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.

I, Jon J. Prescott
Name of the Holding Company Director and Official
President & 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
03/27/2014
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

RSRO ID 1140297
C.I.

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.

Date of Report (top-tier holding company’s fiscal year-end):
December 31, 2013
Month / Day / Year

Reporters’ Name, Street, and Mailing Address
Katahdin Bankshares Corp.
Legal Title of Holding Company
Main Street, P.O. Box 450
(Mailing Address of the Holding Company) Street / P.O. Box
Patten ME 04765
City State Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:
Joseph Porter
Name VP, Controller
Title

207-521-3228
Area Code / Phone Number / Extension
207-521-0456
Area Code / FAX Number
j.porter@katahdintrust.com
E-mail Address
www.katahdintrust.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
Katahdin Bankshares Corp.
Holding Company
Patten, ME
Incorporated in Maine

Katahdin Capital Trust II
Subsidiary - 100% owned by Holding Company
Patten, ME
Incorporated in Delaware

Katahdin Capital Trust III
Subsidiary - 100% owned by Holding Company
Patten, ME
Incorporated in Delaware

(2.) None
(3.) None
Report Item 1a: Form 10-K filed with the Securities and Exchange Commission
   None

Report Item 1b: Annual reports to shareholders
   Enclosed
Report Item 3: Shareholders

(1) **CEDE & Co.**
New York, NY/USA
Country of Incorporation – United States of America
1,963,391 shares of Common Stock = 57.67%

(2) **Robert H. Anderson – Beneficial Owner – CEDE & Co.**
Bangor, Maine/USA
Citizen of United States of America
250,000 shares of Common Stock = 7.35%

Report Item 4: Directors & Officers

**Principal Shareholders:**

1. Name & Address: **CEDE & Co.,** New York, NY/USA
2. Principal Occupation: Depository Trust Company
3. Title/Position: N/A
4. % of each class: 57.67% of stock in Katahdin Bankshares Corp., (beneficial interest)

**Directors:**

1. Name & Address: **Robert E. Anderson,** Houlton, ME/USA
2. Principal Occupation: Insurance Sales
3. Title/Position: a. Director of Katahdin Bankshares Corp., b. Director of Katahdin Trust Company, c. Director & Chairman of the Board of F. A. Peabody Company
4. % of each class: a. Owner of 1.02% of stock in Katahdin Bankshares Corp., Owner of 26.19% of stock in F. A. Peabody Co.
1. Name & Address: **Steven L. Richardson**, Patten, ME/USA
2. Principal Occupation: Businessman – Retail Store Owner
3. Title/Position: a. Chairman of the Board & Director of Katahdin Bankshares Corp., b. Chairman of the Board & Director of Katahdin Trust Company, c. Partner in Richardson’s Hardware.
4. % of each class: a. Owner of 2.76% of stock in Katahdin Bankshares Corp., b. Owner of 75% of stock in Richardson’s Hardware.

1. Name & Address: **Arthur L. Shur**, Island Falls, ME/USA
2. Principal Occupation: Retired Farmer
4. % of each class: a. Owner of 3.12% of stock in Katahdin Bankshares Corp., b. Owner of 60% of stock in S & R Corporation.

1. Name & Address: **Paul R. Powers**, Caribou, ME/USA
2. Principal Occupation: Contractor
4. % of each class: a. Owner of 1.26% of stock in Katahdin Bankshares Corp. b. 85% Owner of stock in Powers Roofing & Sheet Metal, Inc., c. Owner of 100% of stock in B.J.J. Powers Enterprises.

1. Name & Address: **Peter F. Briggs**, Kennebunk, ME/USA
2. Principal Occupation: Beer & Wine Wholesaler
3. Title/Position: a. Director of Katahdin Bankshares Corp., b. Director of Katahdin Trust Company, c. President/Owner of Aroostook Beverage Company
4. % of each class: a. Owner of 1.41% of stock in Katahdin Bankshares Corp., b. Owner of 100% of stock in Aroostook Beverage Company

1. Name & Address: **Harold L. Stewart, II**, Presque Isle, ME/USA
2. Principal Occupation: Attorney
3. Title/Position: a. Vice Chairman & Director of Katahdin Bankshares Corp., b. Vice Chairman & Director of Katahdin Trust Company. Owner of Stewart Law Office, PA.
4. % of each class: Owner of 0.31% of stock in Katahdin Bankshares Corp., Owner of 10% of stock in Marden Dubord.
1. Name & Address: **Richard J. York**, Houlton, ME/USA
2. Principal Occupation: Automobile Dealer
4. % of each class: a. Owner of 1.41% of stock in Katahdin Bankshares Corp., b. Owner of 25% of stock in York’s of Houlton, c. Owner of 33% of stock in York Leasing Inc., Owner of 50% of stock in Freshstart Finance Company, Owner of 75% of stock in Nature’s Circle.

1. Name & Address: **Robert H. Anderson**, Bangor, ME/USA
2. Principal Occupation: Retired Investment Executive
3. Title/Position: a. Director of Katahdin Bankshares Corp., b. Director of Katahdin Trust Company
4. % of each class: Owner of 7.35% of stock in Katahdin Bankshares Corp.

1. Name & Address: **Jon J. Prescott**, Houlton Falls, ME/USA
2. Principal Occupation: Bank President
3. Title/Position: a. President & CEO, and Director of Katahdin Bankshares Corp., b. Director, President & CEO of Katahdin Trust Company, c. Director of MMG Insurance & Holding Company
4. % of each class: Owner of 1.51% of stock in Katahdin Bankshares Corp.

1. Name & Address: **Peter P. St. John**, Winterville Plt., ME/USA
2. Principal Occupation: Banker
3. Title/Position: No position with holding company, Senior Vice President & Commercial Lender of Katahdin Trust Company
4. % of each class: Owner of .36% of stock in Katahdin Bankshares Corp.

1. Name & Address: **Vicki J. Smith**, Westfield, ME/USA
2. Principal Occupation: Marketing Executive
3. Title/Position: No position with holding company, Senior Vice President, Marketing & Communications Officer of Katahdin Trust Company
4. % of each class: Owner of .10% of stock in Katahdin Bankshares Corp.

1. Name & Address: **Bonnie C. Foster**, Houlton, ME/USA
2. Principal Occupation: Banker
3. Title/Position: No position with holding company, Senior Vice President, Retail Banking of Katahdin Trust Company
4. % of each class: Owner of .03% of stock in Katahdin Bankshares Corp.
1. Name & Address: Matthew M. Nightingale, Houlton, ME/USA
2. Principal Occupation: Banker
3. Title/Position: 
   a. Treasurer & Clerk of Katahdin Bankshares Corp., 
   b. Senior Vice President, CFO, & Treasurer of Katahdin Trust Company
4. % of each class: Owner of .04% of stock of Katahdin Bankshares Corp.
### Recconciliation and Verification Steps

1. If the Data Action column of each branch row, enter one or more of the actions specified below.
2. If required, enter the data in the Effective Data 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 the information first became valid in the Effective Data 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 Data 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 raising, insert a row, and the branch data, and enter "Add" in the Data Action column and the opening or acquisition date in the Effective Data 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 scanned 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.

### Notes

To satisfy the FRY-10 reporting requirements, you must also submit FRY-10 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add.

The FRY-10 report may be submitted in a hardcopy format or via the FRY-10 Online application - https://fry10online.federalreserve.gov.

### FDIC Uniform Office Identifier, State, and ID_RSID columns are for reference only. Verification of these values is not required.

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