

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.

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

December 31, 2013

Month / Day / Year

I, **Patricia W. Weigel**

Reporter's Name, Street, and Mailing Address

Norway Bancorp, MHC

Name of the Holding Company Director and Official

Legal Title of Holding Company

President & CEO

PO Box 347

Title of the Holding Company Director and Official

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

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.

Norway ME 04268

City State Zip Code

261 Main Street, Norway ME 04268

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:

Charles E. Williams VP Finance & Accounting

Name Title

207-393-3644

Area Code / Phone Number / Extension

207-739-6190

Area Code / FAX Number

cwilliams@norwaysavingsbank.com

E-mail Address

www.norwaysavingsbank.com

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

Patricia W. Weigel
 Signature of Holding Company Director and Official

2/27/14
 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.

Norway Bancorp, Inc.

Legal Title of Subsidiary Holding Company

PO Box 347

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

Norway ME 04268

City State Zip Code

261 Main Street, Norway ME 04268

Physical location (if different from mailing address)

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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Physical location (if different from mailing address)

2013 # 2
F. 12/12

Form FR Y-6

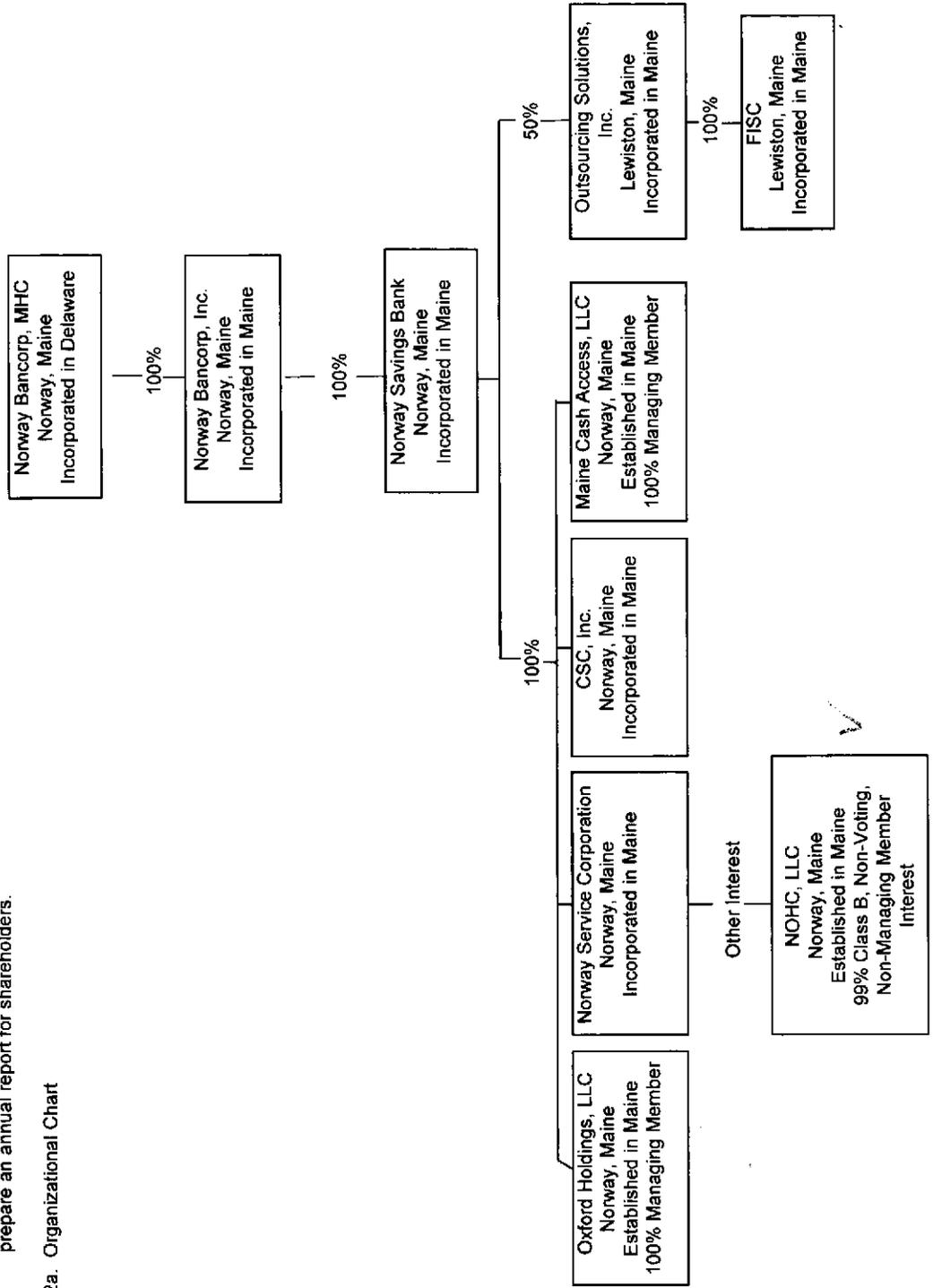
Norway Bancorp, MHC
Norway, Maine

Fiscal Year Ending December 31, 2013

Report Item

1. Norway Bancorp, MHC is not registered with the SEC and does not prepare an annual report for shareholders.

2a. Organizational Chart



Report Item 2.b. - Domestic Branch Listing as of 12/31/13

Result: A list of branches for your holding company: NORWAY BANKCORP, NAIC (2855475) of NORWAY, ME. The data are as of 12/31/2013. Date reflects information that was received and processed through 01/07/2014.

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.
 Delist: If a branch listed was never owned by this depository institution, enter 'Delist' 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 emailing 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 1-10 reporting requirements, you must also submit FR 1-10 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add. The FR 1-10 report may be submitted in a hardcopy format or via the FR 1-10 Online application - <https://yform.frb.com/branches>.

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

Data Action	Effective Date	Branch ID	Head Office	Popular Name	Street Address	City	State	FBO Code	County	Country	FDIC NUMBER*	Office Number*	Head Office	Head Office ID	RSSD*	Comments
OK		289702	0	NORWAY SAVINGS BANK	201 MAIN STREET	NORWAY	ME	0428	CORCORD	UNITED STATES	11623	Not Required	NORWAY SAVINGS BANK	289702		
OK		457895	6	ALBURN BRANCH	31 COURT STREET	ALBURN	ME	0410	ANDROSCOGSH	UNITED STATES	242457	Not Required	NORWAY SAVINGS BANK	289702		
OK		261022	1	BETHEL BRANCH	1 PARKWAY ROAD	BETHEL	ME	0421	CORCORD	UNITED STATES	242452	Not Required	NORWAY SAVINGS BANK	289702		
OK		265500	13	BRIDGTON BRANCH	83 MAINE STREET	BRIDGTON	ME	0409	CUMBERLAND	UNITED STATES	11070	Not Required	NORWAY SAVINGS BANK	289702		
OK		578826	17	BRUNSWICK MAIN ST BRANCH	24 MAINE STREET	BRUNSWICK	ME	0401	CUMBERLAND	UNITED STATES	38987	Not Required	NORWAY SAVINGS BANK	289702		
OK		474221	14	COCKS CORNER BRANCH	266 US ROUTE 1	FAIMOUTH	ME	0403	CUMBERLAND	UNITED STATES	38982	Not Required	NORWAY SAVINGS BANK	289702		
OK		370849	20	FRIEBERG BRANCH	8 MAULT DRIVE	FRIEBERG	ME	0407	CUMBERLAND	UNITED STATES	23924	Not Required	NORWAY SAVINGS BANK	289702		
OK		381502	20	FRIEBERG BRANCH	557 MAIN STREET, SUITE A	FRIEBERG	ME	0407	CUMBERLAND	UNITED STATES	43825	Not Required	NORWAY SAVINGS BANK	289702		
OK		370851	20	GORHAM BRANCH	69 MAIN STREET	GORHAM	ME	0408	CUMBERLAND	UNITED STATES	242453	Not Required	NORWAY SAVINGS BANK	289702		
OK		445957	3	KENNEBUNK BRANCH	68 PORTLAND ROAD	KENNEBUNK	ME	0403	CUMBERLAND	UNITED STATES	242454	Not Required	NORWAY SAVINGS BANK	289702		
OK		381101	10	NAPLES BRANCH	621 ROOSEVELT TRAIL	NAPLES	ME	0405	CUMBERLAND	UNITED STATES	242454	Not Required	NORWAY SAVINGS BANK	289702		
OK		488235	10	NORWAY SAVINGS BANK	306 MAIN STREET	NORWAY	ME	0408	CUMBERLAND	UNITED STATES	16990	Not Required	NORWAY SAVINGS BANK	289702		
OK		382708	16	PORTLAND CONGRESS STREET BRANCH	1200 CONGRESS STREET	PORTLAND	ME	0410	CUMBERLAND	UNITED STATES	256291	Not Required	NORWAY SAVINGS BANK	289702		
OK		227180	18	PORTLAND EXCHANGE STREET BRANCH	150 EXCHANGE STREET	PORTLAND	ME	0410	CUMBERLAND	UNITED STATES	256291	Not Required	NORWAY SAVINGS BANK	289702		
OK		584401	19	SACO BRANCH	569 MAIN STREET	SACO	ME	0407	CUMBERLAND	UNITED STATES	242458	Not Required	NORWAY SAVINGS BANK	289702		
OK		370088	18	SCARBOROUGH BRANCH	138 US ROUTE 1	SCARBOROUGH	ME	0407	CUMBERLAND	UNITED STATES	422518	Not Required	NORWAY SAVINGS BANK	289702		
OK		370089	18	SCARBOROUGH BRANCH	207 WATERMAN DRIVE	SCARBOROUGH	ME	0407	CUMBERLAND	UNITED STATES	242455	Not Required	NORWAY SAVINGS BANK	289702		
OK		370090	18	SCARBOROUGH BRANCH	7 HIGH STREET	SCARBOROUGH	ME	0407	CUMBERLAND	UNITED STATES	361189	Not Required	NORWAY SAVINGS BANK	289702		
OK		370091	21	SOUTH PORTLAND BRANCH	88 OSSEET TRAIL EAST, ROUTE 25	SOUTH PORTLAND	ME	0410	CUMBERLAND	UNITED STATES	467038	Not Required	NORWAY SAVINGS BANK	289702		
OK		370092	21	SOUTH PORTLAND BRANCH	477 SPRING FARM HILL ROAD	SOUTH PORTLAND	ME	0410	CUMBERLAND	UNITED STATES	256292	Not Required	NORWAY SAVINGS BANK	289702		
OK		301204	15	STANISH BRANCH	10 BRANQUIN DRIVE	STANISH	ME	0406	CUMBERLAND	UNITED STATES	242456	Not Required	NORWAY SAVINGS BANK	289702		
OK		122854	23	TOPSHAM BRANCH	688 US ROUTE 1	TOPSHAM	ME	0406	CUMBERLAND	UNITED STATES	491616	Not Required	NORWAY SAVINGS BANK	289702		
OK		355819	23	YAMBOUTH BRANCH	688 US ROUTE 1	YAMBOUTH	ME	0406	CUMBERLAND	UNITED STATES	491616	Not Required	NORWAY SAVINGS BANK	289702		

**Form FR Y-6
December 31, 2013
Norway Bancorp, MHC**

Report Item 4

1 Name & Address	2 Principal Occupation if other than with Bank Holding Company	3.a. Title & Position with Bank Holding Company	3.b. Title & Position with Subsidiaries	3.c. Title & Position with Other Businesses	4.a Percentage of Voting Shares in Bank Holding Company	4.b Percentage of Voting Shares in Subsidiary	4.c List of Names of Other companies if 25% or more of voting securities are held
Patricia W. Weigel Falmouth, Maine	N/A	President & CEO	President & CEO Norway Bancorp, Inc.	N/A	N/A	N/A	N/A
Brian E. Shibles Waterford, Maine	N/A	Executive Vice President & Treasurer	Executive VP & Treasurer Norway Bancorp, Inc.	N/A	N/A	N/A	N/A
Robert A. Harmon Raymond, Maine	N/A	Chairman, Board of Directors	Chairman, Board of Directors	N/A	N/A	N/A	N/A

