Blue Hills Bancorp, Inc. Form 5 February 03, 2016 FORM 5

Check this box if

no longer subject

to Section 16.

5 obligations

may continue. See Instruction

1(b).

Reported

Form 4 Transactions Reported

(Last)

Form 4 or Form

OMB APPROVAL OMB UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 January 31, Expires: 2005 Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL burden hours per **OWNERSHIP OF SECURITIES** response... 1.0 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer Sommerfield Thomas R Symbol Blue Hills Bancorp, Inc. [BHBK] (Check all applicable) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) Director 10% Owner _X__ Officer (give title Other (specify 12/31/2015

below)

320 NORWOOD PARK SOUTH

(Street)

NORWOOD, MAÂ 02062

X Form Filed by One Reporting Person _ Form Filed by More than One Reporting Person

6. Individual or Joint/Group Reporting

below)

Chief Risk Officer

(check applicable line)

(City)	(State) (2	Zip) Table	e I - Non-Deri	vative Sec	uritie	s Acqu	ired, Disposed o	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securit Acquired Disposed (Instr. 3, Amount	(A) of of (D 4 and (A) or)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	Â	Â	Â	Â	Â	Â	85,196 <u>(1)</u>	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	8,000	I	Youngest son
Common Stock	Â	Â	Â	Â	Â	Â	8,000	Ι	Eldest son
Common Stock	Â	Â	Â	Â	Â	Â	44,902 <u>(2)</u>	Ι	401k

4. If Amendment, Date Original

Filed(Month/Day/Year)

Edgar	Filing:	Blue	Hills	Bancorp,	Inc	Form 5

Common	â	Â	Â	Â	â	Â	2,176 (2)	т	ESOP
Stock	A	A	A	A	A	A	2,170 (1	ESOF

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of informationSEC 2270contained in this form are not required to respond unless(9-02)the form displays a currently valid OMB control number.(9-02)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerc Expiration D (Month/Day/	ate	7. Title and A Underlying S (Instr. 3 and	Securities D
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option	\$ 14.07	Â	Â	Â	Â	(3)	10/07/2025	Common Stock	170,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Sommerfield Thomas R 320 NORWOOD PARK SOUTH NORWOOD, MA 02062	Â	Â	Chief Risk Officer	Â			

Signatures

/s/ Thomas R. Sommerfield	02/03/2016			
**Signature of Reporting	Date			

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Some of these securities vest every year (at anniversary) over the next 5 years starting with the first vesting in 2016.
- (2) Reflects transactions not required to be reported pursuant to Section 16 of the Securities Exchange Act of 1934, as amended.
- (3) These awards vest every year (at anniversary) over the next 5 years starting with the first vesting in 2016

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.