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Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6
Supervision, Regulation and
Credit Department

APR 01 2014

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)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. 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 and top-tier savings and loan 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.

I, Chris Kreidermacher

Name of the Holding Company Director and Official

Director / Vice President

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 of Holding Company Director and Official

04/01/2014

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 3848360-402275
C.I. _____

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2013

Month / Day / Year

Reporter's Name, Street, and Mailing Address

First Eastern Bankshares Corporation

Legal Title of Holding Company

100 Brickstone Square

(Mailing Address of the Holding Company) Street / P.O. Box

Andover

MA

01810

City

State

Zip Code

same

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Chris Kreidermacher

Vice President

Name

Title

978-749-3100 210

Area Code / Phone Number / Extension

978-470-4668

Area Code / FAX Number

chrisk@firsteastern.com

E-mail Address

n/a

Address (URL) for the Holding Company's web page

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

n/a

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

Physical location (if different from mailing address)

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Physical location (if different from mailing address)

First Eastern Bankshares Corporation (H-1275)
Annual Report of Holding Companies – Form FR Y-6
December 31, 2013

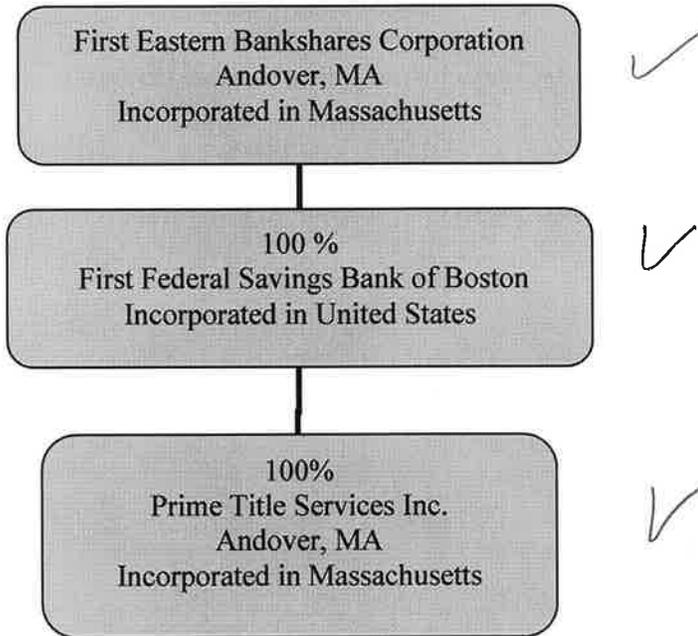
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First Eastern Bankshares Corporation (H-1275)
Form FR Y-6
Item 1 – Annual Report to Shareholders

The First Eastern Bankshares Corporation does not prepare an annual report.

First Eastern Bankshares Corporation (H-1275)
Form FR Y-6
Item 2 – Organization Chart



First Eastern Bankshares Corporation (H-1275)
Form FR Y-6
Item 2b – Domestic Branch Listing

First Federal Savings Bank of Boston
19 School Street
Boston, MA 02108



First Eastern Bankshares Corporation (H-1275)

Form FR Y-6

Item 3 – Securities Holders

Richard F. Kalagher

Bonita Springs, FL, USA

Country of Citizenship: USA

Common Stock: number held 134, percentage held 100%

First Eastern Bankshares Corporation (H-1275)
Form FR Y-6
Item 4 - Insiders

(1) Name City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other Businesses)	(4)(a) Percentage of Voting shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Richard F. Kalagher Bonita Springs, FL USA	CEO First Federal Savings Bank of Boston	Chairman President	First Federal Savings Bank of Boston - Director - CEO	N/A	100%	First Federal Savings Bank of Boston - 100% (indirectly) Prime Titles Services, Inc. - 100% (indirectly) First Realty Acquisition Corporation - 100% (indirectly)	Evaluation Services, Inc. - 61.13%
Peter J. Fraser Lowell, MA USA	President First Federal Savings Bank of Boston	Director Vice President Secretary	First Federal Savings Bank of Boston - Director - President - COO - Compliance Officer - BSA Officer - Assistant Secretary Prime Titles Services, Inc. - Secretary First Realty Acquisition Corporation - Chairman - President - Secretary	N/A	N/A	N/A	N/A
Chris Kreidermacher Atkinson, NH USA	CFO First Federal Savings Bank of Boston	Director Vice President Treasurer Assistant Secretary	First Federal Savings Bank of Boston - Director - Exec. Vice President - CFO - Treasurer - OFAC Officer - Secretary Prime Titles Services, Inc. - Chairman - Treasurer - Assistant Secretary First Realty Acquisition Corporation - Director - Treasurer	N/A	N/A	N/A	N/A