



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, **Mark T. Mickeriz**

Reporter's Name, Street, and Mailing Address

SIS Bancorp MHC

Legal Title of Holding Company

900 Main Street

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

Sanford ME 04073

City State Zip Code

same as above

Physical location (if different from mailing address)

Name of the Holding Company Director and Official

Pres/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.

Person to whom questions about this report should be directed:

Mark T. Mickeriz Pres/CEO

Name Title

207-608-4319

Area Code / Phone Number / Extension

207-490-5222

Area Code / FAX Number

mmickeriz@banksis.com

E-mail Address

www.banksis.net

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

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.

Mark Mickeriz
Signature of Holding Company Director and Official

2/24/14

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

3815054

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

*7/24/14 2nd review
Lmt*

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.

SIS Bancorp Inc

Legal Title of Subsidiary Holding Company

900 Main Street

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

Sanford ME 04073
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

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Legal Title of Subsidiary Holding Company

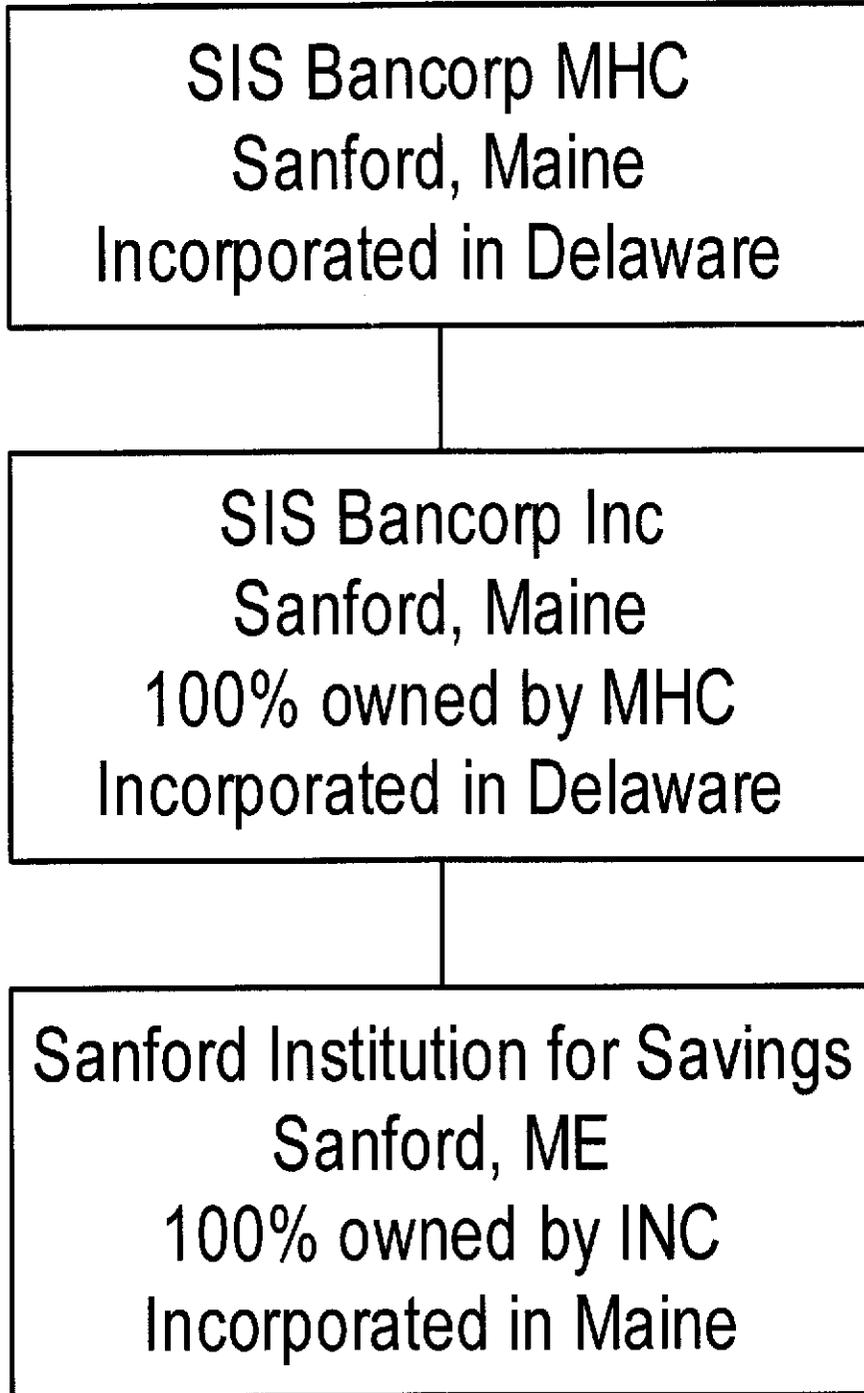
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

Physical location (if different from mailing address)

Form FR Y-6 – Report Item 2a

MHC Organization Chart
SIS Bancorp MHC
December 31, 2013



February 24, 2014

Ms. Eileen Mahoney
SSI Unit
Federal Reserve Bank of Boston
600 Atlantic Avenue
Floor H-3
Boston, MA 02210

Report Item 1:

An electronic audited consolidated financial statement completed by Baker, Newman and Noyes, LLC will be available by March 31, 2014. A copy will be submitted once the Bank receives the statement.

Report Item 2a (also see attachment "Form FR &-6 – Report Item 2a):

SIS Bancorp MHC
900 Main Street
PO Box 472
Sanford, ME 04073

SIS Bancorp Inc
900 Main Street
PO Box 472
Sanford, ME 04073
100% owned by MHC

Sanford Institution for Savings
900 Main Street
PO Box 472
Sanford, ME 04073
100% by INC

Report Item 2b (emailed excel spreadsheet to BOS.Statistics@bos.frb.org February 24, 2014):

Sanford Institution for Savings 900 Main Street, Sanford, ME 04073
Springvale Branch, 484 Main Street, Springvale, ME 04083

So. Sanford Branch, 1459 Main Street, Sanford, ME 04073
Limerick Branch, 32 Central Avenue, Limerick, ME 04048
Buxton Branch, 254 Long Plains Rd, Buxton, ME X
Waterboro Branch, Waterboro Crossing Shopping Center, 40 Sokokis Trail, E
Waterboro, ME 04030
York Branch, 408 US Route 1, York, ME 03909
Wells Branch, 1149 Post Road, Wells, ME 04090
Portsmouth Branch, 501 Islington Street, Portsmouth, NH 03801

Report Item 3:
Not relative

Report Item 4:

List of Officers for SIS Bancorp MHC

- (1) Mark T. Mickeriz
Sanford, ME
- (2) N/A
- (3)(a) President and Chief Executive Officer
- (3)(b) Director & President/CEO (Sanford Institution for Savings)
- (3)(c) N/A
- (4)(a) N/A
- (4)(b) N/A
- (4)(c) N/A

- (1) Roger Guerin
Sanford, ME
- (2) N/A
- (3)(a) Treasurer and Chief Financial Officer
- (3)(b) SVP/CFO (Sanford Institution for Savings)
- (3)(c) N/A
- (4)(a) N/A
- (4)(b) N/A
- (4)(c) N/A

- (1) Blaine A. Boudreau
Sanford, ME
- (2) N/A
- (3)(a) Corporate Secretary
- (3)(b) EVP/Lending & Business Development (Sanford Inst for Savings)
- (3)(c) N/A

(4)(a)	N/A
(4)(b)	N/A
(4)(c)	N/A

Contact Name:

Arline Hartley
ahartley@banksis.com
207-608-4328

Results: A list of branches for your depository institution: **SANFORD INSTITUTION FOR SAVINGS (ID_RSSD: 111205)**. This depository institution is held by **SIS BANCORP, MHC (3815054) of SANFORD, ME**. The data are as of **12/31/2013**. Data 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.
- 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
OK		Full Service (Head Office)	111205	SANFORD INSTITUTION FOR SAVINGS	900 MAIN STREET	SANFORD	ME	4073	YORK	UNITED STATES	11158		0 SANFORD INSTITUTION FOR SAVINGS
OK		Full Service	361804	BUXTON BRANCH	254 LONG PLAINS ROAD	BUXTON	ME	4093	YORK	UNITED STATES	22449		5 SANFORD INSTITUTION FOR SAVINGS
OK		Full Service	4208952	WATERBORO BRANCH	40 SOKOKIS TRAIL, WATERBORO CROSSING	EAST WATERBORO	ME	4030	YORK	UNITED STATES	359867		7 SANFORD INSTITUTION FOR SAVINGS
CHANGE	12/9/2013	Full Service	297109	LIMERICK BRANCH	32 CENTRAL AVE	LIMERICK	ME	4048	YORK	UNITED STATES	22440		4 SANFORD INSTITUTION FOR SAVINGS
OK		Full Service	4208934	SOUTH SANFORD BRANCH	1459 MAIN STREET	SANFORD	ME	4073	YORK	UNITED STATES	240588		3 SANFORD INSTITUTION FOR SAVINGS
OK		Full Service	370404	SPRINGVALE BRANCH	484 MAIN STREET	SPRINGVALE	ME	4083	YORK	UNITED STATES	240586		1 SANFORD INSTITUTION FOR SAVINGS
OK		Full Service	4208989	WELLS BRANCH	1149 POST ROAD	WELLS	ME	4090	YORK	UNITED STATES	433486		8 SANFORD INSTITUTION FOR SAVINGS
OK		Full Service	4208970	YORK BRANCH	408 US ROUTE 1	YORK	ME	3909	YORK	UNITED STATES	358960		6 SANFORD INSTITUTION FOR SAVINGS
OK		Full Service	4466510	ISLINGTON STREET BRANCH	501 ISLINGTON STREET	PORTSMOUTH	NH	3801	ROCKINGHAM	UNITED STATES	Not Required	Not Required	SANFORD INSTITUTION FOR SAVINGS

RSSD Tiering for:
 SIS BANCORP, MHC

Structure as of 20131231 and going downward

DMD

Seq Num	ID RSSD	Legal Name	Adtl	City	State/ Country	State/ Country Inc	Dist FRS	ARDF	Ent Type	Actv Code	Basis of Relationship	PCT
0001	3815054	SIS BANCORP, MHC		SANFORD	MAINE	DELAWARE	1	1	BHC	551111	Vtg Eqty	100
0002	3815090	SIS BANCORP, INC		SANFORD	MAINE	DELAWARE	1	1	BHC	551111	Vtg Eqty	100
0003	111205	SANFORD INSTITUTION FOR SAVINGS		SANFORD	MAINE	MAINE	1	1	SSB	52211	Vtg Eqty	100
0004	361804	✓BUXTON BRANCH		BUXTON	MAINE		1	0	DBR	0		
0005	4469510	✓SLINGTON STREET BRANCH*		PORTSMOUTH	NEW HAMPSHIRE		1	0	DBR	0		
0006	297109	✓LIMERICK BRANCH		LIMERICK	MAINE		1	0	DBR	0		
0007	4208934	✓SOUTH SANFORD BRANCH		SANFORD	MAINE		1	0	DBR	0		
0008	370404	✓SPRINGVALE BRANCH		SPRINGVALE	MAINE		1	0	DBR	0		
0009	4208952	✓WATERBORO BRANCH		EAST WATERBORO	MAINE		1	0	DBR	0		
0010	4208989	✓WELLS BRANCH		WELLS	MAINE		1	0	DBR	0		
0011	4208970	✓YORK BRANCH		YORK	MAINE		1	0	DBR	0		
		Total Number of Entities in the tree					11					
		Total Number of Unique Entities in the tree					11					

Tier Selection Criteria

RSSD Tiering for 3815054 SIS BANCORP, MHC
 As of Date 20131231
 Direction Down
 Selection Rule All Entities
 Branches - Domestic Institutions All Branches
 Branches - Foreign Institutions No Branches

Explanatory Notes

Entity Type	Description
BHC	BANK HOLDING COMPANY
DBR	DOMESTIC BRANCH OF A DOMESTIC BANK
SSB	STATE SAVINGS BANK

Primary Activity Code	Description
52211	COMMERCIAL BANKING
551111	OFFICES OF BANK HOLDING COMPANIES

Two asterisks (**) next to the Seq Num indicates that confidentiality is pending or granted.
 An asterisk (*) next to the Adtl Line Num denotes the Seq Num at which the offspring of this entity are listed.
 A dot dot notation (...) next to Legal Name denotes a circular relationship.
 Dist FRS is the district that denotes the physical location of the entity and ARDF is the regulating FRB.
 The ARDF is only applicable to BHCs, SLHCs, FBOs, Dis, and Edge/Agreement Corps.

