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.

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.

M. Maurice H. Sullivan, Jr.
Name of the Holding Company Director and Official
Chairman and Chief Executive Officer
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
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.

Date of Report (top-tier holding company's fiscal year-end):
September 30, 2013
Month / Day / Year

Reporter’s Name, Street, and Mailing Address
Peoples Federal Bancshares, Inc.
435 Market Street
Brighton, MA 02135
City State Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:
Frederick Williams
Controller
Name Title

E-mail Address
www.pfsb.com

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:
☐ No

☐ 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.”

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain date in the required format and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

12/2012
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)


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)
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.
Item 2a. Organizational Chart

Peoples Federal Bancshares, Inc.
Brighton, MA
Incorporated in Maryland

Peoples Federal Savings Bank
Brighton, MA
Incorporated in Massachusetts

Peoples Funding Corporation
Brighton, MA
Incorporated in Massachusetts
Report Item 18 - Domestic Branch Listing

Issuer: Peoples Federal Bank

Note: All foreign branches (up to 10 branches) are shown; only foreign branches are shown after the 10th branch.


table

<table>
<thead>
<tr>
<th>Branch ID</th>
<th>Branch Type</th>
<th>Branch Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>BEC UNID Code</th>
<th>Office Number</th>
<th>Head Office</th>
<th>Head Office ID</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>ALLSTON BRANCH</td>
<td>657 MASSACHUSETTS</td>
<td>BOSTON</td>
<td>MA</td>
<td>02135</td>
<td>Suffolk</td>
<td>USA</td>
<td>42089</td>
<td>PEOPLES FEDERAL SAVINGS BANK</td>
<td>PEOPLES FEDERAL SAVINGS BANK</td>
<td>991410</td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>67 WASHINGTON ST</td>
<td>BROOKLINE</td>
<td>BROOKLINE</td>
<td>MA</td>
<td>02446</td>
<td>Norfolk</td>
<td>USA</td>
<td>275714</td>
<td>PEOPLES FEDERAL SAVINGS BANK</td>
<td>PEOPLES FEDERAL SAVINGS BANK</td>
<td>991410</td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>575 CENTRE STREET</td>
<td>JAMAICA PLAIN</td>
<td>JAMAICA PLAIN</td>
<td>MA</td>
<td>02130</td>
<td>Suffolk</td>
<td>USA</td>
<td>450682</td>
<td>PEOPLES FEDERAL SAVINGS BANK</td>
<td>PEOPLES FEDERAL SAVINGS BANK</td>
<td>991410</td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>4115555</td>
<td>NORWOOD OFFICE BRANCH</td>
<td>NORWOOD</td>
<td>MA</td>
<td>02062</td>
<td>Norfolk</td>
<td>USA</td>
<td>518120</td>
<td>PEOPLES FEDERAL SAVINGS BANK</td>
<td>PEOPLES FEDERAL SAVINGS BANK</td>
<td>991410</td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>841 WATERFORD STREET</td>
<td>WEST NEWTON</td>
<td>WEST NEWTON</td>
<td>MA</td>
<td>02465</td>
<td>Norfolk</td>
<td>USA</td>
<td>521979</td>
<td>PEOPLES FEDERAL SAVINGS BANK</td>
<td>PEOPLES FEDERAL SAVINGS BANK</td>
<td>991410</td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>4155555</td>
<td>WEST Roxbury Office Branch</td>
<td>WEST Roxbury</td>
<td>MA</td>
<td>02133</td>
<td>Suffolk</td>
<td>USA</td>
<td>275714</td>
<td>PEOPLES FEDERAL SAVINGS BANK</td>
<td>PEOPLES FEDERAL SAVINGS BANK</td>
<td>991410</td>
</tr>
</tbody>
</table>
Report Item 3: Securities holders
(1)(a)(b)(c) and (2)(a)(b)(c)

<table>
<thead>
<tr>
<th>Name, State, Country</th>
<th>Country or Citizenship or Incorporation</th>
<th>(1)(b)</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Peoples Federal Savings Bank</td>
<td>USA</td>
<td>568,943</td>
<td>8.8%</td>
</tr>
<tr>
<td>Employees Stock Ownership Plan Brighton, MA, USA</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Peoples Federal Savings Bank</td>
<td>USA</td>
<td>529,000</td>
<td>8.2%</td>
</tr>
<tr>
<td>Charitable Foundation Brighton, MA, USA</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Securities holders not listed in 3(10)(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

<table>
<thead>
<tr>
<th>Name, State, Country</th>
<th>Country or Citizenship or Incorporation</th>
<th>(2)(b) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Rutabega Capital Management Boston, MA, USA</td>
<td>USA</td>
<td>440,137</td>
</tr>
</tbody>
</table>
## Exhibit C

**Report Item 4: Insiders**

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

<table>
<thead>
<tr>
<th>Name, City, State, Country</th>
<th>Principal Occupation if other than with Holding Company</th>
<th>Title &amp; Position with Holding Company</th>
<th>Title &amp; Position with Subsidiaries (include names of subsidiaries)</th>
<th>Title &amp; Position with other Business (include names of other businesses)</th>
<th>Percentage of Voting Shares in Holding Company</th>
<th>Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)</th>
<th>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)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Myron Fox</td>
<td>Attorney</td>
<td>Director</td>
<td>Director (Peoples Federal Savings Bank)</td>
<td>Proprietor (Rollins, Rollins &amp; Fox Newton, MA)</td>
<td>*</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>William Guadice</td>
<td>Manufacturer</td>
<td>Director</td>
<td>Director (Peoples Federal Savings Bank)</td>
<td>President and Chief Executive Officer (Xikota Devices, Inc. Waltham, MA)</td>
<td>*</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>John F. Reen, Jr.</td>
<td>Funeral Director</td>
<td>Director</td>
<td>Director (Peoples Federal Savings Bank)</td>
<td>Owner (Lehman, Reen and McNamara Funeral Home Brighton, MA)</td>
<td>*</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Maurice H. Sullivan, Jr.</td>
<td>N/A</td>
<td>Chairman of the Board and Chief Executive Officer</td>
<td>Director (Peoples Federal Savings Bank)</td>
<td>N/A</td>
<td>1.3%</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Thomas J. Leetch, Jr.</td>
<td>N/A</td>
<td>Director, President and Chief Operating Officer</td>
<td>President and Chief Executive Officer (Peoples Federal Savings Bank)</td>
<td>N/A</td>
<td>1.1%</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Vincent Mannering</td>
<td>Retired</td>
<td>Director</td>
<td>Director (Peoples Federal Savings Bank)</td>
<td>N/A</td>
<td>*</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Norman Posner</td>
<td>CPA</td>
<td>Director</td>
<td>Director (Peoples Federal Savings Bank)</td>
<td>Managing Partner (Samet &amp; Company, P.C. Chestnut Hill, MA)</td>
<td>*</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Maurice H. Sullivan, III</td>
<td>Attorney</td>
<td>Director</td>
<td>Director (Peoples Federal Savings Bank)</td>
<td>Partner (Bingham McCutchen LLP Boston, MA)</td>
<td>*</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>D. Randolph Berry</td>
<td>Private Investor and Consulting Engineer</td>
<td>Director</td>
<td>Director (Peoples Federal Savings Bank)</td>
<td>N/A</td>
<td>1.6%</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Name, City, State, Country</td>
<td>Principal Occupation if other than with Holding Company</td>
<td>Title &amp; Position with Holding Company</td>
<td>Title &amp; Position with Subsidiaries (include names of other businesses)</td>
<td>Percentage of Voting Shares in Holding Company</td>
<td>Percentage of Voting Shares in Subsidiaries (include names of companies and percentage of voting securities held)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>---------------------------</td>
<td>--------------------------------------------------------</td>
<td>--------------------------------------</td>
<td>---------------------------------------------------------------</td>
<td>-----------------</td>
<td>---------------------------------------------------------------------------------</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Lee Ann Cote, Brighton, MA, USA</td>
<td>N/A</td>
<td>Director</td>
<td>Director (Peoples Federal Savings Bank)</td>
<td>N/A</td>
<td>None</td>
<td>None</td>
<td></td>
</tr>
<tr>
<td>Hugh Gallagher, Brighton, MA, USA</td>
<td>Real Estate Developer</td>
<td>Director</td>
<td>Director (Peoples Federal Savings Bank)</td>
<td>Owner Center Realty, Inc. Brighton, MA</td>
<td>*</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Frederick Taw, Brighton, MA, USA</td>
<td>Restaurant Owner</td>
<td>Director</td>
<td>Director (Peoples Federal Savings Bank)</td>
<td>Owner Golden Temple Brookline, MA</td>
<td>*</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>James J. Gavin, Brighton, MA, USA</td>
<td>N/A</td>
<td>Executive Vice President</td>
<td>Executive Vice President, Chief Lending Officer and Chief Operating Officer (Peoples Federal Savings Bank)</td>
<td>N/A</td>
<td>*</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Christopher Lake, Brighton, MA, USA</td>
<td>N/A</td>
<td>Senior Vice President and Chief Financial Officer</td>
<td>Senior Vice President and Chief Financial Officer (Peoples Federal Savings Bank)</td>
<td>N/A</td>
<td>*</td>
<td>None</td>
<td>None</td>
</tr>
</tbody>
</table>

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