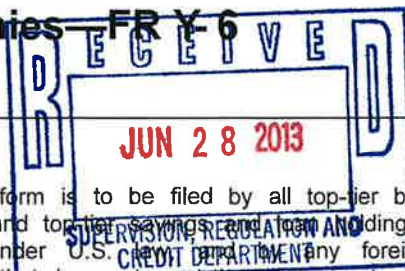


Board of Governors of the Federal Reserve System



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 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.

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

March 31, 2013

Month / Day / Year

I, Daniel G. Willett

Reporter's Name, Street, and Mailing Address

Gorham Bancorp, MHC

Legal Title of Holding Company

10 Wentworth Drive

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

Gorham ME 04038

City State Zip Code

Chairman of the Board

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.

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:

Martha Conley Financial Analyst II, AVP

Name Title

207-839-5209 1635

Area Code / Phone Number / Extension

207-839-4233

Area Code / FAX Number

mconley@gorhamsavingsbank.com

E-mail Address

www.gorhamsavingsbank.com

Address (URL) for the Holding Company's web page

Daniel G. Willett

Signature of Holding Company Director and Official

6/21/13

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 _____

C.I. _____

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.

<p>Gorham Bancorp, Inc. Legal Title of Subsidiary Holding Company</p> <p>10 Wentworth Drive (Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>Gorham ME 04038 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>
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FORM FRY-6
Gorham Bancorp, MHC
Gorham, Maine
Fiscal Year Ending March 31, 2013

Report Item 1 - Annual Report to Shareholders

Two copies of audited financial statements will be mailed under separate cover.

Report Item 2a - Organization Chart

Enclosed.

Report Item 2b - Domestic Branch Listing

Submitted via email to BOS.Statistics@bos.frb.org on 6/18/13.

Report Item 3 - N/A

Report Item 4 - N/A

Results: A list of branches for your holding company: GORHAM BANCORP, INC. (3444799) of GORHAM, 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>.

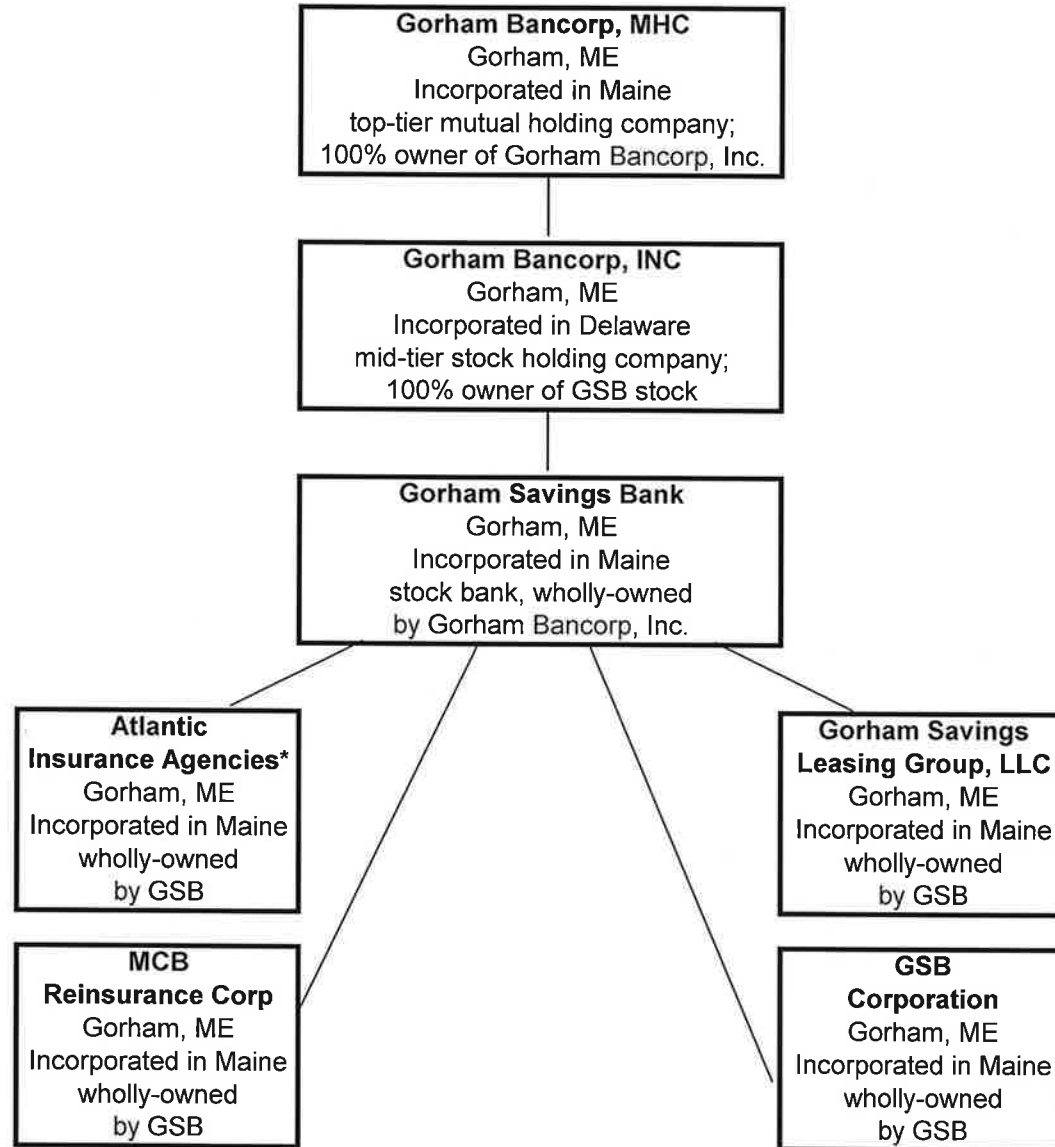
* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County
OK	✓	Full Service (Head Office)	241607	GORHAM SAVINGS BANK	64 MAIN STREET	GORHAM	ME	04038	CUMBERLAND
OK	✓	Full Service	4153034	WATERBORO BRANCH	11 SOKOKIS TRAIL	EAST WATERBORO	ME	04030	YORK
OK	✓	Full Service	4144162	FALMOUTH FORESIDE BRANCH	202 US ROUTE 1	FALMOUTH	ME	04105	CUMBERLAND
OK	✓	Full Service	4153025	WEST FALMOUTH BRANCH	65 GRAY ROAD	FALMOUTH	ME	04105	CUMBERLAND
OK	✓	Full Service	4153007	LONG WHARF BRANCH	172 COMMERCIAL STREET	PORTLAND	ME	04101	CUMBERLAND
OK	✓	Full Service	4152989	MARGINAL WAY BRANCH	71 MARGINAL WAY	PORTLAND	ME	04101	CUMBERLAND
OK	✓	Full Service	2619367	SCARBOROUGH BRANCH	38 HANNAFORD DRIVE	SCARBOROUGH	ME	04074	CUMBERLAND
OK	✓	Full Service	4153052	SOUTH PORTLAND BRANCH	395 GORHAM ROAD	SOUTH PORTLAND	ME	04106	CUMBERLAND
OK	✓	Full Service	245100	STANDISH BRANCH	111 OSSIPEE TRAIL E, ROUTE 25	STANDISH	ME	04084	CUMBERLAND
OK	✓	Full Service	2009427	WINDHAM BRANCH	766 ROOSEVELT TRAIL, ROUTE 302	WINDHAM	ME	04062	CUMBERLAND

FORM FRY-6
Gorham Bancorp, MHC
Gorham, Maine
Fiscal Year Ending March 31, 2013



Report Item 2a - Organization Chart



*This entity was sold effective 5/13/13. FRY-10 report was filed.

Report Item 4 - Officer Listing for Gorham Bancorp, MHC as of March 31, 2013

Daniel S. Willett	Gorham, Maine	Director and Chairman
Christopher W. Emmons	Yarmouth, Maine	Chief Executive Officer ✓
Daniel P. Hunter	Windham, Maine	Chief Financial Officer
Sharlene E. Abbott	Gorham, Maine	Clerk

Report Item 4 - Officer Listing for Gorham Bancorp, Inc. as of March 31, 2013

Daniel S. Willett	Gorham, Maine	Director and Chairman
Christopher W. Emmons	Yarmouth, Maine	Chief Executive Officer
Daniel P. Hunter	Windham, Maine	Chief Financial Officer
Sharlene E. Abbott	Gorham, Maine	Clerk