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.

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.

David E. Wallace
Name of the Holding Company Director and Official
Director, President and CEO
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
03/09/2015

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
RSSED ID 4H828349
C.I. ________

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

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

Reporter's Name, Street, and Mailing Address
Lowell Five Bancorp, MHC
One Merrimack Plaza
(Mailing Address of the Holding Company) Street / P.O. Box
Lowell MA 01852
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Alison E. Kalman
Senior Vice President

Name Title
978-441-6404
Area Code / Phone Number / Extension
978-441-6457
Area Code / Fax Number
akalman@lowellfive.com
E-mail Address
lowellfive.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 data in the required form 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, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

10/2014
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.

<table>
<thead>
<tr>
<th>Company Name</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lowell Five Bancorp, Inc.</td>
<td>Lowell</td>
<td>MA</td>
<td>01852</td>
</tr>
<tr>
<td>One Merrimack Plaza</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
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</tbody>
</table>

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</table>

12/2012
Lowell Five Bancorp, MHC
A Mutual Holding Company, owns 100% of the stock of Lowell Five Bancorp, Inc.

Lowell Five Bancorp, Inc.
A mid-tier, wholly-owned Stock Corporation, owns 100% of the stock of The Lowell Five Cent Savings Bank.

The Lowell Five Cent Savings Bank
A wholly-owned Savings Bank in Stock Form.

Lowell Securities Corporation
A wholly-owned subsidiary of The Lowell Five Cent Savings Bank operating as a Massachusetts securities corporation. There are no loans to third parties.

Merrimack Properties
A wholly-owned subsidiary of The Lowell Five Cent Savings Bank holding certain real property under lease. There is no direct or indirect extensions of credit to this affiliate. There are no loans to third parties.

Merrimack Industries
A wholly-owned subsidiary of Merrimack Properties holding an investment in Northeast Retirement Association. There is no direct or indirect extensions of credit to this affiliate. There are no loans to third parties.

Lakeview Investment
A wholly-owned subsidiary of The Lowell Five Cent Savings Bank holding certain real property under lease. There is no direct or indirect extensions of credit to this affiliate. There are no loans to third parties.
Report Item 3: Securities holders
(1)(a)(b)(c) and (2)(a)(b)(c)

<table>
<thead>
<tr>
<th>(1)(b) Country of Citizenship or Incorporation</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1)(a) Name, City, State, Country</td>
<td>(1)(a) Name, City, State, Country</td>
</tr>
</tbody>
</table>

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.

No shares outstanding - 100% wholly owned by Lowell Five Bancorp, MHC.
Report Item 3: Securities holders
(1)(a)(b)(c) and (2)(a)(b)(c)

<table>
<thead>
<tr>
<th>Current securities holders with ownership, control, or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2013.</th>
<th>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.</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1)(b) Country of Citizenship or State, Country</td>
<td>(1)(b) Country of Citizenship or State, Country</td>
</tr>
<tr>
<td>(1)(a) Name, City, Citizenship or State, Country</td>
<td>(1)(a) Name, City, Citizenship or State, Country</td>
</tr>
<tr>
<td>Incorporation</td>
<td>Incorporation</td>
</tr>
<tr>
<td>(1)(c) Number and Percentage of Each Class of Voting Securities</td>
<td>(1)(c) Number and Percentage of Each Class of Voting Securities</td>
</tr>
</tbody>
</table>

No shares outstanding - 100% wholly owned by Lowell Five Bancorp, Inc.
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>(2) Principal Occupation if other than with Bank Holding Company</th>
<th>(3)(a) Title &amp; Position with Bank Holding Company</th>
<th>(3)(b) Title &amp; Position with Subsidiaries</th>
<th>(3)(c) Title &amp; Position w/other Businesses</th>
<th>(4)(a) Percentage of Voting Shares in Bank Holding Company</th>
<th>(4)(b) Percentage of Voting Shares in Subsidiaries</th>
<th>(4)(c) List names of other companies if 25% or more of voting securities are held</th>
</tr>
</thead>
<tbody>
<tr>
<td>Robert A. Caruso, North Hampton, NH, USA</td>
<td>Chairman of the Board</td>
<td>Chairman of the Board &amp; Director, TLFCSB*</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td></td>
</tr>
<tr>
<td>James A. Cassin, Lowell, MA, USA</td>
<td>Retired school superintendent Director</td>
<td>Director, TLFCSB*</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td></td>
</tr>
<tr>
<td>Tracey W. Cody, N. Chelmsford, MA, USA</td>
<td>School teacher Director</td>
<td>Director, TLFCSB*</td>
<td>School teacher - Town of Chelmsford</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td></td>
</tr>
<tr>
<td>James G. Cullen, N. Chelmsford, MA, USA</td>
<td>Accountant Director</td>
<td>Director, TLFCSB*</td>
<td>Owner - James G. Cullen, CPA</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td></td>
</tr>
<tr>
<td>Robert A. Donovan, New London, NH</td>
<td>Retired hospital CEO Director</td>
<td>Director, TLFCSB*</td>
<td>Owner - Flood Law Office, P.C.</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
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</tr>
<tr>
<td>James W. Flood, Lowell, MA, USA</td>
<td>Attorney Director</td>
<td>Director and Clerk TLFCSB*</td>
<td>Partner - Gilet Bro.'s, The Mill</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
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</tr>
<tr>
<td>William Gilet, N. Chelmsford, MA, USA</td>
<td>Real Estate Management Director</td>
<td>Director, TLFCSB*</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
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</tr>
<tr>
<td>Paul F. Gleason, Chelmsford, MA, USA</td>
<td>Retired Insurance broker Director</td>
<td>Director, TLFCSB*</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
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</tr>
<tr>
<td>Name</td>
<td>Designation</td>
<td>Position</td>
<td>Owner/Title</td>
<td>Contact Information</td>
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<tr>
<td>James A. Hall</td>
<td>Attorney</td>
<td>Director</td>
<td>Director and Corporate Counsel, TLFCSB*</td>
<td>n/a</td>
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<tr>
<td>Lowell, MA, USA</td>
<td></td>
<td></td>
<td>Owner -- Qua, Hall, Harvey &amp; Walsh</td>
<td>n/a</td>
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<tr>
<td>Amy J. Hoey</td>
<td>Hospital Administration</td>
<td>Director</td>
<td>Director, TLFCSB*</td>
<td>n/a</td>
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<tr>
<td>Groton, MA, USA</td>
<td></td>
<td></td>
<td>Lowell General Hospital EVP &amp; COO</td>
<td>n/a</td>
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<tr>
<td>Alison E. Kalman</td>
<td>Secretary</td>
<td>Secretary</td>
<td>Secretary, Lowell five Bancorp, Inc. and SVP, TLFCSB*</td>
<td>n/a</td>
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<tr>
<td>Nashua, NH, USA</td>
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<td>n/a</td>
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<tr>
<td>A. Justin McCarthy</td>
<td>Attorney</td>
<td>Director</td>
<td>Director, TLFCSB*</td>
<td>n/a</td>
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<tr>
<td>Westford, MA, USA</td>
<td></td>
<td></td>
<td>Owner -- The Law Office of A. Justin McCarthy, P.C.</td>
<td>n/a</td>
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<tr>
<td>Dennis McHugh</td>
<td>Attorney</td>
<td>Director</td>
<td>Director, TLFCSB*</td>
<td>n/a</td>
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<tr>
<td>Chelmsford, MA, USA</td>
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<td></td>
<td>Owner - Law Office of Dennis E. McHugh</td>
<td>n/a</td>
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<tr>
<td>Michael S. Reilly</td>
<td>Insurance sales</td>
<td>Director</td>
<td>President -- Fred C. Church</td>
<td>n/a</td>
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<tr>
<td>Andover, MA, USA</td>
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<td>n/a</td>
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</tr>
<tr>
<td>James C. Shannon, III</td>
<td>Accountant</td>
<td>Director</td>
<td>Director, TLFCSB*</td>
<td>n/a</td>
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<td></td>
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<tr>
<td>N. Chelmsford, MA, USA</td>
<td></td>
<td></td>
<td>Owner -- Shannon &amp; Associates, CPA's</td>
<td>n/a</td>
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</tr>
<tr>
<td>Jay K. Stephens</td>
<td>CFO &amp; Treasurer</td>
<td>Chief Financial Officer &amp; Treasurer, TLFCSB*</td>
<td></td>
<td>n/a</td>
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<tr>
<td>N. Andover, MA, USA</td>
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<td>n/a</td>
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<tr>
<td>Maura D. Sweeney</td>
<td>Director</td>
<td>Director and SVP</td>
<td>Director, and SVP TLFCSB*</td>
<td>n/a</td>
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<tr>
<td>Reading, MA, USA</td>
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<tr>
<td>David E. Wallace</td>
<td>Director, President &amp; CEO</td>
<td>Director, President &amp; CEO, TLFCSB*</td>
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<tr>
<td>Name</td>
<td>Position</td>
<td>Office Location</td>
<td>Role</td>
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<tr>
<td>Jay R. Wallace</td>
<td>Mechanical designer</td>
<td>Director, TLFCSB*</td>
<td>Mechanical designer --</td>
<td>VSEA</td>
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<tr>
<td>Danvers, MA, USA</td>
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<tr>
<td>Kendall M. Wallace</td>
<td>Newspaper publication</td>
<td>Director, TLFCSB*</td>
<td>Chairman -- The Lowell Sun</td>
<td>n/a</td>
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*The Lowell Five Cent Savings Bank