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 811a); and sections 113, 145, 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 officer 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 as an LLC, see the General Instructions for the authorized individual who must sign the report.

I, Thomas Bailey
Name of the Holding Company Director and Officer

Director/President/Chief Executive Officer
Title of the Holding Company Director and Officer

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 Officer

Date of Signature

For holding companies not registered with the SEC—Indicate status of Annual Report to Shareholders:
- [X] 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):
March 31, 2018

Mutual Holding Company of Western Pennsylvania

Legal Title of Holding Company

411 McMurray Road

(Mailing Address of the Holding Company) Street / P.O. Box
Bethel Park PA 1512
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Jenifer Frazier VP/Controller
Name Title

412-409-9100 ext 269
Area Code / Phone Number / Extension
412-308-2097
Area Code / FAX Number

jfrazier@brentwoodbank.com
E-mail Address

www.brentwoodbank.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.”

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.

03/21/2018
Report Item

1: The Mutual Savings and Loan Association is not registered with SEC. A copy of the annual independent audit report is enclosed.

2a: Organizational Chart – *LEI is n/a unless noted

2b: Domestic Branch listing provided to the Federal Reserve Bank via e-mail on June 22, 2018. It was sent to Structure@clev.frb.org.

3: The Mutual Holding Company of Western Pennsylvania is a Mutual SLHC and does not have any security holders.
Results: A list of branches for your depository institution: BRENTWOOD BANK (ID_RSSD: 534877).

This depository institution is held by MUTUAL HOLDING COMPANY OF WESTERN PENNSYLVANIA (2394628) of BETHEL PARK, PA.

The data are as of 03/31/2018. Data reflects information that was received and processed through 04/04/2018.

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.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSSD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNINUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td>2018-03-31</td>
<td>Full Service (Head Office)</td>
<td>534877</td>
<td>BRENTWOOD BANK</td>
<td>411 MCMURRAY ROAD</td>
<td>BETHEL PARK</td>
<td>PA</td>
<td>15102</td>
<td>ALLEGHENY</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>BRENTWOOD BANK</td>
<td>534877</td>
<td></td>
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<tr>
<td>OK</td>
<td>2018-03-31</td>
<td>Full Service</td>
<td>2140254</td>
<td>BETHEL PARK BRANCH</td>
<td>401 MCMURRAY ROAD</td>
<td>BETHEL PARK</td>
<td>PA</td>
<td>15102</td>
<td>ALLEGHENY</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>BRENTWOOD BANK</td>
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<td>OK</td>
<td>2018-03-31</td>
<td>Limited Service</td>
<td>4467478</td>
<td>MOBILE BRANCH</td>
<td>411 MCMURRAY ROAD</td>
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<td>PA</td>
<td>15102</td>
<td>ALLEGHENY</td>
<td>UNITED STATES</td>
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<td>BRENTWOOD BANK</td>
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<td>OK</td>
<td>2018-03-31</td>
<td>Full Service</td>
<td>2837675</td>
<td>SOUTH PARK SHOPS BRANCH</td>
<td>5259 LIBRARY ROAD</td>
<td>BETHEL PARK</td>
<td>PA</td>
<td>15102</td>
<td>ALLEGHENY</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>BRENTWOOD BANK</td>
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<td>OK</td>
<td>2018-03-31</td>
<td>Full Service</td>
<td>5010095</td>
<td>CROSSINGS @ SOUTH FAYETTE</td>
<td>3039 WASHINGTON PIKE</td>
<td>BRIDGEVILLE</td>
<td>PA</td>
<td>15017</td>
<td>ALLEGHENY</td>
<td>UNITED STATES</td>
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<td>BRENTWOOD BANK</td>
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<td>OK</td>
<td>2018-03-31</td>
<td>Full Service</td>
<td>2849294</td>
<td>BRENTWOOD BRANCH</td>
<td>3635 BROWNSVILLE ROAD</td>
<td>PITTSBURGH</td>
<td>PA</td>
<td>15227</td>
<td>ALLEGHENY</td>
<td>UNITED STATES</td>
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<td>BRENTWOOD BANK</td>
<td>534877</td>
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<tr>
<td>(1) Name, City, State, Country</td>
<td>(2) Principal Occupation If other than with Holding Company</td>
<td>(3a) Title and Position With Holding Company</td>
<td>(3b) Title and Position With Subsidiaries</td>
<td>(3c) Title &amp; Position With Other Businesses</td>
<td>(4a) % of Voting Shares in Holding Co.</td>
<td>(4b) % of Voting Shares in Subsidiaries</td>
<td>(4c) Other Companies</td>
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<tr>
<td>William Batz, Pittsburgh, PA USA</td>
<td>Retired</td>
<td>Director</td>
<td>Director (Brentwood Bank)</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>Robert Park, Pittsburgh, PA USA</td>
<td>Retired</td>
<td>Chairman of the Board, Director</td>
<td>Chairman of the Board, Director (Brentwood Bank)</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>NA</td>
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<td>Ronald Hobbs, Lake Mary, FL USA</td>
<td>Semi-Retired Realtor</td>
<td>Director</td>
<td>Director (Brentwood Bank)</td>
<td>Owner Palm Springs Realty (Sole Proprietorship)</td>
<td>N/A</td>
<td>N/A</td>
<td>Palm Springs Realty (Sole Proprietorship) (100%)</td>
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<td>Edward Nicholson, Venetia, PA USA</td>
<td>Retired</td>
<td>Director</td>
<td>Director (Brentwood Bank)</td>
<td>Director of Black Box, Inc. of Pittsburgh, PA USA</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
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<td>Thomas Sturges III, Pittsburgh, PA USA</td>
<td>Earth Drilling</td>
<td>Director</td>
<td>Director (Brentwood Bank)</td>
<td>Chairman of Pennsylvania Drilling Co. President of PD Warehouse Company President of PDC Imperial Holdings. Trustee of Kiski School Trustee of The Early Learning Institute</td>
<td>N/A</td>
<td>N/A</td>
<td>PD Warehouse Company (45%)</td>
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<tr>
<td>Richard W. Talarico</td>
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<td></td>
<td>Director (Brentwood Bank)</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
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<td>Title and Position With Holding Company</td>
<td>Title and Position With Subsidiaries</td>
<td>Title &amp; Position With Other Businesses</td>
<td>% of Voting Shares in Holding Co</td>
<td>% of Voting Shares in Subsidiaries</td>
<td>Other Companies</td>
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<tr>
<td>Gordon Edwards, McMurray, PA USA</td>
<td>Treasurer Retail and Lumber and Building Supply Company</td>
<td>Director</td>
<td>Director (Brentwood Bank)</td>
<td>Owner/Director of Brookside Lumber &amp; Supply Co, Inc.</td>
<td>N/A</td>
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<tr>
<td>Charles Modispacher, Pittsburgh, PA USA</td>
<td>Retired</td>
<td>Director</td>
<td>Director (Brentwood Bank)</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>Anthony Zimmer, Bethel Park, PA USA</td>
<td>Printing Company</td>
<td>Director</td>
<td>Director (Brentwood Bank)</td>
<td>President of Bethel Park Printing, Inc.</td>
<td>N/A</td>
<td>N/A</td>
<td>Bethel Park Printing, Inc. (52%)</td>
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<td>Thomas Bailey Bethel Park, PA USA</td>
<td>President/CEO Brentwood Bank</td>
<td>CEO, President, Director</td>
<td>President/CEO Brentwood Bank</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>Tracy Klink Bethel Park, PA USA</td>
<td></td>
<td>Director</td>
<td>Director (Brentwood Bank)</td>
<td>Owner Klink and Company, Inc</td>
<td>N/A</td>
<td>N/A</td>
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