

MAR 29 2019

FR Y-6  
OMB Number 7100-0297  
Approval expires November 30, 2019  
Page 1 of 2

HF  
4/1/19

Board of Governors of the Federal Reserve System **Supervision, Regulation and Credit Department**

RC



# 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)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). 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, top-tier savings and loan holding companies, and U.S. intermediate 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. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

**Date of Report** (top-tier holding company's fiscal year-end):  
**December 31, 2018**

Month / Day / Year  
N/A

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

Reporter's Name, Street, and Mailing Address

I, Thomas J Fontaine

Name of the Holding Company Director and Official

President, CEO, Director

Title of the Holding Company Director and Official

Wellesley Bancorp, Inc

Legal Title of Holding Company

100 Worcester Street, Suite 300

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

Wellesley MA 02481  
City State Zip Code

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:

Michael W Dvorak EVP, CFO  
Name Title

781-489-7606  
Area Code / Phone Number / Extension

Area Code / FAX Number

mdvorak@wellesleybank.com

E-mail Address

wellesleybank.com

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 4325121  
C.I.

Is confidential treatment requested for any portion of this report submission? 0=No 1=Yes

In accordance with the General Instructions for this report (check only one),

- 1. a letter justifying this request is being provided along with the report
- 2. a letter justifying this request has been provided separately ...

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

## 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.

<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>	<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>
<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>	<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>
<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>	<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>
<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>	<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>

**Report item 1**

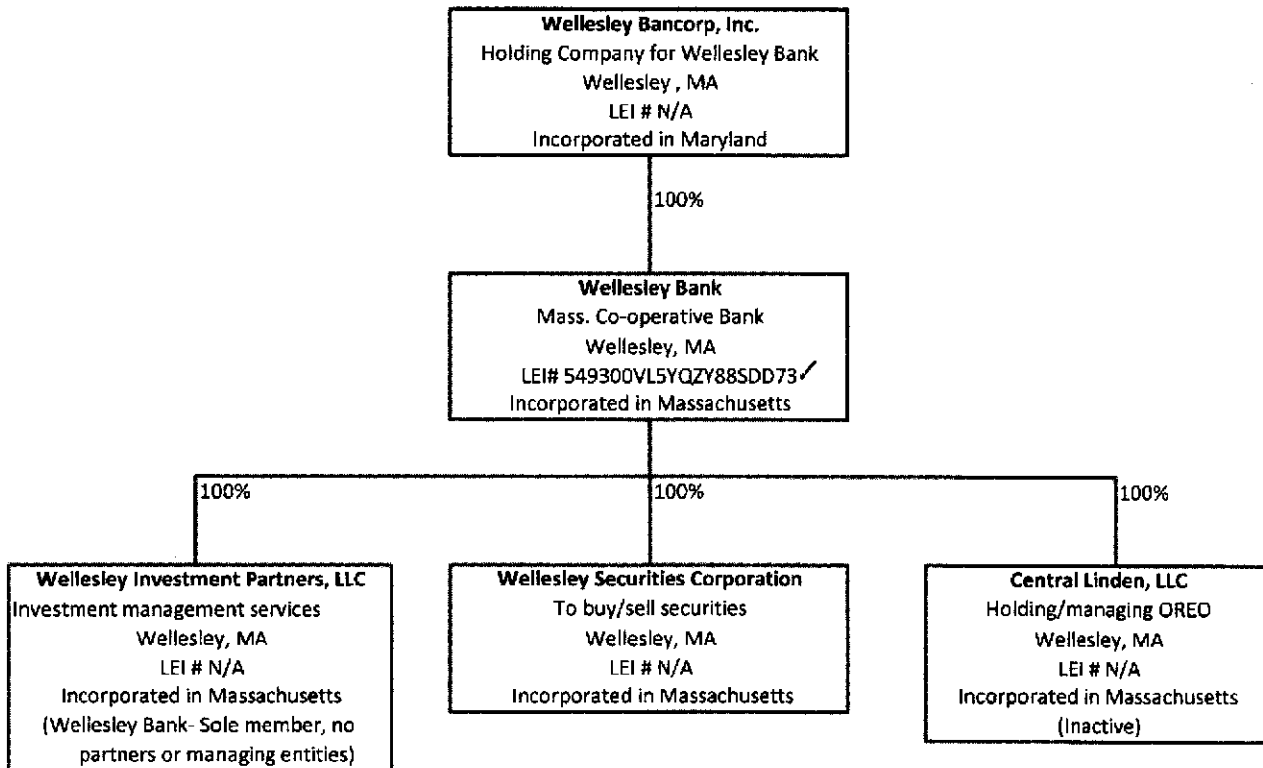
**The Bank Holding Company prepares an annual report on Form 10-K for its security holders and is registered with the SEC.**

Form FR-Y6

**Wellesley Bancorp, Inc.**  
**Wellesley, Massachusetts**  
**Fiscal Year Ending December 31, 2018**

Report Item

2a. Organizational Chart



**Results:** A list of branches for your depository institution: WELLESLEY BANK (O\_RSSD: 278078).  
 This depository institution is held by WELLESLEY BANKCORP INC (432512.) of WELLESLEY, MA.  
 The data are as of 12/31/2018. Data reflects information that was received and processed through 01/06/2019.

**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
		Full Service (Head Office)	278078	WELLESLEY BANK	40 CENTRAL STREET	WELLESLEY	MA	02482	NORFOLK	UNITED STATES	Not Required	Not Required	WELLESLEY BANK	278078	
		Full Service	4653869	BOSTON BRANCH	ONE FEDERAL STREET	BOSTON	MA	02110	SUFFOLK	UNITED STATES	Not Required	Not Required	WELLESLEY BANK	278078	
		Full Service	4795561	NORTH HILL	865 CENTRAL AVENUE	NEEDHAM	MA	02492	NORFOLK	UNITED STATES	Not Required	Not Required	WELLESLEY BANK	278078	
		Full Service	4985794	NEWTON CENTRE	776-1 BEACON STREET	NEWTON CENTRE	MA	02459	WILMUT-TAUB	UNITED STATES	Not Required	Not Required	WELLESLEY BANK	278078	
		Electronic Banking	5325230	100 WORCESTER STREET	100 WORCESTER STREET	WELLESLEY	MA	02481	NORFOLK	UNITED STATES	Not Required	Not Required	WELLESLEY BANK	278078	
		Full Service	3137318	LINDEN STREET BRANCH	197 LINDEN STREET	WELLESLEY	MA	02482	NORFOLK	UNITED STATES	Not Required	Not Required	WELLESLEY BANK	278078	
		Full Service	4399008	LOWER FALLS BRANCH	29 WASHINGTON STREET	WELLESLEY HILLS	MA	02481	NORFOLK	UNITED STATES	Not Required	Not Required	WELLESLEY BANK	278078	

Wellesley Bancorp, Inc.  
 Wellesley, Massachusetts  
 Fiscal Year Ending December 31, 2018

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 12-31-2018	Securities holders not listed in 3(1)(a) through 3(1)(c) but had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2017		
(1)(e) 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
Strategic Value Investors, LP 127 Public Square Suite 2810 Cleveland, Ohio, 44114	USA	203,789 shares - common stock 8.1% of common stock	(2)(b) Country of Citizenship or Incorporation
Wellesley Bank Employee Stock Ownership Plan 40 Central Street Wellesley, MA 02482	USA	177,899 shares - common stock 7.0% of common stock	(2)(c) Number and Percentage of Each Class of Voting Securities

Wellesley Bancorp, Inc.  
Wellesley, Massachusetts  
Fiscal Year Ending December 31, 2018

(1) Name City, State, County	(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 Business (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 securities held)
Thomas J. Fournier Wellesley, MA 02481-3412	N/A	President & Chief Executive Officer, Director Chairman	President, Wellesley Securities Corporation President, Central London, LLC President & CEO, Wellesley Bank Chairman, Wellesley Investment Partners, LLC	N/A	4.4%	N/A	None
Simon Gerfin Wellesley, MA 02481		Director	N/A	Director/Treasurer Taunton Development/ Mass Development Corporation	0.2%	N/A	None
Nancy Marden Goodell Dover, MA 02030-2322	Retail & wholesale executive	Director	N/A	Vice President, Captain Marden's Seafood Manager, Marden Persea, LLC Director, Marden Linden Realty Trust Director, Secretary, Treasurer, Goodell Industrial/Equipment Co., Inc.	1.4%	N/A	Captain Marden's Seafood, Inc. - 25% Marden Persea, LLC - 40% Marden Linden Realty Trust - 60% Captain Marden's Seafood, Holding Tr. - 25%
Kathryn Hinderhiler Weston, MA 01773		Director	N/A	Director Microbooks	0.2%	N/A	None
Garry A. Holmes	Real estate broker	Director	N/A	President, RW Holmes Realty Co.	0.9%	N/A	None
Theodore F. Parker Wellesley, MA 02481-2965	Real estate management	Director	N/A	Sole proprietor Owner/manager, Revest Partners, LLC	1.3%	N/A	Revest Partners, LLC - 100%
Leslie B. Slick Boston, MA 02116-6190	Attorney	Director	N/A	Sole proprietor President, Senior Living, Inc.	1.6%	N/A	None
Edwin G. Silver Hingham, MA 01746	Retired	Director	N/A	N/A	1.3%	N/A	None
Robert J. Skolnick Wellesley, MA 02481-4724	Retailing executive	Director	N/A	N/A	1.1%	N/A	None
Tim L. Wang Wellesley, MA 02481-5220	Dentist	Director	N/A	Director, Secretary, CFO & Treasurer Drs. Thiel, Wang & Associates Treasurer/Secretary, Simon Medical Services Inc.	1.3%	N/A	Drs. Thiel, Wang & Associates, Inc. 100% None
Louis P. Crosier Wellesley, MA 02482	N/A	President	Wellesley Investment Partners, Inc.	N/A	0.9%	N/A	None
Michael W. Dvornik Weston, MA 02493	N/A	Chief Financial Officer/ Treasurer	EVP & CFO, Wellesley Bank Wellesley Securities Corporation	N/A	0.3%	N/A	None
Rajesh L. Lerner Natick, MA 01760	N/A	Chief Lending Officer	EVP, Chief Lending Officer, Wellesley Bank	N/A	0.7%	N/A	None