

Edgar Filing: CHICOPEE BANCORP, INC. - Form SC 13G

CHICOPEE BANCORP, INC.  
Form SC 13G  
January 27, 2009

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 2) \*

Chicopee Bancorp, Inc.  
-----  
(Name of Issuer)

Common Stock, no par value per share  
-----  
(Title of Class of Securities)

168565109  
-----  
(CUSIP Number)

December 31, 2008  
-----  
(Date of Event Which Requires Filing of This Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1 Names of Reporting Persons

Chicopee Savings Bank  
Employee Stock Ownership Plan Trust

2 Check the Appropriate Box if a Member of a Group (See Instructions)

(a) \_\_\_\_\_  
(b) \_\_\_\_\_

3 SEC Use Only

4 Citizenship or Place of Organization  
Commonwealth of Massachusetts

Number of Shares 5 Sole Voting Power  
Beneficially Owned by  
Each Reporting Person 505,878  
With:

6 Shared Voting Power  
88,017

7 Sole Dispositive Power  
593,895

8 Shared Dispositive Power  
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person

593,895

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares  
(See Instructions)

11 Percent of Class Represented by Amount in Row 9

9.14% of 6,496,753 shares of Common Stock outstanding as of  
December 31, 2008.

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12 Type of Reporting Person (See Instructions)

EP

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Item 1

- (a) Name of Issuer:  
Chicopee Bancorp, Inc.
- (b) Address of Issuer's Principal Executive Offices:  
70 Center Street  
Chicopee, Massachusetts 01013

Item 2

- (a) Name of Person Filing:  
Chicopee Savings Bank  
Employee Stock Ownership Plan Trust  
Trustee: First Bankers Trust Services, Inc.  
2321 Kochs Lane  
Quincy, Illinois 62305-4005
- (b) Address of Principal Business Office or, if none, Residence:  
70 Center Street  
Chicopee, Massachusetts 01013
- (c) Citizenship:  
See Page 2, Item 4.
- (d) Title of Class of Securities:  
Common Stock, no par value per share
- (e) CUSIP Number:  
See Page 1.

Item 3.

If this statement is filed pursuant to ss.ss.240.13d-1(b) or 240.13d-2(b), or (c), check whether the person filing is a:

(f)  An employee benefit plan or endowment fund in accordance with ss.240.13d-1(b) (1) (ii) (F).

Item 4.

Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

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- (a) Amount beneficially owned: See Page 2, Item 9.
  - (b) Percent of class: See Page 2, Item 11.
  - (c) Number of shares as to which the person has:
    - (i) Sole power to vote or to direct the vote:  
See Page 2, Item 5.
    - (ii) Shared power to vote or to direct the vote:  
See Page 2, Item 6.
    - (iii) Sole power to dispose or to direct the disposition  
of: See Page 2, Item 7.
    - (iv) Shared power to dispose or to direct the  
disposition of: See Page 2, Item 8.
- Item 5. Ownership of Five Percent or Less of a Class.  
N/A
- Item 6. Ownership of More Than Five Percent on Behalf of Another  
Person.  
N/A
- Item 7. Identification and Classification of the Subsidiary Which  
Acquired the Security Being Reported on by the Parent Holding  
Company.  
N/A
- Item 8. Identification and Classification of Members of the Group.  
N/A
- Item 9. Notice of Dissolution of Group.  
N/A
- Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: January 26, 2009

CHICOPEE SAVINGS BANK  
EMPLOYEE STOCK  
OWNERSHIP PLAN TRUST

By: First Bankers Trust Services, Inc., as Trustee

/s/ Linda Shultz

-----  
Name: Linda Shultz  
Title: Trust Officer