

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, James J. Conlon, President & CEO
 Name of the Holding Company Director and Official

Bangor Bancorp, MHC
 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 June 25, 2013

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 _____
 C.I. _____

Date of Report (top-tier holding company's fiscal year-end):
March 31, 2013

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Bangor Bancorp, MHC

Legal Title of Holding Company
99 Franklin Street, P.O. Box 930

(Mailing Address of the Holding Company) Street / P.O. Box
Bangor, Maine 04401

City State Zip Code
99 Franklin Street, Bangor, Maine 04401

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

James J. Conlon, President & CEO

Name Title
(207) 942-5211

Area Code / Phone Number / Extension
(207) 941-2713

Area Code / FAX Number
Jim.Conlon@bangor.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:

Report Item 4: Insiders

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.

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)

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

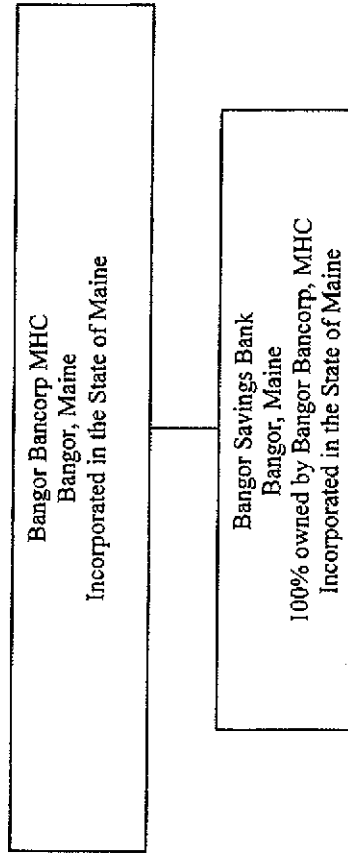
City State Zip Code

Physical location (if different from mailing address)

Form FR Y-6

**Bangor Bancorp MHC
Incorporated in the State of Maine
Bangor, Maine**

Fiscal Year Ending March 31, 2013
Organization Chart as of June 24, 2013



Results: A list of branches for your Depository Institution: BANGOR SAVINGS BANK (ID_RSSD: 419406). This Depository Institution is held by BANGOR BANKCORP. MHC (3547999) of BANGOR, ME. The data are as of 03/31/2013. Data reflects information that was received and processed through 04/10/2013.

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.

Date Action	Effect	Branch ID	Branch ID_RSSD	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*
Full Service		419406	BANGOR SAVINGS BANK	3 STATE STREET	BANGOR	ME	04401	PENOBSCOT	UNITED STATES	12314	0	BANGOR SAVINGS BANK	419406	
Full Service		3183650	CAPITOL STREET BRANCH	77 CAPITOL STREET	AUGUSTA	ME	04330	KENNEBEC	UNITED STATES	418495	50	BANGOR SAVINGS BANK	419406	
Full Service		4492779	WESTERN AVE BRANCH	674 WESTERN AVENUE	AUGUSTA	ME	04444	KENNEBEC	UNITED STATES	Not Required	Not Required	BANGOR SAVINGS BANK	419406	
Full Service		512400	BROADWAY ROAD BRANCH	622 BROADWAY ROAD	BANGOR	ME	04401	PENOBSCOT	UNITED STATES	245304	1	BANGOR SAVINGS BANK	419406	
Full Service		3801280	FRANKLIN STREET BRANCH	89 FRANKLIN STREET	BANGOR	ME	04401	PENOBSCOT	UNITED STATES	364927	47	BANGOR SAVINGS BANK	419406	
Full Service		3484092	HAMMOND STREET BRANCH	871 HAMMOND STREET	BANGOR	ME	04401	PENOBSCOT	UNITED STATES	245310	9	BANGOR SAVINGS BANK	419406	
Full Service		492708	HOGAN ROAD BRANCH	687 HOGAN ROAD	BANGOR	ME	04401	PENOBSCOT	UNITED STATES	362005	45	BANGOR SAVINGS BANK	419406	
Full Service		3801271	MAIN AVE BRANCH	19 MAIN AVENUE	BANGOR	ME	04401	PENOBSCOT	UNITED STATES	488926	60	BANGOR SAVINGS BANK	419406	
Full Service		4303567	BELFAST BRANCH	106 MAIN STREET	BELFAST	ME	04915	WALDO	UNITED STATES	245309	2	BANGOR SAVINGS BANK	419406	
Full Service		461601	BELFAST OFFICE	7 BELMONT AVE	BELFAST	ME	04915	WALDO	UNITED STATES	238067	56	BANGOR SAVINGS BANK	419406	
Full Service		499903	DRIVE-IN FACILITY	WASHINGTON & JEFFERSON STREETS	BIDDEFORD	ME	04005	YORK	UNITED STATES	8150	55	BANGOR SAVINGS BANK	419406	
Full Service		469308	PEPPERELL MAIN OFFICE	163 MAIN STREET	BIDDEFORD	ME	04005	YORK	UNITED STATES	180713	31	BANGOR SAVINGS BANK	419406	
Full Service		420701	BREWER BRANCH	425 WALSON STREET	BREWER	ME	04412	PENOBSCOT	UNITED STATES	180711	38	BANGOR SAVINGS BANK	419406	
Full Service		463007	BUCKSPORT BRANCH	89 MAIN STREET	BUCKSPORT	ME	04435	HANCOCK	UNITED STATES	202551	34	BANGOR SAVINGS BANK	419406	
Full Service		422808	CALAIS BRANCH	232 NORTH STREET	CALAIS	ME	04619	WASHINGTON	UNITED STATES	180712	35	BANGOR SAVINGS BANK	419406	
Full Service		514507	CASLINE OFFICE	213 BATTLE AVENUE	CASLINE	ME	04421	HANCOCK	UNITED STATES	180713	39	BANGOR SAVINGS BANK	419406	
Full Service		3212167	MAPLE STREET BRANCH	180 MAPLE STREET	CORNISH	ME	04020	YORK	UNITED STATES	2798	36	BANGOR SAVINGS BANK	419406	
Full Service		555407	DEXTER BRANCH	22 MAIN STREET	DEXTER	ME	04930	PENOBSCOT	UNITED STATES	180714	40	BANGOR SAVINGS BANK	419406	
Full Service		785606	DIXFIELD BRANCH	28 MAIN STREET	DIXFIELD	ME	04224	OXFORD	UNITED STATES	202551	34	BANGOR SAVINGS BANK	419406	
Full Service		565505	DOVER-FOXCROFT BRANCH	160 EAST MAIN STREET	DOVER-FOXCROFT	ME	04426	PISCATAQUIS	UNITED STATES	12316	4	BANGOR SAVINGS BANK	419406	
Full Service		137905	EAST MILLINOCKET BRANCH	87 MAIN STR	EAST MILLINOCKET	ME	04430	PENOBSCOT	UNITED STATES	245170	31	BANGOR SAVINGS BANK	419406	
Full Service		502205	EASTPORT BRANCH	54 WASHINGTON STREET	EASTPORT	ME	04631	WASHINGTON	UNITED STATES	7652	7	BANGOR SAVINGS BANK	419406	
Full Service		55702	ELLSWORTH BRANCH	59 FOSTER STREET	ELLSWORTH	ME	04605	HANCOCK	UNITED STATES	245306	3	BANGOR SAVINGS BANK	419406	
Full Service		4291271	FALMOUTH BRANCH	175 US ROUTE 1	FALMOUTH	ME	04105	CUMBERLAND	UNITED STATES	Not Required	Not Required	BANGOR SAVINGS BANK	419406	
Full Service		234001	FARMINGTON BRANCH	177 MAIN STREET	FARMINGTON	ME	04938	FRANKLIN	UNITED STATES	2793	25	BANGOR SAVINGS BANK	419406	
Full Service		232305	MOUNT BLUE BRANCH	644 WILTON ROAD, ROUTE 2	FARMINGTON	ME	04938	FRANKLIN	UNITED STATES	202462	26	BANGOR SAVINGS BANK	419406	
Full Service		440008	GREENVILLE BRANCH	311 LILY BAY ROAD	GREENVILLE	ME	04441	PISCATAQUIS	UNITED STATES	245342	6	BANGOR SAVINGS BANK	419406	
Full Service		3180352	MAIN ROAD NORTH BRANCH	19 MAIN ROAD NORTH	HAMPDEN	ME	04444	PENOBSCOT	UNITED STATES	418494	49	BANGOR SAVINGS BANK	419406	
Full Service		146908	HARTLAND BRANCH	21 ELM STREET, WARREN SQUARE	HARTLAND	ME	04943	SOMERSET	UNITED STATES	202499	35	BANGOR SAVINGS BANK	419406	
Full Service		3288751	HOLLIS BRANCH	366 HOLLIS ROAD	HOLLIS CENTER	ME	04042	YORK	UNITED STATES	359534	58	BANGOR SAVINGS BANK	419406	
Full Service		246705	HOULTON BRANCH	38 COURT STREET	HOULTON	ME	04730	AROSSTOOK	UNITED STATES	9573	11	BANGOR SAVINGS BANK	419406	
Full Service		262508	HOWLAND BR	22 MAIN STREET	HOWLAND	ME	04448	PENOBSCOT	UNITED STATES	229267	28	BANGOR SAVINGS BANK	419406	
Full Service		516604	JONESPORT BRANCH	175 MAIN STREET	JONESPORT	ME	04649	WASHINGTON	UNITED STATES	180718	17	BANGOR SAVINGS BANK	419406	
Full Service		4076851	LIBSON STREET BRANCH	882 LIBSON STREET	LEWISTON	ME	04340	ANDROSCOGGIN	UNITED STATES	501287	67	BANGOR SAVINGS BANK	419406	

Full Service	354600	PROSPECT AVENUE BRANCH	LINCOLN	ME	04457	PENOBSCOT	UNITED STATES	229268	29	BANGOR SAVINGS BANK	419406
Full Service	1902044	MACHIAS BRANCH	MACHIAS	ME	04654	WASHINGTON	UNITED STATES	248807	24	BANGOR SAVINGS BANK	419406
Full Service	116303	MADISON BRANCH	MADISON	ME	04950	SOMERSET	UNITED STATES	229259	21	BANGOR SAVINGS BANK	419406
Full Service	511906	MILINOCKET BRANCH	MILINOCKET	ME	04462	PENOBSCOT	UNITED STATES	245341	5	BANGOR SAVINGS BANK	419406
Full Service	550000	MONMOUTH OFFICE	MONMOUTH	ME	04259	KENNEBEC	UNITED STATES	202429	32	BANGOR SAVINGS BANK	419406
Full Service	3801301	OLD TOWN BRANCH	OLD TOWN	ME	04468	PENOBSCOT	UNITED STATES	245313	43	BANGOR SAVINGS BANK	419406
Full Service	511908	ORONO BRANCH	ORONO	ME	04473	PENOBSCOT	UNITED STATES	245307	8	BANGOR SAVINGS BANK	419406
Full Service	3801310	PITTSFIELD BRANCH	PITTSFIELD	ME	04987	SOMERSET	UNITED STATES	245312	42	BANGOR SAVINGS BANK	419406
Full Service	4291703	ALLEN AVENUE BRANCH	PORTLAND	ME	04103	CUMBERLAND	UNITED STATES	Not Required	Not Required	BANGOR SAVINGS BANK	419406
Full Service	3801347	BRIGHTON AVENUE BRANCH	PORTLAND	ME	04102	CUMBERLAND	UNITED STATES	458841	54	BANGOR SAVINGS BANK	419406
Full Service	3801338	FORE STREET BRANCH	PORTLAND	ME	04101	CUMBERLAND	UNITED STATES	362006	46	BANGOR SAVINGS BANK	419406
Full Service	4168841	FOREST AVENUE BRANCH	PORTLAND	ME	04103	CUMBERLAND	UNITED STATES	Not Required	Not Required	BANGOR SAVINGS BANK	419406
Full Service	4168850	MIDDLE STREET BRANCH	PORTLAND	ME	04101	CUMBERLAND	UNITED STATES	Not Required	Not Required	BANGOR SAVINGS BANK	419406
Full Service	3954023	CAMDEN STREET BRANCH	ROCKLAND	ME	04841	KNOX	UNITED STATES	491872	63	BANGOR SAVINGS BANK	419406
Full Service	3801374	CAMDEN BRANCH	ROCKPORT	ME	04856	KNOX	UNITED STATES	356851	44	BANGOR SAVINGS BANK	419406
Full Service	713207	RUMFORD OFFICE	RUMFORD	ME	04276	OXFORD	UNITED STATES	202549	33	BANGOR SAVINGS BANK	419406
Full Service	2721724	SACO BRANCH	SACO	ME	04072	YORK	UNITED STATES	228008	57	BANGOR SAVINGS BANK	419406
Full Service	3801352	SCARBOROUGH BRANCH	SCARBOROUGH	ME	04074	CUMBERLAND	UNITED STATES	458333	53	BANGOR SAVINGS BANK	419406
Full Service	464200	SEARSPORT BRANCH	SEARSPORT	ME	04974	WALDO	UNITED STATES	180723	41	BANGOR SAVINGS BANK	419406
Full Service	342308	SKOWHEGAN BRANCH	SKOWHEGAN	ME	04976	SOMERSET	UNITED STATES	229255	19	BANGOR SAVINGS BANK	419406
Full Service	3801404	SOUTH PORTLAND BRANCH	SOUTH PORTLAND	ME	04106	CUMBERLAND	UNITED STATES	458332	52	BANGOR SAVINGS BANK	419406
Full Service	2487117	CLIFFORD COMMONS BRANCH	UNITY	ME	04988	WALDO	UNITED STATES	245311	13	BANGOR SAVINGS BANK	419406
Full Service	3801422	WATERVILLE BRANCH	WATERVILLE	ME	04901	KENNEBEC	UNITED STATES	366336	48	BANGOR SAVINGS BANK	419406
Full Service	403601	WINSLOW OFFICE	WINSLOW	ME	04901	KENNEBEC	UNITED STATES	229258	21	BANGOR SAVINGS BANK	419406
Full Service	3288760	YORK BRANCH	YORK	ME	03909	YORK	UNITED STATES	428629	58	BANGOR SAVINGS BANK	419406

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Item 4: Supplemental Non-Confidential

Bangor Bancorp, MHC

Fiscal year Ending March 31, 2013

Names & Address	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (Include names of other businesses)
Barber, Kathryn L., Cape Elizabeth, Maine	Civic Leader	Trustee	Director - Bangor Savings Bank; Director - Bangor Savings Bank Foundation	Director - Piper Shores Lifecare; Director - Maine Health; Director - Robotics Institute of Maine
Breen, Yellow Light, Esq., Holden, Maine	N/A	Clerk	Senior Vice President, Chief Strategic Officer, and Clerk - Bangor Savings Bank; Secretary/Clerk and Vice President - Bangor Savings Bank Foundation	Member - Bangor Mechanics Association; Director, Educate Maine (A Maine 501 (c) 3); Vice President, The Bangor Savings Bank Foundation
Canning, Geraldine R., Yarmouth, Maine	Managing Partner - Pine State Trading Company	Trustee	Director - Bangor Savings Bank; Director - Bangor Savings Bank Foundation	N/A
Conlon, James J., Brewer, Maine	N/A	President and Trustee	President & CEO and Director - Bangor Savings Bank; President and Director - Bangor Savings Bank Foundation	Board of Directors - Maine Economic Research Institute; Member - Maine Bankers Association; Member - ABA Mutual Institutions Council; Director - Maine State Chamber of Commerce; Corporator - Phillips-Strickland House; Member - Bangor Mechanics Association; Member - Maine Early Learning Investment Group

Nickerson, Bruce G., Holden, Maine	N/A	Treasurer	Executive Vice President, Chief Financial Officer and Treasurer - Bangor Savings Bank; Treasurer - Bangor Savings Bank Foundation	Board Member - Bangor Region Development Alliance on behalf of BSB; Advisory Board Member - CEI Ventures, Inc. on behalf of BSB; Board Director - Dirigo Reinsurance Company, LTD on behalf of BSB; Board Member - Bangor YMCA & Bangor YMCA Foundation; Board of Trustees & Board Chairman, Unity College, Unity Maine Board Member - Maine Health Access Foundation
Purington, William D., Manchester, Maine	President of Maine Drilling & Blasting	Trustee	Director - Bangor Savings Bank; Director - Bangor Savings Bank Foundation	President and CEO - Maine Drilling & Blasting Group; President & CEO - Maine Drilling & Blasting, Inc.; President - MD&B Inc.; Director of MD Drilling & Blasting, Inc
Strong, CFA, Dr. Robert A., Bangor, Maine	University Foundation, Professor of Investment Education, University of Maine	Trustee	Director - Bangor Savings Bank; Director - Bangor Savings Bank Foundation	Member - Bangor Mechanic Association; Coporator - Community Health and Counseling Services; Director and Corporate Treasurer - James Sewall Company; Director - John Bapst Memorial High School; Director - Maine CFA Society; Director - John Bapst Memorial High School Foundation; Member - Bangor Fuel Society;
Joyce Clark Sarnacki, Hampden, Maine	N/A	N/A	Executive Vice President, Chief Experience Officer	President, Bangor Symphony Orchestra Board of Directors
Oxley, Scott A., Brewer, Maine	Senior Vice President, Affiliated Healthcare Systems	Trustee	Director - Bangor Savings Bank; Director - Bangor Savings Bank Foundation	N/A
Vincent Veroneau, Portland, Maine	President/CEO - J.B. Brown & Sons	Trustee	Director - Bangor Savings Bank; Director - Bangor Savings Bank Foundation	Waynflete School, Portland - Trustee

Eaton, George F., II, Esq., Orono, ME	Attorney - Rudman & Winchell	Trustee	Director - Bangor Savings Bank; Director - Bangor Savings Bank Foundation	Member - Bangor Area Breakfast Rotary Club; Member of Rudman & Winchell, LLC; Managing Director - Starboard Leadership Consulting, LLC; Clerk - Bangor YMCA Foundation; Member - All Souls Congregational Church; Member - Buck's Harbor Yacht Club; Corporator - Phillips-Strickland House; Board Advisory Services - Galen Cole Family Foundation;
Edwards, John A., Falmouth, Maine	N/A	N/A	Executive Vice President, Chief Banking Officer - Bangor Savings Bank	N/A
Goff, James H., Hancock, Maine	Businessman	Chairman	Director - Bangor Savings Bank; Director - Bangor Savings Bank Foundation	Corporator - Phillips-Strickland House; Treasurer - Eastern Maine Musical Association; Corporator - Camp O-AT-KA, Inc. - E. Sebago, Maine; Past President - Bangor Symphony Orchestra
Hewett, Charles, E., Ph.D., Holden, Maine	Executive Vice President and COO - The Jackson Laboratory	Vice Chairman	Director - Bangor Savings Bank; Director - Bangor Savings Bank Foundation	EMHS - Director
Maltz, Richard B., Hampden, Maine	N/A	N/A	Executive Vice President, Chief Risk Officer of Bangor Savings Bank	N/A
McGoldrick, Richard J., Cape Elizabeth, Maine	Chairman of Commercial Properties, Inc.	Trustee	Director - Bangor Savings Bank; Director - Bangor Savings Bank Foundation	Confidential
Montgomery-Rice, Robert S., Hampden, Maine	N/A	N/A	Executive Vice President, Chief Operations Officer of Bangor Savings Bank	Trustee - Maine Financial Institutions Insurance Trust; State of Maine, Broadband Task Force; Bangor Museum and History Center; Maine State Chamber of Commerce
Newman, Martha G., Bangor, Maine	Confidential	Trustee	Director - Bangor Savings Bank; Director - Bangor Savings Bank Foundation	Director - Bangor Fuel Society; Member - Bangor Mechanics Association; Member - St. Mary's Catholic Church; Corporator - Phillips-Strickland House; Member of Chapter A - PEO Sisterhood