

# 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, Peter B. Alden

Name of the Holding Company Director and Official

### Director & 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.

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
03/16/2021

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

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.

OMB control number. Date of Report (top-tier holding company's fiscal year-end): **December 31, 2020** Month / Day / Year Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code) Reporter's Name, Street, and Mailing Address 1895 MHC Legal Title of Holding Company 28 Franklin Street (Mailing Address of the Holding Company) Street / P.O. Box Worcester MA 01608 City State Zip Code Physical Location (if different from mailing address) Person to whom questions about this report should be directed: Cheri E. Carty **VP Finance & Accounting** Title 508-890-9078 Area Code / Phone Number / Extension 508-890-9070 Area Code / FAX Number ccarty@baystatesavings.com https://www.baystatesavings.com Address (URL) for the Holding Company's web page 0=No Is confidential treatment requested for any portion of this report submission? ..... 1=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."

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 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.

1895 Corp					
Legal Title of Subsidiary F	Holding Company		Legal Title of Subsidia	ary Holding Company	
28 Franklin Street					
(Mailing Address of the Su	ubsidiary Holding Compan	y) Street / P.O. Box	(Mailing Address of th	ne Subsidiary Holding Company	) Street / P.O. Box
Worcester	MA	01608			
City	State	Zip Code	City	State	Zip Code
Physical Location (if differ	ent from mailing address)		Physical Location (if o	different from mailing address)	
Legal Title of Subsidiary H	olding Company		Legal Title of Subsidia	ary Holding Company	
(Mailing Address of the Su	bsidiary Holding Company	r) Street / P.O. Box	(Mailing Address of th	e Subsidiary Holding Company)	) Street / P.O. Box
City	State	Zip Code	City	State	Zip Code
Physical Location (if differe	ent from mailing address)		Physical Location (if d	ifferent from mailing address)	
egal Title of Subsidiary H	olding Company		Legal Title of Subsidia	ry Holding Company	
Mailing Address of the Sui	bsidiary Holding Company	) Street / P.O. Box	(Mailing Address of the	e Subsidiary Holding Company)	Street / P.O. Box
City	State	Zip Code	City	State	Zip Code
Physical Location (if differe	ent from mailing address)		Physical Location (if di	ifferent from mailing address)	
egal Title of Subsidiary Ho	olding Company		Legal Title of Subsidia	ry Holding Company	
Mailing Address of the Sub	osidiary Holding Company	Street / P.O. Box	(Mailing Address of the	Subsidiary Holding Company)	Street / PO Box
- 1 30 ±55			,		0.100(71.0. DOX
City	State	Zip Code	City	State	Zip Code
Physical Location (if differe	nt from mailing address)		Physical Location (if di	fferent from mailing address)	

## **Corporate Structure**

1895 MHC is a mutual holding company without shareholders.

1895 MHC has 100% ownership of 1895 Corp (Mid Tier).

1895 Corp (Mid Tier) has 100% ownership of Bay State Savings Bank, a Massachusetts Stock Savings Bank.

# 1895 MHC [Tax ID #75-3238878]

(LEI # NONE)

Worcester MA, USA Incorporated in Massachusetts

Top Tier

100%

### **1895 CORP**

[Tax ID #75-3238876]

(LEI # NONE)

Worcester MA, USA

Incorporated in Massachusetts

Mid Tier

100%

### **BAY STATE SAVINGS BANK**

[Tax ID #75-3238872]

(LEI #549300V8UCJTLZZT4M32)

Worcester MA, USA

Incorporated in Massachusetts

100%

100%

100% Managing Member 99.99% Non-Managing Member

# BSSB SECURITIES CORP

[Tax ID #04-3248652] (LEI # NONE) Worcester MA, USA Incorporated in Massachusetts

### BSSB CORP

[Tax ID #04-3485145] (LEI # NONE) Worcester MA, USA Incorporated in Massachusetts

### MINUTEMAN HOLDINGS, LLC

[Tax ID #61-1915711] (LEI # NONE) Worcester MA, USA Incorporated in Massachusetts

### Worcester Lofts Limited Partnership

[Tax ID #04-3538413] (LEI # NONE) Worcester MA, USA Incorporated in Massachusetts Results: A list of branches for your depository institution: BAY STATE SAVINGS BANK (ID RSSD: 963002).

This depository institution is held by 1895 CORPORATION (3535455) of WORCESTER, MA.

The data are as of 12/31/2020. Data reflects information that was received and processed through 01/05/2021.

#### **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.

#### <u>Submission Procedure</u>

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.

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
ОК	Full Service (Head Office)	963002	BAY STATE SAVINGS BANK	28 FRANKLIN STREET	WORCESTER	MA	01608	WORCESTER	UNITED STATES	Not Required	Not Required	BAY STATE SAVINGS BANK		
ОК	Full Service	1411180	AUBURN HIGH SCHOOL BRANCH	99 AUBURN STREET	AUBURN	MA	01501	WORCESTER	UNITED STATES	Not Required		BAY STATE SAVINGS BANK		
ОК	Full Service	2727338	MINUTEMAN PLAZA BRANCH	123 AUBURN STREET	AUBURN	MA	01501	WORCESTER	UNITED STATES	Not Required		BAY STATE SAVINGS BANK		
ОК	Full Service	2572417	HOLDEN BRANCH	628 MAIN STREET	HOLDEN	MA	01520	WORCESTER	UNITED STATES	Not Required		BAY STATE SAVINGS BANK	963002	
ОК	Full Service	718202	BURNCOAT STREET BRANCH	378 BURNCOAT STREET	WORCESTER	MA	01606	WORCESTER	UNITED STATES			BAY STATE SAVINGS BANK	963002	
ОК	Full Service	3220340	GRAFTON STREET BRANCH	799 GRAFTON STREET	WORCESTER	MA	01604	WORCESTER	UNITED STATES			BAY STATE SAVINGS BANK	963002	
ОК	Full Service	717700	MILL STREET BRANCH	275 MILL STREET	WORCESTER	MA			UNITED STATES			BAY STATE SAVINGS BANK	963002	

Results: A list of branches for your depository institution: BAY STATE SAVINGS BANK (ID\_RSSD: 963002).

This depository institution is held by 1895 MHC (3535437) of WORCESTER, MA.

The data are as of 12/31/2020. Data reflects information that was received and processed through 01/05/2021.

#### **Reconciliation and Verification Steps**

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2. If required, enter the date in the Effective Date column

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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.

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\* FDIC UNINUM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is not required.

Data Action Effec		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)	963002	BAY STATE SAVINGS BANK	28 FRANKLIN STREET	WORCESTER	MA	01608	WORCESTER	UNITED STATES	Not Required	Not Required	BAY STATE SAVINGS BANK	963002	
ОК	Full Service	1411180	AUBURN HIGH SCHOOL BRANCH	99 AUBURN STREET	AUBURN	MA	01501	WORCESTER	UNITED STATES	Not Required	Not Required	BAY STATE SAVINGS BANK	963002	
OK	Full Service	2727338	MINUTEMAN PLAZA BRANCH	123 AUBURN STREET	AUBURN	MA	01501	WORCESTER	UNITED STATES	Not Required	Not Required	BAY STATE SAVINGS BANK	963002	
OK	Full Service	2572417	HOLDEN BRANCH	628 MAIN STREET	HOLDEN	MA	01520	WORCESTER	UNITED STATES	Not Required	Not Required	BAY STATE SAVINGS BANK	963002	
OK	Full Service	718202	BURNCOAT STREET BRANCH	378 BURNCOAT STREET	WORCESTER	MA	01606	WORCESTER	UNITED STATES	Not Required	Not Required	BAY STATE SAVINGS BANK	963002	
ОК	Full Service	3220340	GRAFTON STREET BRANCH	799 GRAFTON STREET	WORCESTER	MA	01604	WORCESTER	UNITED STATES	Not Required	Not Required	BAY STATE SAVINGS BANK		
OK	Full Service	717700	MILL STREET BRANCH	275 MILL STREET	WORCESTER	MA	01602	WORCESTER	UNITED STATES	Not Required		BAY STATE SAVINGS BANK		

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### 1895 MHC

# Fiscal Year Ending December 31, 2020

(4)(a-c): % of Voting Shares

					(4)(a-c)	: % of Votir	ig Snares
(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of Subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a)	(4)(b)	(4)(c)
Peter B. Alden,	N/A	Director &	1895 Corp: President & Director	N/A	None	None	N/A
Worcester, MA, USA		President	Bay State Savings Bank: President & Director				,
			BSSB Securities Corp: President & Director				
			BSSB Corp: President & Director				
John H. McMabe,	Vice-President:	Director &	Bay State Savings Bank: Director & Chairman	Vice-President:	None	None	N/A
Worcester, MA, USA	Mergers/Acquisitions	Chairman of	of Board	Mergers/Acquisitions		2000000 300000	380.
	& Divestitures	Board		& Divestitures			
John N. Altomare,	Partner: Fusaro,	Director	1895 Corp: Director	Partner: Fusaro,	None	None	N/A
Worcester, MA, USA	Altomare & Ermilio,		Bay State Savings Bank: Director	Altomare & Ermilio,			
	Attys.			Attys.			
Robert Blute,	Producer: SGD	Director	1895 Corp: Director	Producer: SGD	None	None	N/A
Worcester, MA, USA	Insurance Agencies		Bay State Savings Bank: Director	Insurance Agencies			
	LLC			LLC			
William J. Fay,	Funeral	Director	1895 Corp: Director	Funeral	None	None	N/A
Worcester, MA, USA	Director/Treasurer:		Bay State Savings Bank: Director	Director/Treasurer:			
	Fay Brothers, Inc.			Fay Brothers, Inc.			
Carol A. Garofoli,	Director of	Director	1895 Corp: Director	Director of	None	None	N/A
Worcester, MA, USA	Operations:		Bay State Savings Bank: Director	Operations:			
	Worcester Polytechnic			Worcester Polytechnic			
4	Institute [WPI]			Institute [WPI]			
John Heald,	SVP: Channel	Director	1895 Corp: Director	SVP: Channel	None	None	N/A
Worcester, MA,	Development,		Bay State Savings Bank: Director	Development,			
USA	Legacy.com			Legacy.com			
Christine L. Lucey,	CFO: Sun	Director	1895 Corp: Director	CFO: Sun	None	None	N/A
Worcester, MA, USA	Transportation, Inc.		Bay State Savings Bank: Director	Transportation, Inc.			
Joni Milluzzo,	Owner: Apple Home	Director	1895 Corp: Director	Owner: Apple Home	None	None	N/A
Worcester, MA, USA	Care Associates, Inc.		Bay State Savings Bank: Director	Care Associates, Inc.			

William J. Mulford,	Assoc. Super. For	Director	1895 Corp: Director	Assoc. Super. For	None	None	N/A
Worcester, MA, USA	Business: Dioceses of Worcester School Dept.		Bay State Savings Bank: Director	Business: Dioceses of Worcester School Dept.			
Alan P. Pandiani Shrewsbury, MA, USA	President: National Glass Works, Inc.	Director	1895 Corp: Director Bay State Savings Bank: Director	President: National Glass Works, Inc.	None	None	N/A
Sharon M. Wratchford Shrewsbury, MA, USA	Consultant	Director	Bay State Savings Bank: Director	Consultant	None	None	N/A
Michele Sloan Worcester, MA, USA	President/Owner: W J Hoey Tire Co.	Director	Bay State Savings Bank: Director	President/Owner: W J Hoey Tire Co.	None	None	N/A
Diane M. Giampa, Worcester, MA, USA	N/A	SVP- HR, Marketing & Retail Banking	Bay State Savings Bank: SVP-HR, Marketing & Retail Banking	N/A	None	None	N/A
Maria A. Heskes- Allard, Princeton, MA, USA	N/A	SVP-Senior Lender	Bay State Savings Bank: Senior Lender	N/A	None	None	N/A
Seth A. Pitts, Worcester, MA, USA	N/A	SVP-CFO	Bay State Savings Bank: SVP-CFO	N/A	None	None	N/A
Lucas J. Miller, Worcester, MA, USA	N/A	SVP- Compliance & General Counsel	Bay State Savings Bank: SVP-Compliance & General Counsel	N/A	None	None	N/A
Thomas J. Belton, Worcester, MA, USA	N/A	SVP- Information Technology	Bay State Savings Bank: VP-Information Technology	N/A	None	None	N/A
Cheri E. Carty, Worcester, MA, USA	N/A	VP-Treasurer	Bay State Savings Bank: VP-Treasurer BSSB Securities Corp: Director, Clerk & Treasurer BSSB Corp: Director, Clerk & Treasurer	N/A	None	None	N/A
Joyce Shand, Worcester, MA, USA	N/A	VP-Credit Administration	Bay State Savings Bank: VP-Credit Administration	N/A	None	None	N/A
Heather Loranger, Worcester, MA, USA	N/A	VP-Deposit Operations	Bay State Savings Bank: VP-Deposit Operations	N/A	None	None	N/A

2							
Marc C. Sanguinetti,	N/A	VP Retail	Bay State Savings Bank: VP Retail Lending and	N/A	None	None	N/A
Worcester, MA, USA		Lending and	Loan Servicing				,
		Loan Servicing					

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### 1895 CORP

# Fiscal Year Ending December 31, 2020

(4)(a-c): % of Voting Shares

					(4)(a-c): 9	6 of Voting	Shares
(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of Subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a)	(4)(b)	(4)(c)
Peter B. Alden, Worcester, MA, USA	N/A	Director & President	Bay State Savings Bank: President & Director BSSB Securities Corp: President & Director BSSB Corp: President & Director	N/A	None	None	N/A
John H. McMabe, Worcester, MA, USA	Vice-President: Mergers/Acquisitions & Divestitures	Director & Chairman of Board	Bay State Savings Bank: Director & Chairman of Board	Vice-President: Mergers/Acquisitions & Divestitures	None	None	N/A
John N. Altomare, Worcester, MA, USA	Partner: Fusaro, Altomare & Ermilio, Attys.	Director	Bay State Savings Bank: Director	Partner: Fusaro, Altomare & Ermilio, Attys.	None	None	N/A
Robert Blute, Worcester, MA, USA	Producer: SGD Insurance Agencies LLC	Director	Bay State Savings Bank: Director	Producer: SGD Insurance Agencies LLC	None	None	N/A
William J. Fay, Worcester, MA, USA	Funeral Director/Treasurer: Fay Brothers, Inc.	Director	Bay State Savings Bank: Director	Funeral Director/Treasurer: Fay Brothers, Inc.	None	None	N/A
Carol A. Garofoli, Worcester, MA, USA	Director of Operations: Worcester Polytechnic Institute [WPI]	Director	Bay State Savings Bank: Director	Director of Operations: Worcester Polytechnic Institute [WPI]	None	None	N/A
John Heald, Worcester, MA, USA	SVP: Channel Development, Legacy.com	Director	Bay State Savings Bank: Director	SVP: Channel Development, Legacy.com	None	None	N/A
Christine L. Lucey, Worcester, MA, USA	CFO: Sun Transportation, Inc.	Director	Bay State Savings Bank: Director	CFO: Sun Transportation, Inc.	None	None	N/A
Joni Milluzzo, Worcester, MA, USA	Owner: Apple Home Care Associates, Inc.	Director	Bay State Savings Bank: Director	Owner: Apple Home Care Associates, Inc.	None	None	N/A

William J. Mulford, Worcester, MA, USA	Assoc. Super. For Business: Dioceses of Worcester School Dept.	Director	Bay State Savings Bank: Director	Assoc. Super. For Business: Dioceses of Worcester School Dept.	None	None	N/A
Alan P. Pandiani Shrewsbury, MA, USA	President: National Glass Works, Inc.	Director	Bay State Savings Bank: Director	President: National Glass Works, Inc.	None	None	N/A
Sharon M. Wratchford Shrewsbury, MA, USA	Consultant	Director	Bay State Savings Bank: Director	Consultant	None	None	N/A
Michele Sloan Worcester, MA, USA	President/Owner: W J Hoey Tire Co.	Director	Bay State Savings Bank: Director	President/Owner: W J Hoey Tire Co.	None	None	N/A
Diane M. Giampa, Worcester, MA, USA	N/A	SVP - HR, Marketing & Retail Banking	Bay State Savings Bank: SVP - HR, Marketing & Retail Banking	N/A	None	None	N/A
Maria A. Heskes- Allard, Princeton, MA, USA	N/A	SVP-Senior Lender	Bay State Savings Bank: SVP-Senior Lender	N/A	None	None	N/A
Seth A. Pitts, Worcester, MA, USA	N/A	SVP-CFO	Bay State Savings Bank: SVP-CFO	N/A	None	None	N/A
Lucas J. Miller, Worcester, MA, USA	N/A	SVP- Compliance & General Counsel	Bay State Savings Bank: SVP-Compliance & General Counsel	N/A	None	None	N/A
Thomas J. Belton, Worcester, MA, USA	N/A	SVP- Information Technology	Bay State Savings Bank: VP-Information Technology	N/A	None	None	N/A
Cheri E. Carty, Worcester, MA, USA	N/A	VP-Treasurer	Bay State Savings Bank: VP-Treasurer BSSB Securities Corp: Director, Clerk & Treasurer BSSB Corp: Director, Clerk & Treasurer	N/A	None	None	N/A
Joyce Shand, Worcester, MA, USA	N/A	VP-Credit Administration	Bay State Savings Bank: VP-Credit Administration	N/A	None	None	N/A

Heather Loranger,	N/A	VP-Deposit	Bay State Savings Bank: VP-Deposit Operations	N/A	None	None	N/A
Worcester, MA,		Operations					
USA							ļ
Marc C.	N/A	VP Retail	Bay State Savings Bank: VP Retail Lending and	N/A	None	None	N/A
Sanguinetti,		Lending and	Loan Servicing	,			,
Worcester, MA,		Loan Servicing					
USA							