

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.

I, Timothy P. Wickstrom

Name of the Holding Company Director and Official

Chairman of the Board of Directors

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.

Timothy P. Wickstrom

Signature of Holding Company Director and Official

03/27/2020

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. _____

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2019

Month / Day / Year

549300L8I869GRZ3EJ44

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

Reporter's Name, Street, and Mailing Address

UFS Bancorp

Legal Title of Holding Company

49 Church Street

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

Whitinsville

MA

01588

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Douglas Moisan

SVP & CFO

Name

Title

508-849-4502

Area Code / Phone Number / Extension

Area Code / FAX Number

douglas.moisan@unibank.com

E-mail Address

www.unibank.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),

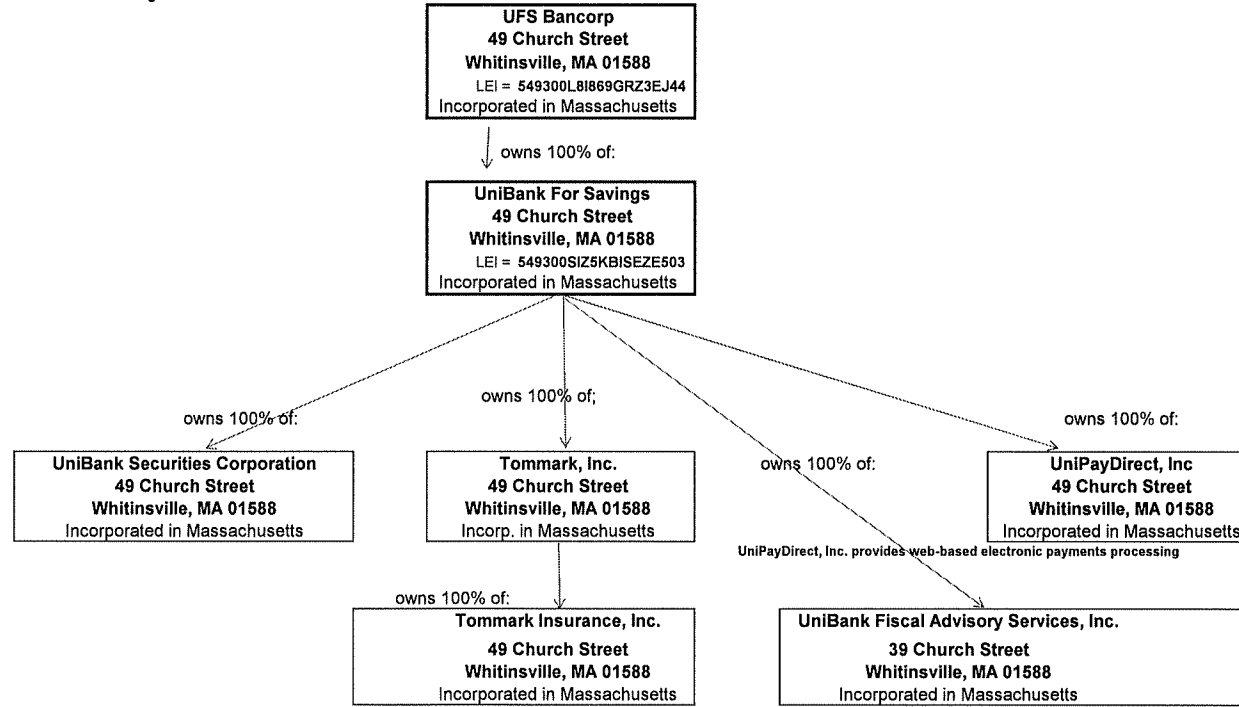
- 1. a letter justifying this request is being provided along with the report
- 2. a letter justifying this request has been provided separately ...

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

Form FR Y-6
 UFS Bancorp
 Whitinsville Massachusetts
 Fiscal Year Ending December 31, 2019

Report Item 1:
 Report Item 2a:

The company is a mutual bank holding company and is not registered with the SEC
 Organization Chart



The subsidiaries of UniBank For Savings do not have LEIs

Report Item 2b: Domestic branch listing provided to the Federal Reserve Bank provided on next page
 Report Item 3: UFS Bancorp is a mutual bank holding company. There are no security holders

Results: A list of branches for your depository institution: UNIBANK FOR SAVINGS (ID_RSSD: 709602).
 This depository institution is held by UFS BANCORP (2465519) of WHITINSVILLE, MA.
 The data are as of 12/31/2019. Data reflects information that was received and processed through 01/04/2020.

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.

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
		Full Service (Head Office)	709602	UNIBANK FOR SAVINGS	49 CHURCH ST	WHITINSVILLE	MA	01588	WORCESTER	UNITED STATES	Not Required	Not Required	UNIBANK FOR SAVINGS	709602	
		Full Service	811206	BLACKSTONE BRANCH	10 CHENEY STREET	BLACKSTONE	MA	01504	WORCESTER	UNITED STATES	Not Required	Not Required	UNIBANK FOR SAVINGS	709602	
		Full Service	771908	EAST DOUGLAS BR	4 MECHANIC STREET	DOUGLAS	MA	01516	WORCESTER	UNITED STATES	Not Required	Not Required	UNIBANK FOR SAVINGS	709602	
		Full Service	4911609	HOPKINTON BRANCH	87 WEST MAIN STREET	HOPKINTON	MA	01748	MIDDLESEX	UNITED STATES	Not Required	Not Required	UNIBANK FOR SAVINGS	709602	
		Full Service	3944477	PROSPECT STREET BRANCH	91 PROSPECT STREET	MILFORD	MA	01757	WORCESTER	UNITED STATES	Not Required	Not Required	UNIBANK FOR SAVINGS	709602	
		Full Service	4531324	NORTH GRAFTON BRANCH	89 WORCESTER ST	NORTH GRAFTON	MA	01536	WORCESTER	UNITED STATES	Not Required	Not Required	UNIBANK FOR SAVINGS	709602	
		Full Service	5163683	SHREWSBURY BRANCH	193 BOSTON TURNPIKE, SUITE 3160	SHREWSBURY	MA	01545	WORCESTER	UNITED STATES	Not Required	Not Required	UNIBANK FOR SAVINGS	709602	
		Full Service	5045891	GALAXY PASS BRANCH	29 GALAXY PASS	SUTTON	MA	01590	WORCESTER	UNITED STATES	Not Required	Not Required	UNIBANK FOR SAVINGS	709602	
		Full Service	3177369	SUTTON SQUARE MALL BRANCH	156 WORCESTER-PROVIDENCE TURNPIKE, ROUTE 140	SUTTON	MA	01590	WORCESTER	UNITED STATES	Not Required	Not Required	UNIBANK FOR SAVINGS	709602	
		Full Service	2247863	WEST UPTON BRANCH	113 MAIN STREET	UPTON	MA	01568	WORCESTER	UNITED STATES	Not Required	Not Required	UNIBANK FOR SAVINGS	709602	
		Full Service	895206	NORTH MAIN ST BRANCH	25 NORTH MAIN STREET	UXBRIDGE	MA	01569	WORCESTER	UNITED STATES	Not Required	Not Required	UNIBANK FOR SAVINGS	709602	
		Full Service	3263600	WHITINSVILLE PLAZA BRANCH	1189 PROVIDENCE ROAD	WHITINSVILLE	MA	01588	WORCESTER	UNITED STATES	Not Required	Not Required	UNIBANK FOR SAVINGS	709602	
		Full Service	4422141	GOLD STAR BRANCH	24 GOLD STAR BOULEVARD	WORCESTER	MA	01605	WORCESTER	UNITED STATES	Not Required	Not Required	UNIBANK FOR SAVINGS	709602	
		Full Service	4613181	WILLOWS BRANCH	101 BARRY ROAD	WORCESTER	MA	01609	WORCESTER	UNITED STATES	Not Required	Not Required	UNIBANK FOR SAVINGS	709602	

(1) Names & Address (City, State, Country)	(2) Principal Occupaton if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank 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 securities are held (list names of companies of percentage of voting securities held)
John T Andreoli Shrewsbury, MA, USA	Insurance Broker	Trustee	Executive Committee / Director: UniBank for Savings Director: UniPay	President and Director - Sullivan Insurance Group Inc. President and Director - Andreoli Insurance Agency, Inc. Director and President - Sullivan Insurance Technology Agency Inc. President and Director - Green, Andreoli, Small Ins. Agency, Inc. Director: Salmon Health and Retirement	0%	0%	Sullivan Insurance Group, Inc. - 29% Andreoli Insurance Agency Inc. - 100% Green Andreoli Small Insurance Agency, Inc.- 50% Sullivan Insurance Technology Agency Inc. 33%
John A Armstrong Whitinsville, MA, USA	Professor of Accounting and Finance: Nichols College CPA/Consultant to numerous CPA firms	Trustee	Director; Audit Committee UniBank for Savings	Owner - John A Armstrong, CPA and Consultant Professor Emeritus - Nichols College Board Audit Committee - Milford Regional Medical Center	0%	0%	John A Armstrong, CPA and Consultant - 100%
Robert A Bernstein Richmond Hill, GA USA	Attorney/Consultant	Executive Committee / Trustee	Executive Committee / Director: UniBank ForSavings Director: UFASI, Director: UniPay Direct, Director: Tommark	Chairman/CEO - Bay State Strategies Group, LLC Chairman/CEO - Bowdoin Consulting Group, LLC.	0%	0%	Bay State Strategies Group, LLC - 50% Bowdoin Consulting Group, LLC - 50%
Denise H. Brookhouse Whitinsville, MA USA	CFO/Treasurer : Lumber/Hardware Company	Trustee	Director - UniBank For Savings	Koopman Lumber Co. Inc. - CFO/Treasurer Hope Properties, LLC - Partner 3P Properties LLC - Partner KB Solar LLC - Partner JMRD2 LLC - Partner	0%	0%	Koopman Lumber Co. Inc. - 46% non-voting Hope Properties, LLC - 27% 3P Properties LLC - 50%
Michael J Kroll Uxbridge, MA USA	Retired	Clerk; Trustee; Executive Committee	Executive Committee / Director / Clerk: UniBank for Savings: Director - Tommark; Director: UniPay Direct	Trustee & Clerk of UFS Bancorp President and Director - Uxbridge Scholarship Fund Dollars For Scholars, Inc. Director; REC Manufacturing Inc.	0%	0%	none
James W Kuekan Shrewsbury, MA USA	Financial Advisor	Trustee	Director - UniBank for Savings	Sole proprietor of James W Kuekan Ins and Financial Planning	0%	0%	James W. Kuekan Insurance and Financial Planning - 100%

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank 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 securities are held (list names of companies of percentage of voting securities held)
John P. Miersma Whitinsville, MaUSA	Chairman, Chief Executive Officer and President Iwaki America Incorporated	Trustee	Director; Audit Committee UniBank for Savings	President, Chairman CEO - Iwaki America Incorporated Whitinsville Society of Christian Instruction - Trustee JPM Breezy Point LLC - Owner	0%	0%	JPM Breezy Point LLC - 100%
Kathleen Salmon-Robinson Whitinsville, MA USA	Manager/Owner: Senior Housing and Healthcare	Trustee	Director UniBank for Savings	Salmon Health and Retirement - Board of Director Member	0%	0%	none
Mary E. Thompson Whitinsville, MA USA	Town Accountant	Trustee	Director; Audit Committee UniBank for Savings	Secretary - Mass Municipal Auditors & Accountants' Association - Secretary	0%	0%	none
Timothy P Wickstrom Whitinsville, MA USA	Attorney	Chairman of the Board Executive Committee / Trustee	Chairman of the Board / Executive Committee / Director - UniBank for Savings Chairman of the Board Director: UFASI, Chairman of the Board/Director: Tommark, Chairman of the Board/Director: UniPayDirect, UniBank Charitable Foundation, LLC - Director, Chairman, President	Partner - Wickstrom Morse LLP	0%	0%	Wickstrom Morse LLP - 25%
Jay M Cahill Uxbridge, MA USA	Executive at Software Consulting Company	Trustee	Director: UniBank for Savings	General Partner of Bluefin Technology Partners, LLC	0%	0%	Bluefin Technology Partners, LLC - 100%