 EXCHANGE STR	ATHOL	MA	01331	WORCESTER	UNITED STATES	Not Required	Not Required	HOMETOWN BANK	1004470	
Ok		Full Service	4438580	AUBURN BRANCH	569 SOUTHBRIDGE STREET	AUBURN	MA	01501	WORCESTER	UNITED STATES	Not Required	Not Required	HOMETOWN BANK	1004470	
Ok		Full Service	4853857	LEOMINSTER BRANCH	9 SACK BOULEVARD	LEOMINSTER	MA	01453	WORCESTER	UNITED STATES	Not Required	Not Required	HOMETOWN BANK	1004470	
Ok		Full Service	4847575	SOUTH LANCASTER BRANCH	131 MAIN STREET	SOUTH LANCASTER	MA	01561	WORCESTER	UNITED STATES	Not Required	Not Required	HOMETOWN BANK	1004470	
Ok		Full Service	3081859	STURBRIDGE BRANCH	331 MAIN STREET	STURBRIDGE	MA	01566	WORCESTER	UNITED STATES	Not Required	Not Required	HOMETOWN BANK	1004470	
Ok		Full Service	4847584	WEBSTER BRANCH	4 GORE ROAD	WEBSTER	MA	01570	WORCESTER	UNITED STATES	Not Required	Not Required	HOMETOWN BANK	1004470	
Ok		Limited Service	4853866	WEBSTER CONVENIENCE CENTER	218R MAIN STREET	WEBSTER	MA	01570	WORCESTER	UNITED STATES	Not Required	Not Required	HOMETOWN BANK	1004470	

Form FR Y-6
Hometown Financial Group, MHC
Fiscal Year Ending June 30, 2019

Report Item 3: Securities Holders

Name & Address (City, State Country)	Country of Citizenship or Incorporation	Number and Percentage of Each Class of Voting Securities
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There are no security holders for Hometown Financial Group, MHC

Form FR Y-6
Hometown Financial Group, MHC
Fiscal Year Ending June 30, 2019

Report Item 4: Insiders

(1)	(2)	(3)a	(3)b	(3)c	(4)a	(4)b	(4)c
Names & Address (City, State, Country)	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries(include names of subsidiaries)	Title & Position with Other Businesses(including names of other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	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)
Gilbert F. Ehmke Newington, CT		Senior Executive Vice President, CFO & Treasurer, Assistant Clerk	Senior Executive Vice President, CFO & Treasurer, Assistant Secretary, Hometown Financial Group, Inc; Senior EVP/CFO & Treasurer, Hometown Bank, Easthampton Savings Bank; Treasurer & Director, Hometown Securities I, Inc, Hometown Securities II, Inc, ESB Securities Corp, ESB Investment Corp, Assistant Clerk, Easthampton Savings Bank, Hometown Bank, Senior Executive Vice President, Abington Bank	N/A	N/A	N/A	N/A
Steven H. Duvarney Lancaster, MA	Owner, Duvarney Jewelers	Trustee	Director, Hometown Financial Group, Inc, Chairman and Director, Hometown Bank	N/A	N/A	N/A	N/A
Richard Abbot Hatfield, MA	CPA, Owner of Abbott & Waletkus	Trustee	Director, Hometown Financial Group Inc, Easthampton Savings Bank, ESB Securities Corp, ESB Investment Corp	N/A	N/A	N/A	N/A
James G. Hayden DVM Easthampton, MA	Retired Veterinarian	Trustee	Director, Hometown Financial Group Inc, Easthampton Savings Bank, ESB Securities Corp, ESB Investment Corp	N/A	N/A	N/A	N/A
Jeanne L. Katrenak Dudley, MA	Project Manager at Mapfre USA	Trustee	Director, Hometown Financial Group Inc; Director, Hometown Bank, Hometown Securities I, Inc, Hometown Securities II, Inc	N/A	N/A	N/A	N/A

Names & Address (City, State, Country)	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (including names of other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	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)
Mark M. Klepacki, DMD Burlington, CT	Retired Dentist	Trustee	Director, Hometown Financial Group Inc, Easthampton Savings Bank; Director & Clerk, ESB Securities Corp, ESB Investment Corp	N/A	N/A	N/A	N/A
Sam S. Pappas Webster, MA	CPA	Clerk/Secretary & Trustee	Clerk/Secretary & Director, Hometown Financial Group Inc, Director, Hometown Bank	N/A	N/A	N/A	N/A
Matthew Sosik Fiskdale, MA		Chief Executive Officer & Trustee	CEO & Director, Hometown Financial Group Inc; President, CEO & Director, Easthampton Savings Bank; President & Director, ESB Securities Corp, ESB Investment Corp, Hometown Securities I, Inc, Hometown Securities II, Inc, President & CEO, Hometown Bank,	N/A	N/A	N/A	N/A
Anthony P. Villani Florence, MA	Real Estate Consultant	Trustee	Director, Hometown Financial Group Inc, Easthampton Savings Bank, ESB Securities Corp, ESB Investment Corp	N/A	N/A	N/A	N/A
Andrew J. Raczka Pembroke, MA		✓ President & Trustee	✓ President & Director, Hometown Financial Group Inc., President & CEO & Director, Abington Bank, President & Director, NACB Securities Corporation, 48 South Main Street Corporation	N/A	N/A	N/A	N/A
Paul J. Sullivan Plymouth, MA	Owner, Sullivan Tire Co.	Trustee	Director, Hometown Financial Group Inc, Chairman, Abington Bank	N/A	N/A	N/A	N/A