

Board of Governors of the Federal Reserve System

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Annual Report of Holding Companies—FR Y-6

Supervision, Regulation and
 Credit Department

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, James C. Hagan ✓

Reporter's Name, Street, and Mailing Address

Westfield Financial, Inc.

Legal Title of Holding Company

141 Elm Street

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

Westfield

MA

01085

City

State

Zip Code

Name of the Holding Company Director and Official

Chief Executive Officer and Director

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.

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:

Jessica Vazquez

Senior Staff Accountant

Name

Title

413-572-6117

Area Code / Phone Number / Extension

413-562-8292

Area Code / FAX Number

jvazquez@westfieldbank.com

E-mail Address

www.westfieldbank.com

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

Signature of Holding Company Director and Official

05/07/2014

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

3866382

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

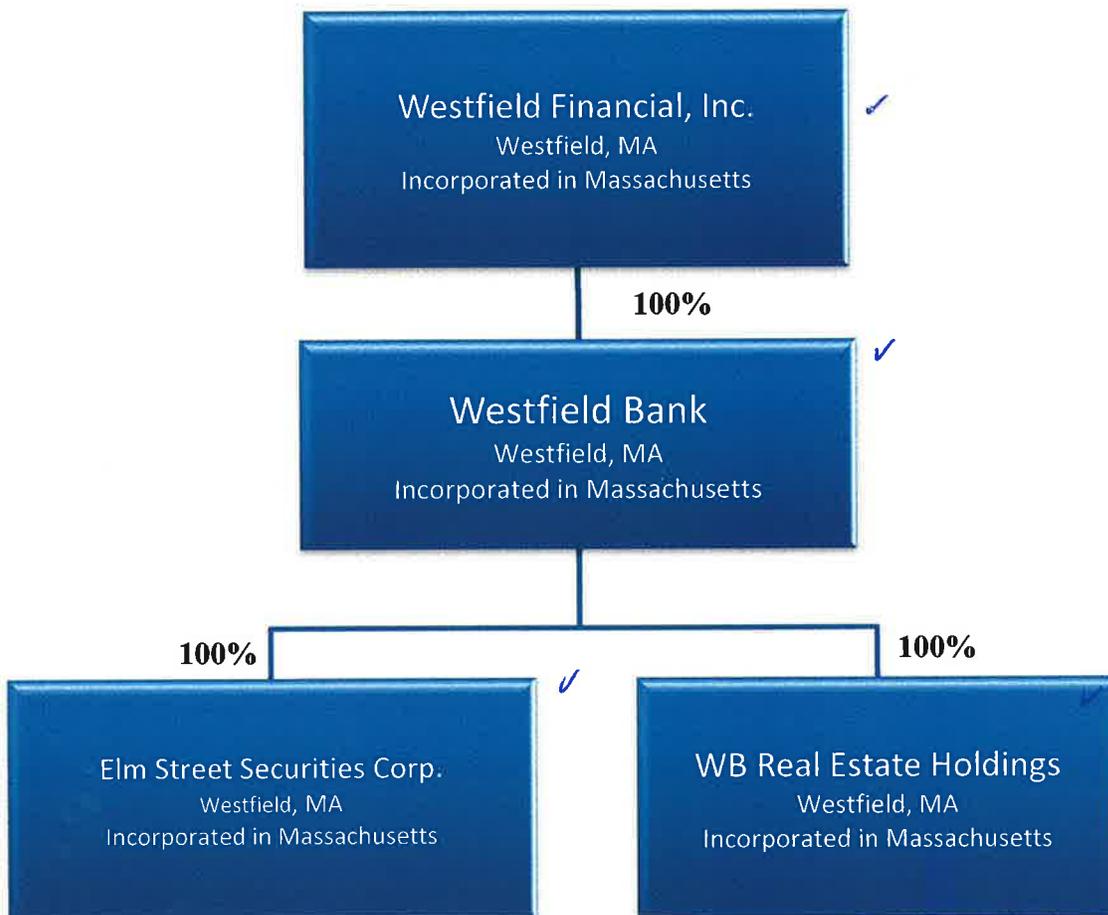
Form FR Y-6

**Westfield Financial, Inc.
Westfield, Massachusetts
Fiscal Year Ending December 31, 2013**

Report Item

1: The bank holding company prepares an annual report for its shareholders. The annual report is filed with the SEC.

2(a): Organizational Chart



2(b): Branch Verification

Submitted via email on May 6, 2014.

Results: A list of branches for your depository institution: WESTFIELD BANK (ID: RSSD: 892205). This depository institution is held by WESTFIELD FINANCIAL INC. (3866382) of WESTFIELD, MA. The data are as of 03/31/2014. Data reflects information that was received and processed through 04/07/2014.

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)	892205	WESTFIELD BANK	141 ELM ST	WESTFIELD	MA	01085	HAMPDEN	UNITED STATES		17889	0	WESTFIELD BANK	892205	
OK		Full Service	4519818	GRANBY CT BRANCH	10 HARTFORD AVENUE	GRANBY	CT	06035	HARTFORD	UNITED STATES		540036	13	WESTFIELD BANK	892205	
OK		Full Service	804703	AGAVAM BRANCH	655 MAIN ST	AGAVAM	MA	01001	HAMPDEN	UNITED STATES		291541	3	WESTFIELD BANK	892205	
OK		Full Service	2556613	EAST LONGMEADOW BRANCH	382 NORTH MAIN STREET	EAST LONGMEADOW	MA	01028	HAMPDEN	UNITED STATES		291544	6	WESTFIELD BANK	892205	
OK		Full Service	4445382	FEEDING HILLS BRANCH	241 SOUTH WESTFIELD STREET	FEEDING HILLS	MA	01030	HAMPDEN	UNITED STATES		512916	11	WESTFIELD BANK	892205	
OK		Full Service	3060986	HOLYOKE BRANCH	1642 NORTHHAMPTON STREET	HOLYOKE	MA	01040	HAMPDEN	UNITED STATES		360797	9	WESTFIELD BANK	892205	
OK		Full Service	2312556	SOUTHWICK BRANCH	462 COLLEGE HWY	SOUTHWICK	MA	01072	HAMPDEN	UNITED STATES		291543	5	WESTFIELD BANK	892205	
OK		Full Service	2839071	TOWER SQUARE BRANCH	1500 MAIN STREET	SPRINGFIELD	MA	01103	HAMPDEN	UNITED STATES		291545	7	WESTFIELD BANK	892205	
OK		Full Service	805205	WEST SPRINGFIELD BRANCH	206 PARK ST	WEST SPRINGFIELD	MA	01089	HAMPDEN	UNITED STATES		291540	2	WESTFIELD BANK	892205	
OK		Full Service	803108	ARNOLD STREET BRANCH	26 ARNOLD ST	WESTFIELD	MA	01085	HAMPDEN	UNITED STATES		291539	1	WESTFIELD BANK	892205	
OK		Full Service	4176396	EAST MAIN STREET BRANCH	560 EAST MAIN STREET	WESTFIELD	MA	01085	HAMPDEN	UNITED STATES		496121	10	WESTFIELD BANK	892205	
OK		Full Service	1176612	SOUTHAMPTON ROAD BRANCH	300 SOUTHAMPTON RD	WESTFIELD	MA	01085	HAMPDEN	UNITED STATES		291542	4	WESTFIELD BANK	892205	
CHANGE		Electronic Banking	4503237	WWW.WESTFIELD.COM BRANCH	141 ELM STREET	WESTFIELD	MA	01085	HAMPDEN	UNITED STATES		522176	12	WESTFIELD BANK	892205	

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Westfield Financial, Inc.
Fiscal Year Ending December 31, 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 12-31-2013

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 12-31-2013

(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Employee Stock Ownership Trust of Westfield Financial, Inc. * First Bankers Trust Services, Inc.—Trustee Westfield, MA, USA	USA	1,863,912 – 9.4% Common Stock	The Vanguard Group Malvern, PA, USA	USA	1,247,488 – 5.66% Common Stock
Blackrock, Inc. New York, NY, USA	USA	1,755,220 – 8.8% Common Stock			
Dimensional Fund Advisors LP Austin, TX, USA	USA	1,515,354 – 7.6% Common Stock			

*Voting provisions attached.

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Westfield Financial, Inc.
Fiscal Year Ending December 31, 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 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 shares held)
James C. Hagan Westfield, MA, USA	N/A	President and Chief Executive Officer	President and Chief Executive Officer (Westfield Bank)	N/A	0.77%	N/A	N/A
Donald A. Williams S. Deerfield, MA, USA	N/A	Chairman and former Chief Executive Officer	Chairman and former Chief Executive Officer (Westfield Bank)	N/A	1.08%	N/A	N/A
Allen J. Miles, III Longmeadow, MA, USA	N/A	Executive Vice President and Chief Lending Officer	Executive Vice President and Chief Lending Officer (Westfield Bank)	N/A	0.20%	N/A	N/A
Leo R. Sagan, Jr. Southwick, MA, USA	N/A	Chief Financial Officer and Treasurer	Chief Financial Officer and Treasurer (Westfield Bank)	N/A	0.30%	N/A	N/A
Gerald P. Ciejka Westfield, MA, USA	N/A	Vice President and General Council	Vice President and General Council (Westfield Bank)	N/A	0.19%	N/A	N/A
Louis O. Gorman Southampton, MA, USA	N/A	Vice President- Credit Administration and Chief Credit Officer	Vice President- Credit Administration and Chief Credit Officer (Westfield Bank)	N/A	0.14%	N/A	N/A
David C. Colton, Jr. Westfield, MA, USA	Retired	Retired	Retired	Retired	0.14%	N/A	N/A
Robert T. Crowley, Jr. Westfield, MA, USA	Retired	Director	Director	Director- Westfield, MA District Treasurer and Director- Westfield Community Development Corp. Westfield, MA	0.35%	N/A	N/A

(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 shares held)
Donna J. Damon Southwick, MA, USA	Executive Officer, President and Owner	Director	Director	President and owner- New England Concrete Cutting, Inc. Executive Officer- Witch Equipment of New England, Inc Executive Officer- Witch Enterprises, Inc. Agawam, MA President and owner- Chemi-Graphic, Inc. Ludlow, MA	0.07%	N/A	Witch Equipment of New England, Inc. and Witch Enterprises (50%)
Paul R. Pohl Longmeadow, MA, USA	Owner and President	Director	Director	President and owner- Chemi-Graphic, Inc. Ludlow, MA	0.48%	N/A	Chemi-Graphic, Inc. (100%)
Steven G. Richter Southwick, MA, USA	Owner, Operator and President	Director	Director	President and owner- Micro Test Laboratories, Inc. Westfield, MA	0.11%	N/A	Micro Test Laboratories, Inc. (100%)
Christos A. Tapases Westfield, MA USA	Principal	Director	Director	Principal- Corbin & Tapases P. C. Westfield, MA	0.02%	N/A	Corbin & Tapases P. C. (50%)
Philip R. Smith Southwick, MA, USA	Law Partner	Director and former Treasurer	Director	Partner- Bacon & Wilson, P.C. Springfield, MA	0.01%	N/A	N/A
Charles E. Sullivan W. Springfield, MA, USA	Retired	Director	Director	N/A	0.50%	N/A	N/A
Kevin M. Sweeney East Longmeadow, MA USA	Principal	Director	Director	Principal- Sweeney Strategic Consulting	0.02%	N/A	N/A