

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.

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.

I, James P. McDonough

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]
Signature of Holding Company Director and Official

03/25/2020

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

549300DO98QGL5P82192

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

Reporter's Name, Street, and Mailing Address

Randolph Bancorp, Inc.

Legal Title of Holding Company

10 Cabot Place

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

Stoughton

MA

02072

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Kristina Vasconcelos

AVP Accounting Manager

Name

Title

(617)925-1966

Area Code / Phone Number / Extension

Area Code / FAX Number

kvasconcelos@envisionbank.com

E-mail Address

www.envisionbank.com

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

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."

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.

| | |
|--|--|
| <div><div>Legal Title of Subsidiary Holding Company</div><div>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</div><div><div>City</div><div>State</div><div>Zip Code</div></div><div>Physical Location (if different from mailing address)</div></div> | <div><div>Legal Title of Subsidiary Holding Company</div><div>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</div><div><div>City</div><div>State</div><div>Zip Code</div></div><div>Physical Location (if different from mailing address)</div></div> |
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Randolph Bancorp, Inc.*

Est. July 1, 2016
LEI: 549300DO98QGL5P82192

Subsidiaries

Envision Bank – EST 1851
A subsidiary of Randolph Bancorp, Inc.
Tax ID #74-3073286
LEI: 549300UCNB01VMT4GV61

| CABOT SECURITY CORPORATION <i>Est. August 12, 1997</i> Tax Exempt Securities Tax ID #04 3388744 | RANDOLPH INVESTMENT COMPANY, INC. <i>Est. January 27, 1982</i> OREO Property Tax ID #04-2750636 | RANDOLPH INVESTMENT II COMPANY, INC. <i>Est. January 23, 2015</i> OREO Property Tax ID #47-2995696 | RANDOLPH INVESTMENT III COMPANY, INC. <i>Est. January 23, 2015</i> OREO Property Tax ID #47-3045292 | PRIME TITLE SERVICES, INC. <i>Est. January 27, 1992</i> Title Services Tax ID #04-3142685 | FIRST REALTY ACQUISITION CORP. <i>Est. April 1, 2009</i> OREO Property Tax ID #27-0166745 | FIRST EASTERN MORTGAGE CORP. <i>Est. December 23, 1988</i> Mortgage Banker Tax ID #04-3031982 |
|--|--|---|--|--|--|--|
| James P. McDonough <i>President</i> 5/29/19 | James P. McDonough <i>President</i> 5/29/19 | Michael K. Devlin <i>President</i> 5/29/19 | Michael K. Devlin <i>President</i> 5/29/19 | Robert J. Rodger <i>President</i> 5/29/19 | James P. McDonough <i>President</i> 5/29/19 | James P. McDonough <i>President</i> 5/29/19 |
| Michael K. Devlin <i>Treasurer</i> 5/29/19 | Michael K. Devlin <i>Treasurer</i> 5/29/19 | Daniel J. Carey <i>Treasurer</i> 5/29/19 | Daniel J. Carey <i>Treasurer</i> 5/29/19 | Michael K. Devlin <i>Treasurer</i> 5/29/19 | Michael K. Devlin <i>Treasurer</i> 5/29/19 | Michael K. Devlin <i>Treasurer</i> 5/29/19 |
| Mariann Connors <i>Secretary</i> 5/29/19 | Mariann Connors <i>Secretary</i> 5/29/19 | Mariann Connors <i>Secretary</i> 5/29/19 | Mariann Connors <i>Secretary</i> 5/29/19 | Mariann Connors <i>Secretary</i> 5/29/19 | Mariann Connors <i>Secretary</i> 5/29/19 | Mariann Connors <i>Secretary</i> 5/29/19 |
| Directors: 2019 James P. McDonough Michael K. Devlin Mariann Connors | Directors: 2019 James P. McDonough Michael K. Devlin Mariann Connors | Directors: 2019 Michael K. Devlin Daniel J. Carey Mariann Connors | Directors: 2019 Michael K. Devlin Daniel J. Carey Mariann Connors | Directors: 2019 Michael K. Devlin Ryan J. Kirwin Mariann Connors | Directors: 2019 James P. McDonough Michael K. Devlin Mariann Connors | Directors: 2019 James P. McDonough Michael K. Devlin Mariann Connors |

* - All locations are based out the corporate headquarters in Stoughton, MA and all entities are incorporated in the state of MA.

LEI not applicable unless otherwise noted.

Effective December 31, 2019

| Popular Name | DATE OPEN/ACQUIRED | Street Address | City | County | State | Country | Zip Code | Branch Service Type |
|---------------------|--------------------|-----------------------|-----------|---------|-------|---------------|----------|----------------------------|
| ENVISION BANK | 1/1/1851 | 129 N MAIN STR | RANDOLPH | NORFOLK | MA | UNITED STATES | 02368 | Full Service (Head Office) |
| HOLBROOK BRANCH | 1/1/1851 | 50 S FRANKLIN ST | HOLBROOK | NORFOLK | MA | UNITED STATES | 02343 | Full Service |
| COBBS CORNER BRANCH | 9/5/1995 | 87 SHARON STREET | STOUGHTON | NORFOLK | MA | UNITED STATES | 02072 | Full Service |
| STOUGHTON BRANCH | 9/5/2017 | 497 WASHINGTON STREET | STOUGHTON | NORFOLK | MA | UNITED STATES | 02072 | Full Service |
| BRAINTREE BRANCH | 4/9/2018 | 1 ROCKDALE ST | BRAINTREE | NORFOLK | MA | UNITED STATES | 02184 | Full Service |

FORM FR-Y6

Randolph Bancorp, Inc. | Shareholder Ownership Information

NASDAQ:RNDB

NASDAQ:RNDB

| Holder | Metro Region | Country | Position | Shares Out (%) | Market Value (\$) | Report Date | Holder Type |
|---|---------------------------------|---------|----------|----------------|-------------------|-------------|--------------------|
| Envision Bank Employee Stock Ownership Plan | Stoughton, MA | US | 462,333 | 7.83 | 8,160,177 | 12/31/2019 | Trust |
| Thomson Horstmann & Bryant | Bridgeport/Stamford/ Norwalk CT | US | 303,352 | 5.44 | 5,354,163 | 12/31/2019 | Investment Manager |
| Vanguard Group, Inc. | Malvern, Pennsylvania | US | 348,649 | 6.25 | 6,153,655 | 12/31/2019 | Investment Advisor |
| AllianceBernstein L.P. | New York, NY | US | 299,883 | 5.38 | 5,292,935 | 12/31/2019 | Investment Advisor |

Randolph Bancorp, Inc.

Report item 4: Directors and Officers

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

| <u>(1) Name</u> | <u>Home Address</u> | <u>(2) & (3)(c) Principal Occupation if other than with Bank Holding Co.</u> | <u>(3)(a) Title & Position with Bank Holding Co.</u> | <u>(3)(b) Title & Position with Subsidiaries</u> | <u>(4)(a) Percentage of Voting Shares in Bank Holding Company</u> | <u>(4)(b) Percentage of Voting Shares in Subsidiaries</u> | <u>(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)</u> |
|-------------------------|----------------------|--|--|--|---|---|--|
| Donovan, Paul R. | Abington, MA 02351 | Advisor Credit Exchange, LLC 41 Coconut Lane Ocean Ridge, FL 33435 Chief Technology Officer | Director | | (33,542) 0.601% | N/A | N/A |
| Joyce, Daniel M. | Boston, MA 02210 | Moors & Cabot, Inc. 111 Devonshire Street Boston, MA 02109 CEO/President | Director | | (21,625) 0.388% | N/A | N/A |
| McDonough, James P. | Braintree, MA 02184 | Envision Bank 10 Cabot Place Stoughton, MA 02072 President and CEO | Director President/CEO | President/CEO - Envision Bank President of Cabot Security Corporation; Randolph Investment Company, Inc.; First Realty Acquisition Corp. and First Eastern Mortgage Corp. | (139,662) 2.504% | N/A | N/A |
| O'Connor, John J. III | Marshfield, MA 02050 | Crown Point Mgmnt Solutions LLC Marshfield, MA 02050 Principal | Director | | (8,721) 0.156% | N/A | N/A |
| Pierce, Richard C. | Quincy, MA 02171 | Housing Management Resources, Inc. 500 Victory Road North Quincy, MA 02171 President | Director | | (14,692) 0.263% | N/A | N/A |
| Quigley, Kenneth K. Jr. | Milton, MA 02186 | Curry College 1071 Blue Hill Avenue Milton, MA 02180 President | Director/Chairman | | (31,493) 0.564% | N/A | N/A |
| Trubiano, Louis J. | Canton, MA 02021 | Louis & Company ; Canton, MA 02021 President | Director | | (59,542) 1.068% | N/A | N/A |
| Welch, James G. | Hingham, MA 02043 | Hingham, MA 02043 Consultant | Director | | (18,927) 0.339% | N/A | N/A |
| Wentzell, Janis E. | So. Easton, MA 02375 | Auto Craft Inc. and A Storage Solution, Inc. 685 & 687 North Street Randolph, MA 02368 Owner | Director | | (17,642) 0.316% | N/A | N/A |
| Devlin, Michael K. | Swampscott, MA 01907 | Envision Bank 10 Cabot Place Stoughton, MA 02072 Executive Vice President & CFO | Treasurer/Clerk/EVP/CFO | Treasurer/Clerk/EVP/CFO - Envision Bank Treasurer of Cabot Security Corporation; Randolph Investment Company, Inc.; Prime Title Services, Inc.; First Realty Acquisition Corp. & First Eastern Mortgage Corp. President of Randolph Investment II Company, Inc. & Randolph Investment III Company, Inc. | (25,270) 0.453% | N/A | N/A |