

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):

December 31, 2013

Month / Day / Year

I, **Robert J. DiBella**

Name of the Holding Company Director and Official

EVP/Treasurer

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.

Reporter's Name, Street, and Mailing Address

Wakefield Bancorp MHC

Legal Title of Holding Company

357 Main Street/ PO Box 30

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

Wakefield

MA

01880

City

State

Zip Code

Physical location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Robert J. DiBella

EVP/Treasurer

Name

Title

781-224-5422

Area Code / Phone Number / Extension

781-224-5300

Area Code / FAX Number

rdibella@tsbawake24.com

E-mail Address

none

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

Signature of Holding Company Director and Official

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.

4466912

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.

Wakefield Bancorp Inc
Legal Title of Subsidiary Holding Company

357 Main Street/ PO Box 30
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

Wakefield MA 01880
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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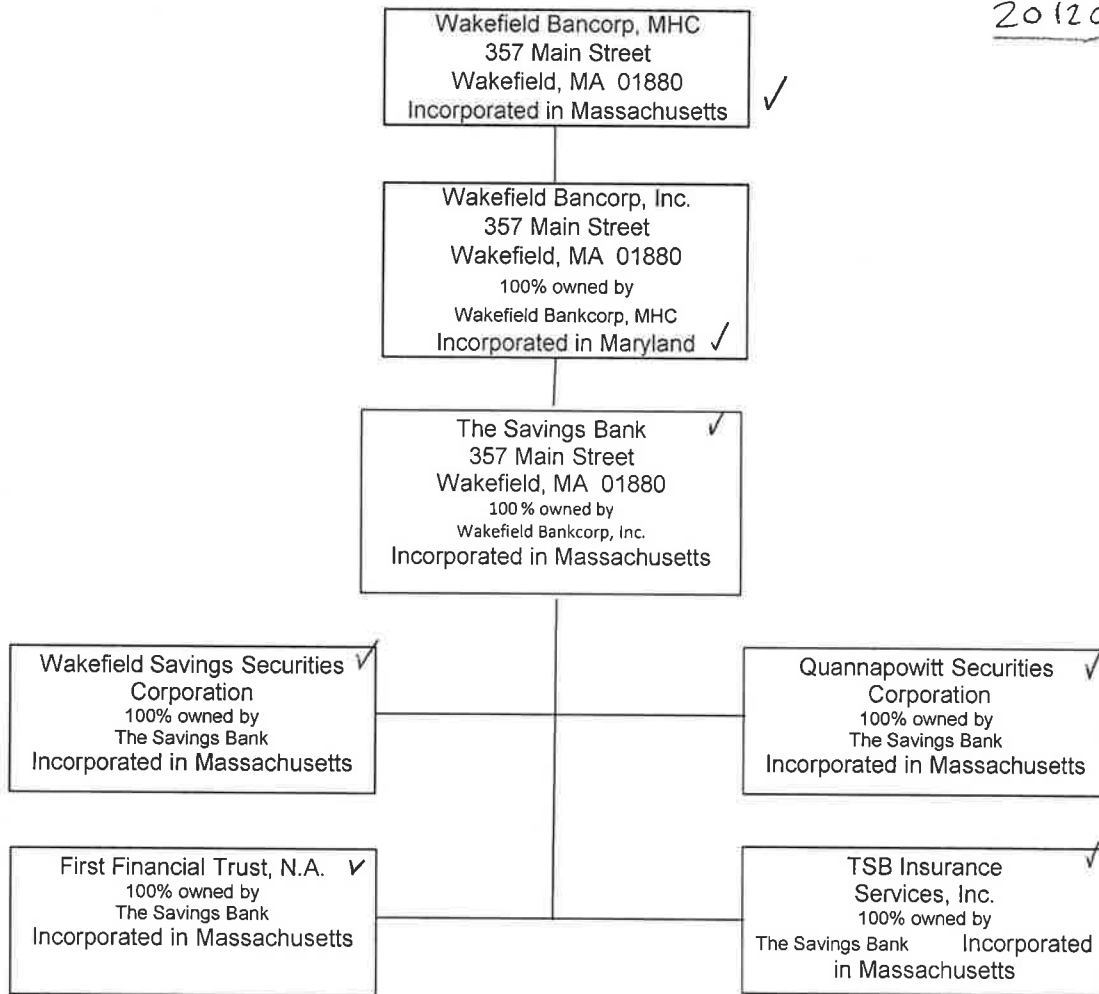
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Wakefield Bancorp MHC
Fiscal Year Ending December 31, 2013

List of Attachments

- Report Item 1. Not Applicable - Box checked on FR Y-6
- Report Item 2a. Organizational Chart
- Report Item 2b. Domestic Branch Listing
- Report Item 3. Securities Holders - Multi-tiered Holding Company Reports
- Report Item 4. Insiders - Multi-tiered Holding Company Reports

The Savings Bank Parent/Subsidiary Relationships 2013

20120101



Results: A list of branches for your holding company: WAKEFIELD BANCORP MHC (4466912) of WAKEFIELD, MA. The data are as of 1/23/2013. Data reflects information that was received and processed through 01/07/2014.

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)	711801		SAVINGS BANK, THE	357 MAIN STREET	WAKEFIELD	MA	01880	MIDDLESEX	UNITED STATES	17880		0		711801	
OK		Full Service	898808		GREENWOOD BRANCH	907 MAIN ST	WAKEFIELD	MA	01880	MIDDLESEX	UNITED STATES	291511		1		711801	
OK		Full Service	959500		COLONIAL SHOPPING CENTER BRANCH	584 MAIN ST	LYNNFIELD	MA	01940	ESSEX	UNITED STATES	291512		2		711801	
OK		Full Service	961307		LAKEVIEW BRANCH	599 NORTH AVENUE	WAKEFIELD	MA	01880	MIDDLESEX	UNITED STATES	291513		3		711801	
Change		Full Service	960805		1ST EDUCATIONAL SAVINGS BRANCH	60 FARM STREET	WAKEFIELD	MA	01880	MIDDLESEX	UNITED STATES	291514		4		711801	
OK		Full Service	253636		ANDOVER BRANCH	84 MAIN STREET	ANDOVER	MA	01810	ESSEX	UNITED STATES	291516		5		711801	
OK		Full Service	292534		SUMNER STREET BRANCH	1105 SUMNER STREET	WAKEFIELD	MA	01940	ESSEX	UNITED STATES	357168		7		711801	
Add	3/21/2005	Full Service			METHUEN BRANCH	117 BURHAM ROAD	METHUEN	MA	01840	ESSEX	UNITED STATES			8		711801	
OK		Full Service	337527		NORTH READING BRANCH	6 WASHINGTON STREET	NORTH READING	MA	01860	MIDDLESEX	UNITED STATES	440414		9		711801	

61844
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Report Item 3: Securities Holders

Not Applicable

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Report Item 3: Securities Holders

Not Applicable

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Report Item 4: Insiders

Name, City, State, Country	Principal Occupation if other than with Holding Company	Title & Position with Holding Company	Title & Position with Subsidiaries	Title & Position with other Businesses	Percentage of Voting Shares in Holding Company	Percentage of Voting Shares in Subsidiaries	List names of other companies if 25% or more of voting securities are held
Brian McCoubrey Wakefield, MA USA	President & CEO of The Savings Bank	President & CEO	President & CEO: The Savings Bank President: TSBIS		None	None	N/A
Robert DiBella Framingham, MA USA	EVP and COO of The Savings Bank	EVP, CFO, Treasurer and Clerk	EVP & COO: The Savings Bank & Treasurer: FFT Treasurer & Clerk: TSBIS		None	None	N/A
Michael Barrett Wakefield, MA USA	Real Estate Broker	Director	Director: The Savings Bank, FFT, TSBIS	Broker Associate Christopher J. Barrett Realtors	None	None	N/A
Glenn Dolbeare Lynnfield, MA USA	Publisher	Director	Director: The Savings Bank	President Wakefield Item Company	None	None	33%
Anthony Gallugi Swampscott, MA USA	Industrial Sales Representative	Director	Director: The Savings Bank		None	None	N/A
Scott Garrant Wilmington, MA USA	Attorney	Director	Director: The Savings Bank		None	None	N/A
Carolyn Ogren Middleton, MA USA	Childbirth Advisor	Director	Director: The Savings Bank	Director Childbirth Education of the North Shore	None	None	N/A

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Report Item 4: Insiders

Name, City, State, Country	Principal Occupation if other than with Holding Company	Title & Position with Holding Company	Title & Position with Subsidiaries	Title & Position with other Businesses	Percentage of Voting Shares in Holding Company	Percentage of Voting Shares in Subsidiaries	List names of other companies if 25% or more of voting securities are held
Susan O'Neill MA USA	Insurance Adjuster Office Manager	Director	Clerk, Director: The Savings Bank		None	None	N/A
Karen Sawyer MA USA	Director of Community Development & Planning	Director	Director: The Savings Bank	Director of Community Development & Planning City of Peabody	None	None	N/A
A. David Rodham Middleton, MA USA	Retired	Director	Director: The Savings Bank, FFT		None	None	N/A
Daniel Sherman Wakfield, MA USA	Actuary	Director	Director: The Savings Bank	CEO Sherman Actuarial Services LLC	None	None	100%
Mark Simeola MA USA	Attorney	Director	Director: The Savings Bank, FFT	Attorney Simeola & Simeola PC	None	None	100%
John Spinello MA USA	Insurance Agent	Director	Director: The Savings Bank, FFT, TSBS	Vice President Chas. F. Hartshorne & Son, Inc	None	None	N/A

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Report Item 4: Insiders

Name, City, State, Country	Principal Occupation if other than with Holding Company	Title & Position with Holding Company	Title & Position with Subsidiaries	Title & Position with other Businesses	Percentage of Voting Shares in Holding Company	Percentage of Voting Shares in Subsidiaries	List names of other companies if 25% or more of voting securities are held
Brian McCoubrey Wakefield, MA USA	President & CEO of The Savings Bank	President & CEO	President & CEO: The Savings Bank President: TSBIS		None	None	N/A
Robert DiBella Framingham, MA USA	EVP and COO of The Savings Bank	EVP, CFO, Treasurer and Secretary	EVP & COO: The Savings Bank & Treasurer: FFT Treasurer & Clerk: TSBIS	Secretary	None	None	N/A
Michael Barrett Wakefield, MA USA	Real Estate Broker	Director	Director: The Savings Bank, FFT, TSBIS	Broker Associate Christopher J. Barrett Realtors	None	None	N/A
Glenn Dolbear Lynnfield, MA USA	Publisher	Director	Director: The Savings Bank	President Wakefield Item Company	None	None	33%
Anthony Gallugi Swampscott, MA USA	Industrial Sales Representative	Director	Director: The Savings Bank		None	None	N/A
Scott Garratt Wilmington, MA USA	Attorney	Director	Director: The Savings Bank		None	None	N/A
Carolyn Ogren Middleton, MA USA	Childbirth Advisor	Director	Director: The Savings Bank	Director Childbirth Education of the North Shore	None	None	N/A

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Susan O'Neill MA USA	Insurance Adjuster Office Manager	Director	Clerk, Director: The Savings Bank		None	None	N/A
Karen Sawyer Andover, MA USA	Director of Community Development & Planning	Director	Director: The Savings Bank	Director of Community Development & Planning City of Peabody	None	None	N/A
A. David Rodham Middleton, MA USA	Retired	Director	Director: The Savings Bank, FFT		None	None	N/A
Daniel Sherman Wakfield, MA USA	Actuary	Director	Director: The Savings Bank	CEO Sherman Actuarial Services LLC	None	None	100%
Mark Simeola Melrose, MA USA	Attorney	Director	Director: The Savings Bank, FFT	Attorney Simeola & Simeola PC	None	None	100%
John Spinello Rowley, MA USA	Insurance Agent	Director	Director: The Savings Bank, FFT, TSBIS	Vice President Chas. F. Hartshorne & Son, Inc	None	None	N/A