

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.

I, Robert J. Paulhus, JR

Name of the Holding Company Director and Official
Director/CEO/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]
Signature of Holding Company Director and Official

Date of Signature 1/24/15

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 3195756
C.I. _____

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2014

Month / Day / Year

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address
Clinton Financial Services, MHC

Legal Title of Holding Company

200 Church St

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

Clinton MA 01510
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Sheila Azorandia VP Comptroller

Name Title

9783653450

Area Code / Phone Number / Extension

9783658921

Area Code / FAX Number

sazorandia@clintonsaving.com

E-mail Address

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.

Wachusett Financial Services, Inc
 Legal Title of Subsidiary Holding Company
 200 Church Street
 (Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
 Clinton MA 01510
 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)

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)

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)

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)

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)

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)

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
Clinton Financial Services, MHC
31-Dec-14

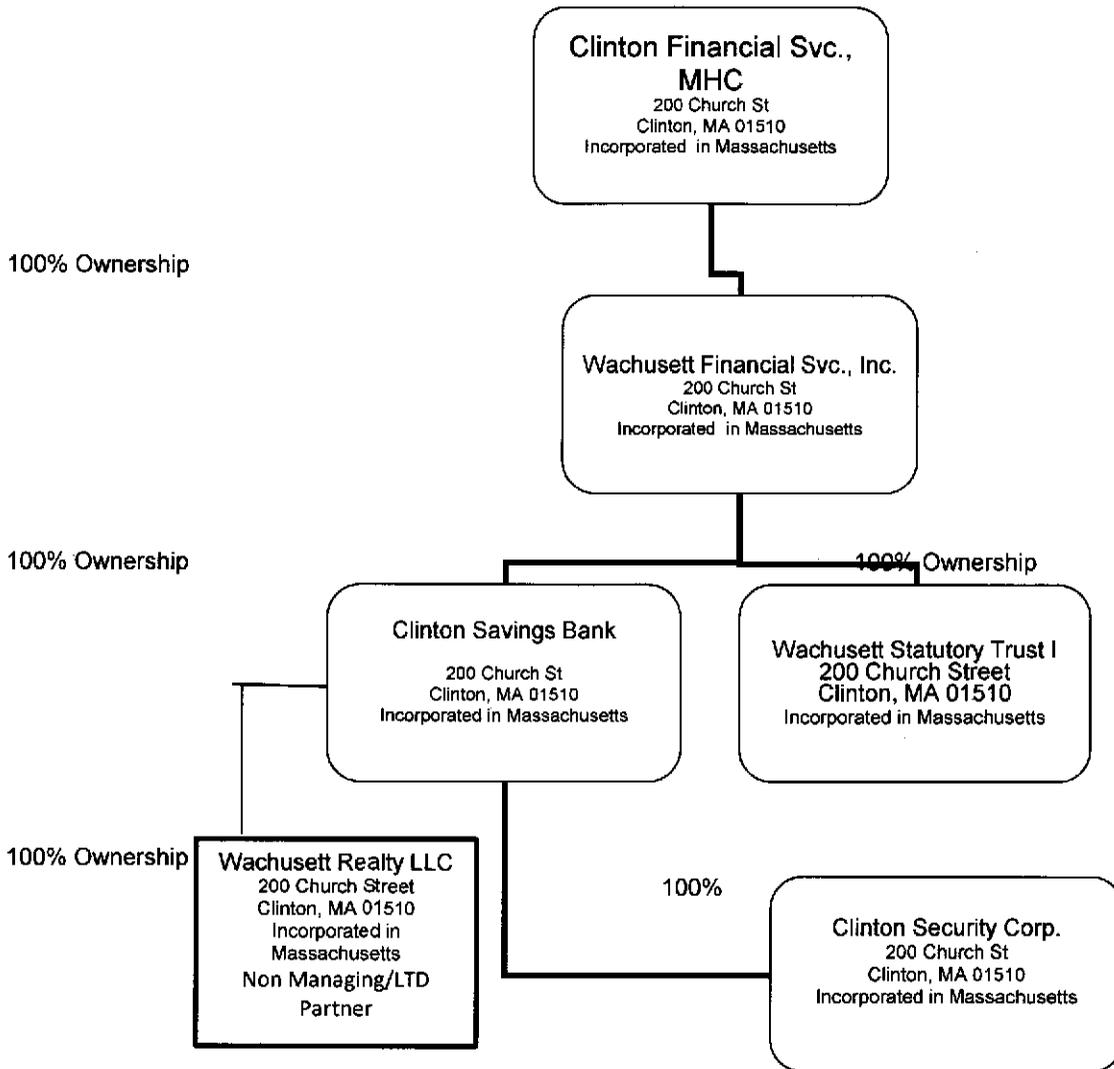
Report Item 4: Directors and Officers

(1) Name & Address	(2) Occupation Other Than MHC	(3)(a) Title & Position MHC	(3)(b) Title & Position Subsidiaries	(3)(c) Title & Position Other Businesses	(4)(a) % of Voting Shares in MHC	(4)(b) % of Voting Shares in Subsidiaries	(4)(c) Names of other Companies with 25% or more voting
Robert J Paulhus, Jr Ashland, MA 01721		President	President	N/A	N/A	N/A	N/A
William O'Neil, Jr. Lancaster, MA 01523	Attorney Philbin Law Offices	Director Chairman	Director	Partner	N/A	N/A	Philbin Law Offices
Robert M. Farragher Clinton, MA 01510	Tax Preparer Farragher & Henebry	Director & Vice Chairman	Director & Vice Chairman	Partner	N/A	N/A	Farragher & Henebry
Paul B. Cherubini Clinton, MA 01510	Manufacturing Dunn & Co.	Director	Director	Controller	N/A	N/A	N/A
John Hogan Clinton, MA 01510	Reactor RE/Max	Director	Director	Agent	N/A	N/A	N/A
Barbara E. King Clinton, MA 01510	Tax Preparer BDO Seidman	Director	Director	Sr Tax Manager	N/A	N/A	N/A
John F. Killoyne Sterling, MA 01564	Accountant Solar & Killoyne, CPA	Director	Director	Partner	N/A	N/A	Solar & Killoyne, CPA
David E. Ross Clinton, MA 01510	Land Surveyor David E. Ross Assoc.	Director	Director	Owner	N/A	N/A	David E. Ross Assoc.
Maureen Quill Clinton, MA 01510	Insurance Fitzgerald & Quill Ins.	Director	Director	Partner	N/A	N/A	Fitzgerald & Quill Ins.
Stanley Starr Lancaster, MA 01523	Financial Svc Starr Investment Svc, Inc	Director	Director	Owner	N/A	N/A	Starr Investment Svc, Inc
Timothy H. Wheeler Berlin, MA 01503	Farming Indian Head Farms	Director	Director	Owner	N/A	N/A	Indian Head Farms

*Sent
revised*

1. a. The Clinton Financial Service, MHC is not required to prepare 10k with the SEC.
- b. Clinton Financial Service, MHC does not prepare an annual report for its shareholders.

2. Organizational Chart



3. Clinton Financial Service, MHC is not publically held therefore, no shareholders.

Report: A list of branches for your holding company: CLINTON FINANCIAL SERVICES, NHC (3195756) of CLINTON, MA. The data are as of 12/31/2014. Data reflects information that was received and processed through 01/07/2015.

Reconciliation and Verification Issues

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 used or closed, enter 'Close' in the Data Action column and the date in the Effective Date column.
 Delete: If a branch listed was never opened 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 file, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Process

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-30 reporting requirements, you must also submit FR Y-30 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add. The FR Y-30 report may be submitted in a hardcopy format or via the FR Y-30 Online application - <https://y30online.federalreserve.gov>.

* FDIC NUMBER, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Branch ID	Branch Service Type	Branch Name	Street Address	City	State	Zip Code	Country	FDIC NUMBER*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK	Full Service (Head Office)	179700 CLINTON SAVINGS BANK	320 CENTRAL STREET	CLINTON	MA	01510	WORCESTER	17772	0	CLINTON SAVINGS BANK	179700	
OK	Full Service	897500 BERLIN BRANCH	35 CENTRAL STREET	BERLIN	MA	01503	WORCESTER	291066	3	CLINTON SAVINGS BANK	179700	
OK	Full Service	855901 BOLTON BRANCH	543 MAIN STREET	BOLTON	MA	01740	WORCESTER	291066	4	CLINTON SAVINGS BANK	179700	
OK	Full Service	1352499 NASTICBA EDUCATIONAL BRANCH	593 GREAT ROAD	BOLTON	MA	01740	WORCESTER	291070	5	CLINTON SAVINGS BANK	179700	
OK	Full Service	3739202 BOLTON BRANCH	61 SHREVEBURY STREET	BOLTON	MA	01505	WORCESTER	445277	7	CLINTON SAVINGS BANK	179700	
Add	212/2014 Full Service	TAHANAO REGIONAL HS EDUCATIONAL BRANCH	715 MAIN ST	BOLTON	MA	1908	WORCESTER		8	CLINTON SAVINGS BANK	179700	
OK	Full Service	246803 STEWING BRANCH	ONE MAIN STREET	STEWING	MA	01584	WORCESTER	291067	3	CLINTON SAVINGS BANK	179700	
OK	Full Service	2847716 WEST BOLTON STREET BRANCH	290 WEST BOLTON STREET	WEST BOLTON	MA	01583	WORCESTER	357480	6	CLINTON SAVINGS BANK	179700	

