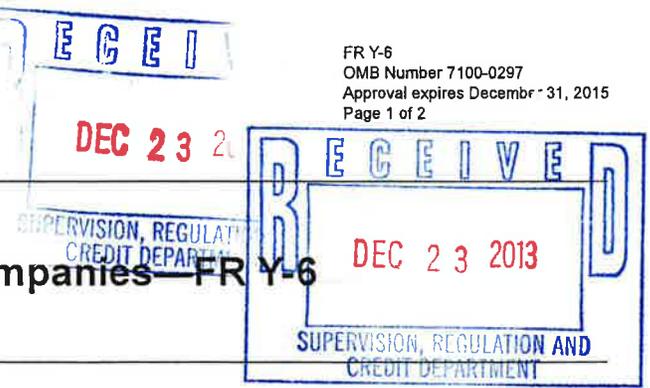


Board of Governors of the Federal Reserve System



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)); 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.

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

**September 30, 2013**

Month / Day / Year

I, Maurice H. Sullivan, Jr.

Reporter's Name, Street, and Mailing Address

Peoples Federal Bancshares, Inc.

Name of the Holding Company Director and Official

Chairman and Chief Executive Officer

Legal Title of Holding Company

435 Market Street

Title of the Holding Company Director and Official

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

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.

Brighton

MA

02135

City

State

Zip Code

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.

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Frederick Williams

Controller

Name

Title

617 779-5217

Area Code / Phone Number / Extension

617254-8950

Area Code / FAX Number

fwilliams@pfsb.com

E-mail Address

www.pfsb.com

Signature of Holding Company Director and Official

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

12/30/2013

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. \_\_\_\_\_

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.

### Peoples Federal Savings Bank

Legal Title of Subsidiary Holding Company

435 Market Street

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

Brighton MA 02135  
City State Zip Code

Physical location (if different from mailing address)

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)

### Peoples Funding Corporation

Legal Title of Subsidiary Holding Company

435 Market Street

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

Brighton MA 02135  
City State Zip Code

Physical location (if different from mailing address)

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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City State Zip Code

Physical location (if different from mailing address)

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)

## **Form FR Y-6**

**Peoples Federal Bancshares, Inc.  
Brighton, MA  
For the Fiscal Year Ending September 30, 2013**

### Report Item 1: Annual Report to Shareholders

The savings and loan holding company prepares an annual report for its security holders and is registered with the Securities Exchange Commission ("SEC"). Therefore, an enclosed copy is not required.

### Report Item 2a: Organizational Chart

See Exhibit A attached.

### Report Item 2b: Domestic Branch Listing

Domestic branch listing provided to the Federal Reserve Bank. See Branch Listing attached.

### Report Item 3: Securities Holders

See Exhibit B attached.

### Report Item 4: Insiders

See Exhibit C attached.

# Peoples

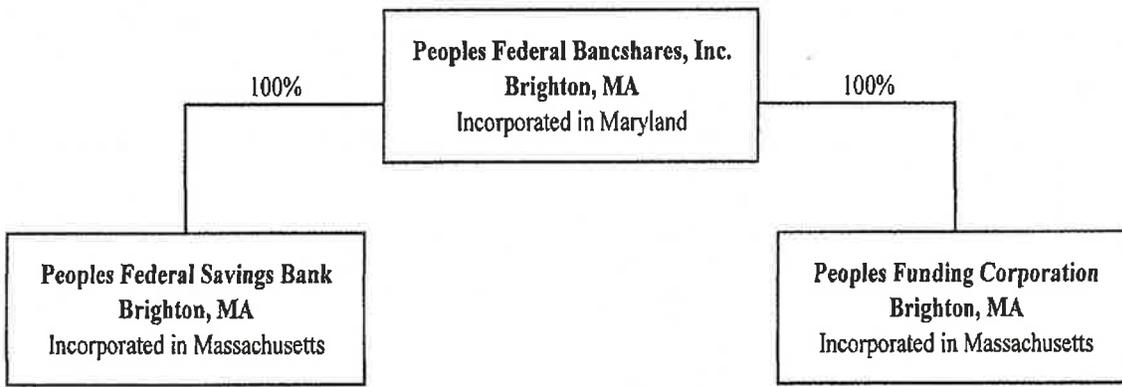
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**Federal Bancshares, Inc.**

**Form FR Y-6**

Fiscal Year Ending December 31, 2013

Item 2a. Organizational Chart



Form FR Y-6  
Peoples Federal Bancshares, Inc.  
Fiscal Year Ending September 30, 2013

**Report Item 2b: Domestic Branch Listing**

Results: A list of branches for your depository institution: PEOPLES FEDERAL SAVINGS BANK (ID\_RSSD: 991470)  
This depository institution is held by PEOPLES FEDERAL BANCSHARES, INC. (4183536) of BRIGHTON, MA  
The data are as of 09/30/2013. Data reflects information that was received and processed through 10/06/2013.

**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)	991470	PEOPLES FEDERAL SAVINGS BANK	435 MARKET ST	BRIGHTON	MA	02135	SUFFOLK	UNITED STATES	42695	0	PEOPLES FEDERAL SAVINGS BANK	991470	
OK		Full Service	4472418	ALLSTON BRANCH	229 NORTH HARVARD STREET	ALLSTON	MA	02134	SUFFOLK	UNITED STATES	277516	1	PEOPLES FEDERAL SAVINGS BANK	991470	
OK		Full Service	870678	BROOKLINE MAIN OFFICE	264 WASHINGTON STREET	BROOKLINE	MA	02445	NORFOLK	UNITED STATES	35225	5	PEOPLES FEDERAL SAVINGS BANK	991470	
OK		Full Service	4176592	JAMAICA PLAIN OFFICE BRANCH	725 CENTRE STREET	JAMAICA PLAIN	MA	02130	SUFFOLK	UNITED STATES	464602	4	PEOPLES FEDERAL SAVINGS BANK	991470	
OK		Full Service	4176659	NORWOOD OFFICE BRANCH	61 LENOX STREET	NORWOOD	MA	02062	NORFOLK	UNITED STATES	518128	6	PEOPLES FEDERAL SAVINGS BANK	991470	
OK		Full Service	4323828	WEST NEWTON BRANCH	991 WATERTOWN STREET	WEST NEWTON	MA	02465	MIDDLESEX	UNITED STATES	521975	7	PEOPLES FEDERAL SAVINGS BANK	991470	
OK		Full Service	4176677	WEST ROXBURY OFFICE BRANCH	1905 CENTRE STREET	WEST ROXBURY	MA	02132	SUFFOLK	UNITED STATES	277517	2	PEOPLES FEDERAL SAVINGS BANK	991470	

**Form FR Y-6**  
**Peoples Federal Bancshares, Inc.**  
**Fiscal Year Ending September 30, 2013**

**Report Item 3: Securities holders**  
 (1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending September 30, 2013				Securities holders 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 the fiscal year ending September 30, 2013			
(1)(a) Name, State, Country	(1)(b) Country or Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities		(2)(a) Name, State, Country	(2)(b) Country or Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities	
Peoples Federal Savings Bank Employees Stock Ownership Plan Brighton, MA, USA	USA	568,943	8.8%	Rutabega Capital Management Boston, MA USA	USA	440,137	6.6%
Peoples Federal Savings Bank Charitable Foundation Brighton, MA, USA	USA	529,000	8.2%				

Form FR Y-6  
Peoples Federal Bancshares, Inc.  
Fiscal Year Ending September 30, 2013

## Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(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 Business (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 of 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)
Myron Fox Brighton MA, USA	Attorney	Director	Director (Peoples Federal Savings Bank)	Proprietor Rollins, Rollins & Fox Newton, MA	*	None	None
William Giudice Brighton MA, USA	Manufacturer	Director	Director (Peoples Federal Savings Bank)	President and Chief Executive Officer Xikota Devices, Inc. Waltham, MA	*	None	None
John F. Reen, Jr. Brighton MA, USA	Funeral Director	Director	Director (Peoples Federal Savings Bank)	Owner Lehman, Reen and McNamara Funeral Home Brighton, MA	*	None	None
Maurice H. Sullivan, Jr. Brighton MA, USA	N/A	Chairman of the Board and Chief Executive Officer	Director (Peoples Federal Savings Bank)	N/A	1.3%	None	None
Thomas J. Leetch, Jr. Brighton MA, USA	N/A	Director, President and Chief Operating Officer	President and Chief Executive Officer (Peoples Federal Savings Bank)	N/A	1.1%	None	None
Vincent Mannering Brighton MA, USA	Retired	Director	Director (Peoples Federal Savings Bank)	N/A	*	None	None
Norman Posner Brighton MA, USA	CPA	Director	Director (Peoples Federal Savings Bank)	Managing Partner Samet & Company, P.C. Chestnut Hill, MA	*	None	None
Maurice H. Sullivan, III Brighton MA, USA	Attorney	Director	Director (Peoples Federal Savings Bank)	Partner Bingham McCutchen LLP Boston, MA	*	None	None
D. Randolph Berry Brighton MA, USA	Private Investor and Consulting Engineer	Director	Director (Peoples Federal Savings Bank)	N/A	1.6%	None	None

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Form FR Y-6  
Peoples Federal Bancshares, Inc.  
Fiscal Year Ending September 30, 2013

## 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, City, State, Country	Principal Occupation if other than with Holding Company	Title & Position with Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with other Business (include names of other businesses)	Percentage of Voting Shares in Holding Company	Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	List of 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)
Lee Ann Cote Brighton MA, USA	N/A	Director	Director (Peoples Federal Savings Bank)	N/A	*	None	None
Hugh Gallagher Brighton MA, USA	Real Estate Developer	Director	Director (Peoples Federal Savings Bank)	Owner Center Realty, Inc. Brighton, MA	*	None	None
Frederick Taw Brighton MA, USA	Restaurant Owner	Director	Director (Peoples Federal Savings Bank)	Owner Golden Temple Brookline, MA	*	None	None
James J. Gavin Brighton MA, USA	N/A	Executive Vice President	Executive Vice President, Chief Lending Officer and Chief Operating Officer (Peoples Federal Savings Bank)	N/A	*	None	None
Christopher Lake Brighton MA, USA	N/A	Senior Vice President and Chief Financial Officer	Senior Vice President and Chief Financial Officer (Peoples Federal Savings Bank)	N/A	*	None	None

\* = Percentage of voting securities owned is less than 1%.