

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, James H. Sills, III  
 Name of the Holding Company Director and Official  
President and CEO  
 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]  
 Signature of Holding Company Director and Official  
03/25/2020  
 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  
 No LEI

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)  
 Reporter's Name, Street, and Mailing Address

M&F Bancorp, Inc.  
 Legal Title of Holding Company  
2634 Durham Chapel Hill Blvd Suite 101  
 (Mailing Address of the Holding Company) Street / P.O. Box  
Durham NC 27707  
 City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:  
Kathy E. Fox VP/Controller  
 Name Title

919-536-7547  
 Area Code / Phone Number / Extension

919-687-7807  
 Area Code / FAX Number

kathy.fox@mfbonline.com  
 E-mail Address

www.mfbonline.com  
 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 .....

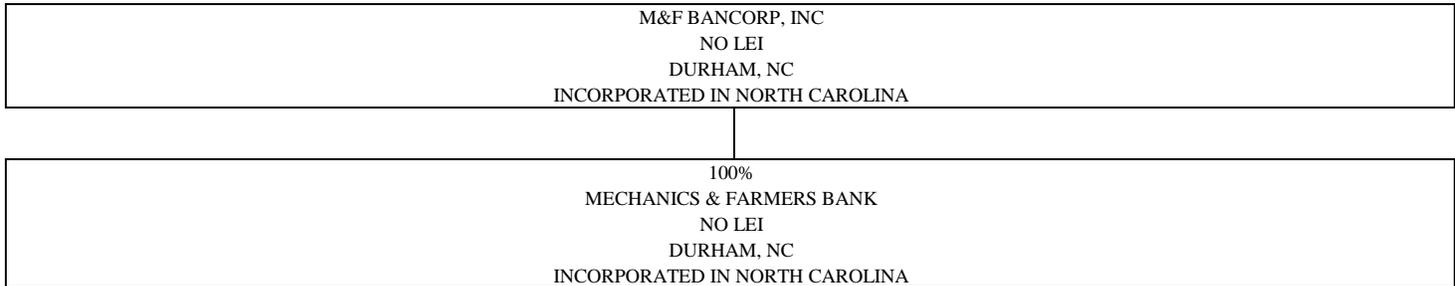
2. a letter justifying this request has been provided separately ...

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

**FORM FR Y-6**  
**M&F BANCORP, INC**  
**FISCAL YEAR ENDING DECEMBER 31, 2019**

**REPORT ITEM**

- 1 The bank holding company prepares an annual report for its securities holders and is not registered with the SEC. The bank holding company deregistered from the SEC on 9/13/16. As specified by Federal Reserve Bank of Richmond, 2 copies are enclosed.
- 2A Organizational Chart



- 2.B. Domestic branch listing submitted via email on March 20, 2020 to the Federal Reserve Bank.

**Results:** A list of branches for your depository institution: **MECHANICS & FARMERS BANK (ID RSSD: 332224)**.  
 This depository institution is held by **M&F BANCORP, INC. (2807810) of DURHAM, NC**.  
 The data are as of **12/31/2019**. Data reflects information that was received and processed through **03/05/2020**.

**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
OK		Full Service (Head Office)	332224	MECHANICS & FARMERS BANK	116 WEST PARRISH STREET	DURHAM	NC	27701	DURHAM	UNITED STATES	Not Required	Not Required	MECHANICS & FARMERS BANK	332224	
OK		Full Service	278425	CHARLOTTE BRANCH	101 BEATTIES FORD RD	CHARLOTTE	NC	28216	MECKLENBURG	UNITED STATES	Not Required	Not Required	MECHANICS & FARMERS BANK	332224	
OK		Full Service	577324	CHAPEL HILL BOULEVARD BRANCH	2705 CHAPEL HILL BLVD	DURHAM	NC	27707	DURHAM	UNITED STATES	Not Required	Not Required	MECHANICS & FARMERS BANK	332224	
OK		Full Service	474928	GREENSBORO BRANCH	100 SOUTH MURROW BOULEVARD	GREENSBORO	NC	27401	GUILFORD	UNITED STATES	Not Required	Not Required	MECHANICS & FARMERS BANK	332224	
OK		Full Service	394428	RALEIGH BRANCH	13 EAST HARGETT ST	RALEIGH	NC	27601	WAKE	UNITED STATES	Not Required	Not Required	MECHANICS & FARMERS BANK	332224	
OK		Full Service	455020	ROCK QUARRY ROAD BRANCH	1824 ROCK QUARRY RD	RALEIGH	NC	27610	WAKE	UNITED STATES	Not Required	Not Required	MECHANICS & FARMERS BANK	332224	
OK		Full Service	174424	WINSTON-SALEM BRANCH	770 MARTIN LUTHER KING JR DRIVE	WINSTON SALEM	NC	27101	FORSYTH	UNITED STATES	Not Required	Not Required	MECHANICS & FARMERS BANK	332224	

**FORM FR Y-6**  
**M&F BANCORP, INC**  
**FISCAL YEAR ENDING DECEMBER 31, 2019**

REPORT ITEM 3: SHAREHOLDERS  
1.A.B.C. AND 2.A.B.C

CURRENT SHAREHOLDERS WITH OWNERSHIP, CONTROL OR HOLDING OF %5 OR MORE WITH POWER TO VOTE AS FISCAL YEAR ENDING 12/31/2018			SHAREHOLDER NOT LISTED IN 3.1.A THROUGH 3.1.C THAT HAD OWNERSHIP, CONTROL OR HOLDINGS OF %5 OR MORE WITH POWER TO VOTE DURING FISCAL YEAR ENDING 12/31/2018		
1.A NAMES & ADDRESSES CITY, STATE, COUNTRY	1.B COUNTRY OF CITIZENSHIP OR INCORPORATION	1.C NUMBER AND PERCENTAGE OF EACH CLASS OF VOTING SECURITIES	2.A NAMES & ADDRESSES CITY, STATE, COUNTRY	2.B COUNTRY OF CITIZENSHIP OR INCORPORATION	2.C NUMBER AND PERCENTAGE OF EACH CLASS OF VOTING SECURITIES
*JAMES E SANSOM CHAPEL HILL, NC, USA	USA	60,266 2.96%	N/A	N/A	N/A
*BERYL VIVIAN GILMORE BETHESDA, MD, USA	USA	60,266 2.96%			
*SARAH GENEVIEVE SANSOM STEWART NEW YORK, NY, USA	USA	60,266 2.96%			
NORTH CAROLINA MUTUAL LIFE INSURANCE COMPANY DURHAM, NC 27701	USA	186,040 9.16%			
JULIA W TAYLOR TRUST** PITTSBORO, NC, USA	USA	159,614 7.86%			

\*The M&F Bancorp, Inc. stock pertaining to the Estate of the late Dr. Vivian M. Sansom which included 180,798 shares of common stock was settled in 2017. The new owners who are siblings, own 60,266 individually and 180,798 collectively.

\*\*Common stock owned by the Julia W. Taylor Trust for which Ms. Taylor also serves as trustee and as such, has voting and investment power over these shares.

**FORM FR Y-6**  
**M&F BANCORP, INC**  
**FISCAL YEAR ENDING DECEMBER 31, 2019**

REPORT ITEM 4: INSIDERS  
1.2.3.A.B.C. AND 4.A.B.C.

1	2	3.A.	3.B	3.C	4.A.	4.B	4.C
NAME & ADDRESS CITY, STATE, COUNTRY	PRINCIPAL OCCUPATION IF OTHER THAN WITH BANK HOLDING COMPANY	TITLE & POSITION WITH BANK HOLDING COMPANY	TITLE & POSITION WITH SUBSIDIARIES (INCLUDE NAMES OF OTHER BUSINESSES)	TITLE & POSITION WITH OTHER BUSINESSES (INCLUDE NAMES OF OTHER BUSINESSES)	PERCENTAGE OF VOTING SHARES IN BANK HOLDING COMPANY	PERCENTAGE OF VOTING SHARES IN SUBSIDIARIES(INCLUDE NAMES)	(INCLUDES PARTNERSHIPS) IF %25 OR MORE OF VOTING SECURITIES ARE HELD (LIST NAMES OF COMPANIES AND PERCENTAGE OF VOTING)
MICHAEL L LAWRENCE DURHAM, NC, USA	CFO/TREASURER ALAMANCE FARMERS' INSURANCE COMPANY	DIRECTOR	DIRECTOR	CFO/TREASURER ALAMANCE FARMERS' INSURANCE COMPANY	Less than 1% of Company's o/s stock	NONE	LAWRENCE PROPERTIES LLC 100% ALSET, LLC
WILLIE T CLOSS, JR DURHAM, NC, USA	FINANCIAL CONSULTANT	DIRECTOR	DIRECTOR	NONE	Less than 1% of Company's o/s stock	NONE	NONE
DEXTER V PERRY CARY, NC, USA	CERTIFIED FINANCIAL PLANNER	DIRECTOR	DIRECTOR	MANAGING PRINCIPAL THE PROVIDENCE GROUP OF NC	Less than 1% of Company's o/s stock	NONE	ONE PROVIDENCE CAPITAL, LLC 100% THE PROVIDENCE GROUP OF NC, LLC 50%
JAMES A STEWART DURHAM, NC, USA	BROKER/ CONSULTANT STEWART INVESTMENT PROPERTIES, INC	CHAIRMAN/ DIRECTOR	CHAIRMAN/ DIRECTOR	BROKER/ CONSULTANT STEWART INVESTMENT PROPERTIES, INC MAJAJA, INC PRESIDENT CLEARVIEW HOUSING CORP, PRESIDENT CLEARVIEW COMMERCIAL PROP, LLC, MANAGER CAMELLIA ASSOCIATES, LLC, MANAGER MATHISON ASSOCIATES, LP 25% STEWART, MARTIN AND MCCOY, LLC 33%	2.10%	NONE	STEWART INVESTMENT PROPERTIES, INC 100% MAJAJA, INC PRESIDENT 50% CLEARVIEW HOUSING CORP, PRESIDENT 45.07% CLEARVIEW COMMERCIAL PROPERTIES LLC, MEMBER/MANAGER 45.07% CAMELLIA ASSOCIATES, LLC, MEMBER/MANAGER 51% MATHISON ASSOCIATES, LP 25% STEWART, MARTIN AND MCCOY, LLC 33%
CONNIE J. WHITE DURHAM, NC, USA	RETIRED MANAGEMENT CONSULTANT	DIRECTOR	VICE CHAIR/DIRECTOR	NONE	Less than 1% of Company's o/s stock	NONE	NONE
JAMES H. SILLS, III DURHAM, NC, USA	N/A	PRESIDENT/CEO/DIRECTOR	PRESIDENT/CEO/DIRECTOR M&F BANK	DIRECTOR, HS VERIFICATION, LLC	Less than 1% of Company's o/s stock	NONE	HOMELAND SECURITY VERIFICATION, LLC 100%
RANDALL C. HALL DURHAM, NC, USA	N/A	EVP/CFO	EVP/CFO/HR	N/A	Less than 1% of Company's o/s stock	NONE	NONE
VALERIE M. QUIETT DURHAM, NC, USA	N/A	SVP/ CHIEF LEGAL OFFICER/ CORP SEC/COMPLIANCE OFFICER	SVP/ CHIEF LEGAL OFFICER/ SECRETARY/COMPLIANCE OFFICER	N/A	0	NONE	NONE