

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) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)); section 10(b)(2) of the Home Owners' Loan Act (12 U.S.C. § 1467a(b)(2)); sections 102(a)(1), 165, and 618 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (12 U.S.C. §§ 5311(a)(1), 5365, and 1850a(c)(1)); and sections 8(a) and 13(a) of the International Banking Act of 1978 (12 U.S.C. §§ 3106(a) and 3108(a)). 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):

Month / Day / Year

### Reporter's Name, Street, and Mailing Address

Legal Title of Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

### Person to whom questions about this report should be directed:

Name Title

Area Code / Phone Number / Extension

Area Code / FAX Number

E-mail Address

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

I, \_\_\_\_\_  
 Name of the Holding Company Director and Official

\_\_\_\_\_  
 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.*

*Carol Steele*

\_\_\_\_\_  
 Signature of Holding Company Director and Official

\_\_\_\_\_  
 Date of Signature

**For Federal Reserve Bank Use Only**

RSSD ID \_\_\_\_\_  
 C.I. \_\_\_\_\_

Is confidential treatment requested for any portion of this report submission? .....  0=No  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."

**Report Item 1: Annual Report to Shareholders**

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

## Checklist

The checklist below is provided to assist the holding company in filing all the necessary responses and verifying changes from the prior year to the various report items. The completed checklist should be submitted with the report. Please see section A of the General Instructions for additional guidance.

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### Verification of Changes

**All Reporters must respond to the following questions by checking the Yes or No box below, as appropriate.**

Did the holding company have changes to any reportable FR Y-6 items (2a, 2b, 3, or 4) from the prior year?

- Yes     No

If checked Yes, complete the remaining checklist for Report Items 2a, 2b, 3, and 4. For each Report Item, indicate whether there are changes from the prior year by checking Yes or No below. See section A of the General Instructions for additional information.

**Report Item 2a: Organization Chart**

- Yes     No

If checked Yes, the Reporter must submit the organization chart as specified in Report Item 2.a instructions.

**Report Item 2b: Domestic Branch Listing**

- Yes     No

If checked Yes, the Reporter must submit the domestic branch listing as specified in Report Item 2.b instructions.

**Report Item 3: Securities Holders**

- Yes     No

If checked Yes, the Reporter must submit the information as specified in Report Item 3 instructions.

**Report Item 4: Insiders**

- Yes     No

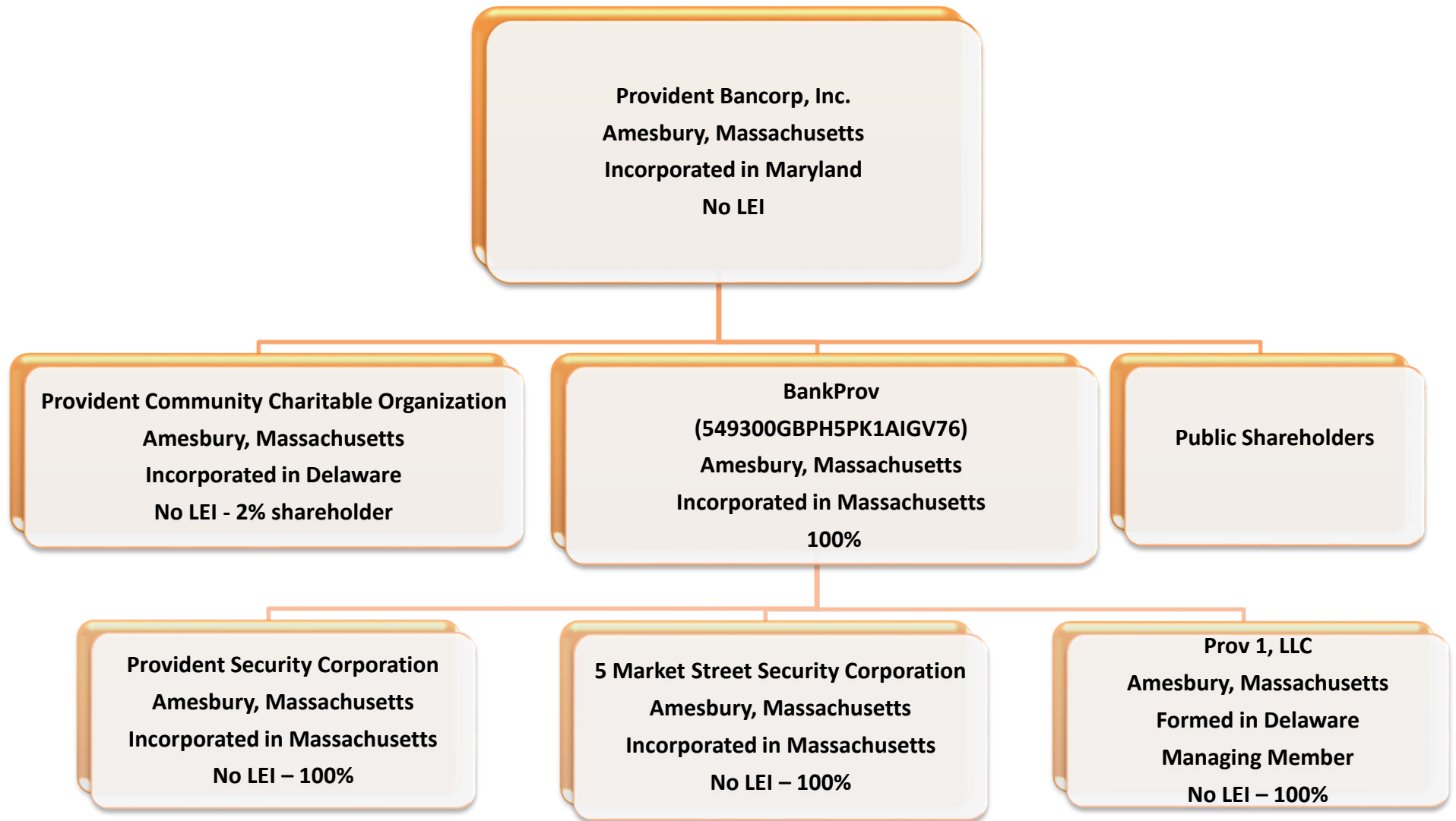
If checked Yes, the Reporter must submit the information as specified in Report Item 4 instructions.

## 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.*

<hr/> <p>Legal Title of Subsidiary Holding Company</p> <hr/> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <hr/> <p>City State Zip Code</p> <hr/> <p>Physical Location (if different from mailing address)</p> <hr/>	<hr/> <p>Legal Title of Subsidiary Holding Company</p> <hr/> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <hr/> <p>City State Zip Code</p> <hr/> <p>Physical Location (if different from mailing address)</p> <hr/>
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2a. Organizational Chart



3.

**Provident Bancorp, Inc  
Shareholder 5% and Greater List  
as of 12/31/2022**

PROVIDENT BANCORP, INC. Issue: PI		PROVIDENT BANCORP, INC. (COM) \$0.01 PAR	
Registration / Address	Country	Shares	Percent of Total Shares
BankProv Employee Stock Ownership Plan Trust	USA	1,503,623	8.5%
M3F Inc.	USA	1,243,983	7.0%
Blackrock, Inc.	USA	896,647	5.0%
T Rowe Price Associates, Inc.	USA	1,672,366	9.5%

**FORM FR Y-6**  
**DECEMBER 31, 2022**  
**REPORT ITEM 4. DIRECTORS AND OFFICERS PROVIDENT BANCORP, INC**

NAME & ADDRESS	PRINCIPAL OCCUPATION IF OTHER THAN WITH BANK HOLDING CO	TITLE & POSITION WITH BANK HOLDING COMPANY	TITLE & POSITION WITH SUBSIDIARIES	TITLE & POSITION WITH OTHER BUSINESSES	PERCENTAGE OF VOTING SHARES IN BANK HOLDING COMPANY	PERCENTAGE OF VOTING SHARES IN SUBSIDIARIES	OTHER COMPANIES >= 25% VOTING SECURITIES HELD
Cousins, Frank G., Jr. Newburyport, MA	Retired	Director	Director (BankProv, Provident Security Corp., & 5 Market St. Security Corp.)	Retired	0.37%	0	N/A
DeLeo, James A. Burlington, MA	Leading Partner	Director	Director (BankProv)	Leading Partner, Gray, Gray & Gray	0.32%	0	N/A
DeStefano, Lisa B. Portsmouth, NH	Architect/ Business Owner	Director	Director (BankProv)	Principal, DeStefano Maugel Architects	0.35%	0	None
Gould, Jay E. Rye, NH	Business Owner	Director	Director (BankProv)	Owner, Flatbread, Inc.	0.77%	0	Sovereign Investors 100% Counting House LLC 100% Flatbread Wharf 50% Flatbread Congress 50% Up the Creek 35% Flatbread Day St. LLC 50% Flatbread, Inc. 70% Flatbread Amesbury 70% Flatbread Portland 70% Flatbread North Conway 70% Flatbread Portsmouth 70% Flatbread Canton 70% Flatbread Bedford 70% Flatbread Paia 35% Creekbread Whistler 35% Flatbread USA (holding company for FB Paia) 70%

NAME & ADDRESS	PRINCIPAL OCCUPATION IF OTHER THAN WITH BANK HOLDING CO	TITLE & POSITION WITH BANK HOLDING COMPANY	TITLE & POSITION WITH SUBSIDIARIES	TITLE & POSITION WITH OTHER BUSINESSES	PERCENTAGE OF VOTING SHARES IN BANK HOLDING COMPANY	PERCENTAGE OF VOTING SHARES IN SUBSIDIARIES	OTHER COMPANIES >= 25% VOTING SECURITIES HELD
							Jimmies Global (Holding Co. for Creekbread and Up the The Creek) 70% Flatbread Somerville 70% Flatbread Hampton 70% Flatbread Providence 70% Flatbread Restaurant Group 70% Flatbread F.C. Inc. 70%
Knapp, Laurie H. Amesbury, MA	CPA	Chair of the Board, Director	Director (BankProv, Provident Security Corp. & 5 Market St. Sec Corp)	Owner, Laurie H. Knapp CPA, Spouse Owner Hat Factory Marina LLC, Spouse Owner Marina Parking LLC, Jay Knapp & Son's Marine Service. Board Member, Amesbury Educational Foundation	0.48%	0	Laurie H. Knapp CPA 100%,
Piette, Barbara A.	Investor	Director	Director (BankProv)	Managing Principal, Knightsbridge Advisers LLC	0.24%	0	None
Reilly, Joseph B. Ipswich, MA	Interim Co-CEO, President	Director	Chairman of the Board, Director (BankProv)	Retired	0.57%	0	N/A
Chase Curran, Kathleen	COO, Coin Metrics	Director	Director (BankProv)		0.09%		
Shaikh, Mohammad	Co-Founder & CEO of APTOS	Director Resigned 03/27/2023	Director (BankProv)		0.09%		
Houle, Carol L.	Interim Co-CEO, President, and CFO	Director	CEO, President, Director (The Provident Bank)	N/A	1.70%	0	N/A

NAME & ADDRESS	PRINCIPAL OCCUPATION IF OTHER THAN WITH BANK HOLDING CO	TITLE & POSITION WITH BANK HOLDING COMPANY	TITLE & POSITION WITH SUBSIDIARIES	TITLE & POSITION WITH OTHER BUSINESSES	PERCENTAGE OF VOTING SHARES IN BANK HOLDING COMPANY	PERCENTAGE OF VOTING SHARES IN SUBSIDIARIES	OTHER COMPANIES >= 25% VOTING SECURITIES HELD
			President, Director (Provident Security Corp. & 5 Market St. Sec. Corp)				
Sullivan, Arthur W. Manchester, NH	Developer/ Business Owner	Director	Director (BankProv)	Principal Partner, Brady Sullivan Board member for NeighborWorks Southern NH, Manchester Kiwanis Club, New Hampshire Food Bank Advisory Committee, The Muchachos Drum and Bugle Corps, The Moore Center, Manchester YMCA, Intown Manchester, NH Institute of Art and Finance, NH Charitable Foundation Manchester Proud NH Business Committee for the Arts	0.76%	0	Principal Partner, Brady Sullivan 100%