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. §§ 240(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.

I, Thomas J. Fontaine
Name of the Holding Company Director and Official
President, CEO, Director
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

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

RSSID ID : 4325121
C.I.

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

Reporters Name, Street, and Mailing Address
Wellesley Bancorp, Inc
Legal Title of Holding Company
47 Church Street
(Mailing Address of the Holding Company) Street / P.O. Box
Wellesley MA 02482
City State Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:
Gary P. Culyer CFO, Treasurer
Name Title
781-489-7622
Area Code / Phone Number / Extension
781-489-7672
Area Code / FAX Number
gculyer@wellesleynbank.com
E-mail Address
wellesleybank.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:

☐ 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

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, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.
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>Legal Title of Subsidiary Holding Company</th>
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<tbody>
<tr>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
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12/2012
Report item 1

The Bank Holding Company prepares an annual report on Form 10-K for its security holders and is registered with the SEC.
Form FR-Y6
Wellesley Bancorp, Inc.
Wellesley, Massachusetts
Fiscal Year Ending December 31, 2014

Report Item
2a. Organizational Chart

```
Wellesley Bancorp, Inc.
Holding Company for Wellesley Bank
Wellesley, MA
Incorporated in Maryland

100%

Wellesley Bank
Mass. Co-operative Bank
Wellesley, MA
Incorporated in Massachusetts

100%  100%  100%

Wellesley Investment Partners, LLC
Investment management services
Wellesley, MA
Incorporated in Massachusetts
(Wellesley Bank- Sole member, no partners or managing entities)

(non managing)

Wellesley Securities Corporation
To buy/sell securities
Wellesley, MA
Incorporated in Massachusetts

Central Linden, LLC
Holding/managing OREO
Wellesley, MA
Incorporated in Massachusetts
(Inactive)
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<tr>
<th>Class of Voting Securities</th>
<th>Company or Organization</th>
<th>Number of Voting Securities</th>
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<tbody>
<tr>
<td>1939,492 shares</td>
<td>Commonwealth Edison Co.</td>
<td></td>
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<tr>
<td>768,000 shares</td>
<td>Commonwealth Edison Co.</td>
<td></td>
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<tr>
<td>6,114,627 shares</td>
<td>Commonwealth Edison Co.</td>
<td></td>
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<tr>
<td>794,769 shares</td>
<td>Commonwealth Edison Co.</td>
<td></td>
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<tr>
<td>191,679 shares</td>
<td>Commonwealth Edison Co.</td>
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With power to vote or direct the votes of 75% or more of the Stockholder's shares held, Commonwealth Edison Co.

Form 10-K