

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.

I, Thomas Bailey
 Name of the Holding Company Director and Official
Director, President & Chief Executive Officer
 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.

Thomas Bailey
 Signature of Holding Company Director and Official
06/23/2023
 Date of Signature

For Federal Reserve Bank Use Only

RSSD ID _____
 C.I. _____

Date of Report (top-tier holding company's fiscal year-end):
March 31, 2023
 Month / Day / Year

Reporter's Name, Street, and Mailing Address

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 15102
 City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Daniel Lutz VP-Senior Controller
 Name Title
412-409-9100, ext 269
 Area Code / Phone Number / Extension
412-308-2097
 Area Code / FAX Number
dlutz@brentwoodbank.com
 E-mail Address
N/A
 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."

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.

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

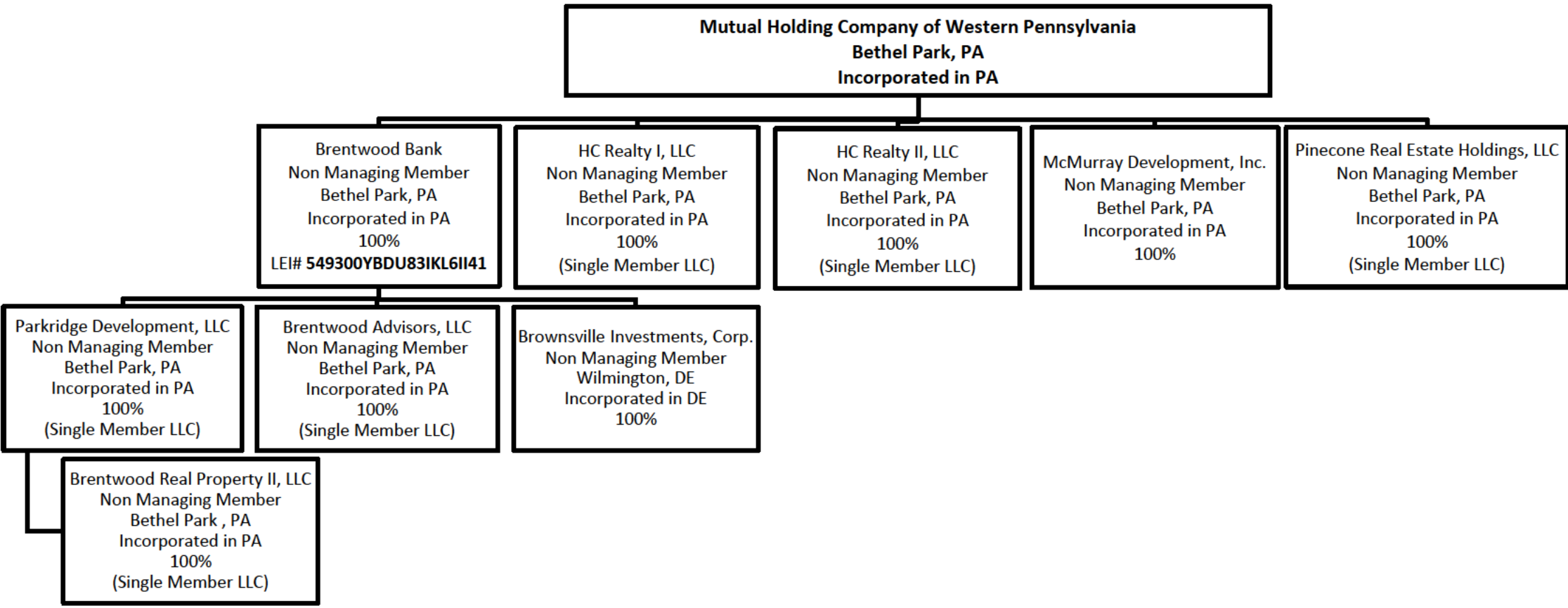
If checked Yes, the Reporter must submit the information as specified in Report Item 4 instructions.

Form FR Y-6
Mutual Holding Company of Western Pennsylvania
Bethel Park, PA
Fiscal Year Ending March 31, 2023

Report Item

1: Annual Report to Shareholders – The Mutual Holding Company of Western Pennsylvania is not registered with the SEC. Refer to the annual report included with this filing.

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



Form FR Y-6
Mutual Holding Company of Western Pennsylvania
Bethel Park, PA
Fiscal Year Ending March 31, 2023

4. Insiders

| (1) Name, City, State, Country | (2) Principal Occupation If other than with Holding Company | (3a) Title & Position With Holding Company | (3b) Title & Position With Subsidiaries (include names of subsidiaries) | (3c) Title & Position With Other Businesses (include names of other businesses) | (4a) Percentage of Voting Shares in Holding Company | (4b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting shares held |
|--|---|--|--|---|--|---|--|
| Richard W. Talarico, Bethel Park, PA USA | Partner of a private investment and management company (Hawthorne Group) | Chairman of the Board, Director | Director (Brentwood Bank) | Partner (Hawthorne Group) Director (Jefferson Regional Foundation) Director (Jefferson Hospital) Director (Allegheny Health Network) | N/A | N/A | N/A |
| William G. Batz, Pittsburgh, PA USA | Retired | Director | Director (Brentwood Bank) | N/A | N/A | N/A | N/A |
| Gordon M. Edwards, McMurray, PA USA | Treasurer of lumber and building supply company (Brookside Lumber & Supply Co, Inc.) | Director | Director (Brentwood Bank) | Treasurer (Brookside Lumber & Supply Co, Inc.) | N/A | N/A | Brookside Lumber & Supply Co, Inc. (25%) |
| Ronald E. Hobbs, Lake Mary, FL USA | Retired | Director | Director (Brentwood Bank) | N/A | N/A | N/A | N/A |
| Tracy L. Klink, Bethel Park, PA USA | Managing Director of a business intelligence firm (Klink and Company, Inc.) | Director | Director (Brentwood Bank) | Managing Director (Klink and Company, Inc.) | N/A | N/A | N/A |
| Charles R. Modispacher, Pittsburgh, PA USA | Retired | Director | Director (Brentwood Bank) | N/A | N/A | N/A | N/A |
| Mark E. Nelson Aliquippa, PA USA | Transportation coordination (Masonic Village at Sewickley) | Director | Director (Brentwood Bank) | N/A | N/A | N/A | N/A |
| Edward A. Nicholson, Venetia, PA USA | Retired | Director | Director (Brentwood Bank) | N/A | N/A | N/A | N/A |

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|--|---|--|--|---|--|---|--|
| Joshua A. Pollard Pittsburgh, PA USA | Managing Partner, President & CEO of a private equity firm (Omicelo) | Director | Director (Brentwood Bank) | Managing Partner, President & CEO (Omicelo LLC) Officer (Omicelo Investments LLC) Officer (Omicelo Real Estate LLC) Officer (Omicelo Health Inc.) Officer (Omicelo RE II LP) Officer (Omicelo Construction Group LLC) Officer (Ephraim Analytics LLC) Officer (Omicelo Development LLC) Officer (Omicelo Fund II LLC) Officer (Tulpehocken GP LLC) Officer (Mosaic Berks GP LLC) Officer (908 Bryn Mawr LLC) Officer (1109 Arlington LLC) Officer (1202 Wood LLC) Officer (East Baltimore Investments LLC) Officer (East Baltimore Investments II LLC) Officer (East Baltimore Investments III LLC) Officer (Esperanza Homewood LLC) Officer (Long Vist Properties LLC) Officer (Mosaic Berks LP) Officer (Omicelo RE I LP) Officer (Pigtown Portfolio LLC) Officer (Pigtown Portfolio II LLC) Officer (Tulpehocken Philadelphia LP) Officer (Satellite Properties LLC) Director (Ryan Shazier Fund for Spinal Rehabilitation) Director (Pittsburgh Gateways Corporation) Director (Omicelo Cares Inc.) | N/A | N/A | Omicelo LLC (84.5%) Omicelo Investments LLC (51%) Omicelo Real Estate LLC (51%) Omicelo Health Inc. (51%) Omicelo RE II LP (42.3%) Omicelo Construction Group LLC (84.7%) Ephraim Analytics LLC (85.5%) Omicelo Development LLC (84.5%) Omicelo Fund II LLC (84.5%) Officer, Tulpehocken GP LLC (63.6%) Officer, Mosaic Berks GP LLC (63.4%) |

| (1) Name, City, State, Country | (2) Principal Occupation If other than with Holding Company | (3a) Title & Position With Holding Company | (3b) Title & Position With Subsidiaries (include names of subsidiaries) | (3c) Title & Position With Other Businesses (include names of other businesses) | (4a) Percentage of Voting Shares in Holding Company | (4b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting shares held |
|--|--|--|---|---|--|---|--|
| Anthony L. Zimmer, Bethel Park, PA USA | President of a printing company (Bethel Park Printing, Inc.) | Director | Director (Brentwood Bank) | President (Bethel Park Printing, Inc.) | N/A | N/A | Bethel Park Printing, Inc. (52%) |
| Thomas Bailey Bethel Park, PA USA | Director, President & CEO (Brentwood Bank) | Director, President & CEO | Director, President & CEO (Brentwood Bank) Director & President (McMurray Development, Inc. | Director (Federal Home Loan Bank of Pittsburgh) | N/A | N/A | N/A |
| Steven Wolk Mars, PA USA | Executive Vice President & COO, Treasurer (Brentwood Bank) | Vice President & Treasurer | Executive Vice President & COO, Treasurer (Brentwood Bank) Secretary & Manager (HC Realty I, LLC) Secretary & Manager (HC Realty II, LLC) President & Manager (Pinecone Real Estate Holdings, LLC) | N/A | N/A | N/A | N/A |
| Shawn Proper Grove City, PA USA | Senior Vice President & Chief Banking Officer, Secretary (Brentwood Bank) | Vice President & Secretary | Senior Vice President & Chief Banking Officer, Secretary (Brentwood Bank) President & Manager (HC Realty I, LLC) President & Manager (HC Realty II, LLC) Director & Secretary (McMurray Development, Inc. | Director (Proper Iron Works) | N/A | N/A | N/A |