

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):

March 31, 2014

Month / Day / Year

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

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 ME 04401

City State Zip Code

99 Franklin Street, Bangor, Maine 04401

Physical location (if different from mailing address)

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:

James J. Conlon President & CEO

Name Title

207 942-5211

Area Code / Phone Number / Extension

207941-2713

Area Code / FAX Number

Jim.Conlon@bangor.com

E-mail 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.

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

Signature of Holding Company Director and Official
James J. Conlon, President & CEO 6/24/2014

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

RSSD ID 3547999
 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:
 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

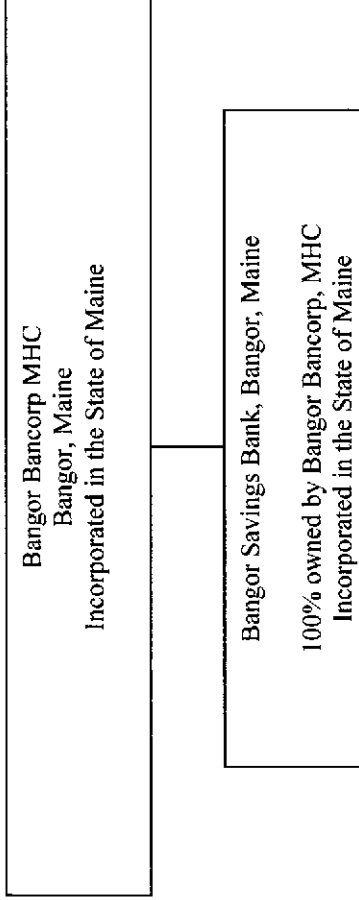
For Use By Tiered Holding Companies

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	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)
Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)
Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)
Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical location (if different from mailing address)	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, 2014
Organization Chart as of June 24, 2014



Results: A list of branches for your depository institution: BANGOR SAVINGS BANK (ID_RSSD: 419406). This depository institution is held by BANGOR BANKCORP. INC (3547999) of BANGOR, ME. The data are as of 03/31/2014. Data reflects information that was received and processed through 04/07/2014.

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 Subtables 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.

Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Number	Head Office	Office ID_RSSD*	Comments
Full Service (Head Office)	419406	BANGOR SAVINGS BANK	3 STATE STREET	BANGOR	ME	04401	PENOBSCOT	USA	12314	0	BANGOR SAVINGS BANK	419406	
Full Service	3183650	CAPITOL STREET BRANCH	77 CAPITOL STREET	AUGUSTA	ME	04330	KENNEBEC	USA	418495	50	BANGOR SAVINGS BANK	419406	
Full Service	4892779	WESTERN AVE BRANCH	274 WESTERN AVENUE	AUGUSTA	ME	04444	KENNEBEC	USA	537796	67	BANGOR SAVINGS BANK	419406	
Full Service	512400	BROADWAY ROAD BRANCH	652 BROADWAY ROAD	BANGOR	ME	04401	PENOBSCOT	USA	245304	1	BANGOR SAVINGS BANK	419406	
Full Service	3801280	FRANKLIN STREET BRANCH	99 FRANKLIN STREET	BANGOR	ME	04401	PENOBSCOT	USA	364967	47	BANGOR SAVINGS BANK	419406	
Full Service	1464092	HAMMOND STREET BRANCH	871 HAMMOND STREET	BANGOR	ME	04401	PENOBSCOT	USA	245310	12	BANGOR SAVINGS BANK	419406	
Full Service	492708	HOGAN ROAD BRANCH	687 HOGAN ROAD	BANGOR	ME	04401	PENOBSCOT	USA	245308	9	BANGOR SAVINGS BANK	419406	
Limited Service	3801271	MAIN AVE BRANCH	19 MAIN AVENUE	BANGOR	ME	04401	PENOBSCOT	USA	362005	45	BANGOR SAVINGS BANK	419406	
Full Service	4303567	BELFAST BRANCH	106 MAIN STREET	BELFAST	ME	04915	WALDO	USA	489976	60	BANGOR SAVINGS BANK	419406	
Full Service	461601	BELFAST OFFICE	7 BELMONT AVE	BELFAST	ME	04915	WALDO	USA	245305	2	BANGOR SAVINGS BANK	419406	
Full Service	499903	DRIVE-IN FACILITY	WASHINGTON & JEFFERSON STREETS	BIDDEFORD	ME	04005	YORK	USA	228067	56	BANGOR SAVINGS BANK	419406	
Full Service	469308	PEPPERELL MAIN OFFICE	163 MAIN STREET	BIDDEFORD	ME	04005	YORK	USA	8150	55	BANGOR SAVINGS BANK	419406	
Full Service	420701	BREWER BRANCH	425 WILSON STREET	BREWER	ME	04412	PENOBSCOT	USA	245309	10	BANGOR SAVINGS BANK	419406	
Full Service	465007	BUCKSPORT BRANCH	89 MAIN STREET	BUCKSPORT	ME	04416	HANCOCK	USA	180711	38	BANGOR SAVINGS BANK	419406	
Full Service	422808	CALAIS BRANCH	232 NORTH STREET	CALAIS	ME	04619	WASHINGTON	USA	180712	15	BANGOR SAVINGS BANK	419406	
Full Service	514507	CASTINE OFFICE	213 BATTLE AVENUE	CASTINE	ME	04421	HANCOCK	USA	180713	39	BANGOR SAVINGS BANK	419406	

**Form FR Y-6
Supplemental Non-Confidential
Bangor Bancorp, MHC
Fiscal Year Ending March 31, 2014**

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)	Percentage of Voting Shares in Holding Company	Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	List of Names of other companies (include percentages) if 25% or more of voting securities are held (list of names of companies and percentage of voting securities held)
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	N/A	N/A	N/A
Breen, Yellow Light, Etc., 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, Director, Maine Community Foundation	N/A	N/A	N/A
Canning, Geraldine R., Yarmouth, Maine	Managing Partner - Pine State Trading Company	Trustee	Director - Bangor Savings Bank, Director - Bangor Savings Bank Foundation	N/A	N/A	N/A	See Confidential
Canton, James J., Brewer, Maine	N/A	President and Trustee	President & CEO and Director - Bangor Savings Bank, President and Director - Bangor Savings Bank Foundation	Member - Maine Bankers Association, Corporator - Phillips-Shirland House, Member - Bangor Mechanics Association	N/A	N/A	N/A
Eaton, George F., II, Esq., Orono ME	Associate General Counsel and Senior Governance Advisor - Eastern Maine Healthcare Systems	Trustee	Director - Bangor Savings Bank, Director - Bangor Savings Bank Foundation	Member - Bangor Area Breakfast Rotary Club, Bangor YMCA Foundation, Member - All Souls Congregational Church, Member - Bucks Harbor Yacht Club, Corporator - Phillips-Shirland House, Board Advisory Services - Green Cole Family Foundation, Anchorage Properties, LLC - Spouse is sole member, Close Advisory/Counsel Relationship - Lafayette Hotels, Close Advisory/Counsel Relationship - Quirk Auto, Orono Board of Assessment Review	N/A	N/A	N/A
Edwards, John A., Falkmouth, Maine	N/A	N/A	Executive Vice President, Chief Banking Officer - Bangor Savings Bank	N/A	N/A	N/A	See Confidential
Hewell, 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	Trustee - Director	N/A	N/A	N/A

Maltz, Richard B., Hampden, Maine	N/A	N/A	Executive Vice President, Chief Risk Officer of Bangor Savings Bank	N/A	N/A	N/A	N/A
McGoldrick, Richard J., Cape Elizabeth, Maine	Chairman of Commercial Properties, Inc	Trustee	Director - Bangor Savings Bank, Director - Bangor Savings Bank Foundation	See Exhibit A	N/A	See Confidential	See 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; Director - Maine State Chamber of Commerce; Board of Directors- Maine Economic Research Institute	N/A	See Confidential	See Confidential
Newman, Martha G., Bangor, Maine	Confidential	Trustee	Director - Bangor Savings Bank, Director - Bangor Savings Bank Foundation	Director - Bangor Fuel Society; Member - Bangor Mechanics Association; Copropriator - Phillips-Shirland House; Member of Chapter A - PEO Sisterhood; Member - St. Paul The Apostles Parish	N/A	See Confidential	See Confidential
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 Member - Bangor YMCA Foundation; Finance Committee member - Bangor YMCA; Board of Trustees & Board Chairman, Unity College, Unity Maine; Board Member - Maine Health Access Foundation; Advisory Board Member - North Atlantic Venture Fund V on behalf of BSB	N/A	N/A	N/A
Purinton, 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	N/A	See Confidential	See Confidential
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 Mechanical Association, Copropriator - Community Health and Counseling Services; Director and Corporate Treasurer - James Sewell Company; Director - John Bepko Memorial High School; Director - Maine CFA Society; Member - Bangor Fuel Society.	N/A	N/A	N/A
Joyce Clark Samacki, Hampden, Maine	N/A	N/A	Executive Vice President, Chief Experience Officer	N/A	N/A	N/A	N/A

Chley Scott A. Brewer, Maine	Vice President - Corporate Services - Eastern Maine Healthcare Systems and President - Allied Healthcare Systems	Trustee	Director - Bangor Savings Bank, Director - Bangor Savings Bank Foundation	Trustee - Eastern Maine Workers Compensation Trust; Director - Maine Network for Health; Director Northeast Purchasing Coalition; Director - Associated Health Services, Inc.	N/A	N/A	N/A
Vincent Voronias, Portland, Maine	President/CEO - J B Brown & Sons	Trustee	Director - Bangor Savings Bank, Director - Bangor Savings Bank Foundation	President/CEO J B Brown & Sons, Waynflete School, Portland - Trustee	N/A	N/A	N/A
Susan Shoredon	N/A	N/A	Executive Vice President, Chief Retail & Delivery Officer	N/A	N/A	N/A	N/A

Form FR Y-6
 Item 4: Supplemental Non-Confidential
 Bangor Bancorp, MHC
 Fiscal year ending March 31, 2014

Name & Address	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	This & Position with Other Businesses (include names of other businesses)	Percentage of Voting Shares in Holding Company	Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	List of Names of other companies (includes partnerships) if 25% or more of voting securities are held (list of names of companies and percentage of voting securities held)
Barber, Kathryn L., Cape Elizabeth, Maine	Civic Leader	Trustee	Director - Bangor Savings Bank, Director - Bangor Savings Bank Foundation	Director - Piper Shoes Lifesant, Director - Maine Health, Director - Robotics Institute of Maine	N/A	N/A	N/A
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, Director, Maine Community Foundation	N/A	N/A	N/A
Canning, Geraldine R., Yarmouth, Maine	Managing Partner - Pine State Trading Company	Trustee	Director - Bangor Savings Bank, Director - Bangor Savings Bank Foundation	N/A	N/A	N/A	See Confidential
Conlon, James J., Brewer, Maine	N/A	President and Trustee	President & CEO and Director - Bangor Savings Bank, President and Director - Bangor Savings Bank Foundation	Member - Maine Bankers Association, Coprotator - Phillips-Strickland House, Member - Bangor Mechanics Association;	N/A	N/A	N/A
Eaton, George F., II, Esq., Orono, ME	Associate General Counsel and Senior Governance Advisor - Eastern Maine Healthcare Systems	Trustee	Director - Bangor Savings Bank, Director - Bangor Savings Bank Foundation	Member - Bangor Area Breakfast Rotary Club, Clerk - Bangor YMCA Foundation; Member - All Souls Congregational Church; Member - Bucks Harbor Yacht Club; Coprotator - Phillips-Strickland House; Board Advisory Services - Galen Cole Family Foundation, Anchorage Properties, LLC - Spouse is sole member; Close Advisory/Counsel Relationship - Lefayette Hotels; Close Advisory/Counsel Relationship - Clark Auld; Crono Board of Assessment Review	N/A	N/A	N/A
Edwards, John A., Fairbairn, Maine	N/A	N/A	Executive Vice President, Chief Banking Officer - Bangor Savings Bank	N/A	N/A	N/A	See Confidential
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	Trustee - Director	N/A	N/A	N/A

Matz, Richard B., Hampden, Maine	N/A	N/A	Executive Vice President, Chief Risk Officer of Bangor Savings Bank	N/A	N/A	N/A	N/A
McGonrick, Richard J., Cape Elizabeth, Maine	Chairman of Commercial Properties, Inc	Trustee	Director - Bangor Savings Bank; Director - Bangor Savings Bank Foundation	See Exhibit A	N/A	N/A	See 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, Rosebush Task Force; Bangor Museum and History Center; Director - Maine State Chamber of Commerce; Board of Directors - Maine Economic Research Institute	N/A	N/A	See Confidential
Newman, Martha G., Bangor, Maine	Confidential	Trustee	Director - Bangor Savings Bank; Director - Bangor Savings Bank Foundation	Director - Bangor Fuel Society; Member - Bangor Merchants Association; Corporator - Phyllis-Sirkland House; Member of Chapter A - PEO Sisterhood; Member - St. Paul The Apostolic Parish	N/A	N/A	See Confidential
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 Member - Bangor YMCA Foundation; Finance Committee member - Bangor YMCA; Board of Trustees & Board Chairman, Unity College, Unity Maine; Board Member - Maine Health Access Foundation; Advisory Board Member - North Atlantic Venture Fund V on behalf of BSB	N/A	N/A	N/A
Purpitt, William D., Maclester, 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	N/A	N/A	See Confidential
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; Corporator - Community Health and Counseling Services; Director and Corporate Treasurer - James Sewall Company; Director - John Beppit Memorial High School; Director - Maine CFA Society; Member - Bangor Fuel Society	N/A	N/A	N/A
Joyce Clark Sarnecki, Hampden, Maine	N/A	N/A	Executive Vice President, Chief Experience Officer	N/A	N/A	N/A	N/A

Cathy Scott A. Brewer, Maine	Vice President - Corporate Services - Eastern Maine Healthcare Systems and Presages - Allied Healthcare Systems	Trustee	Director - Bangor Savings Bank - Bangor Savings Bank Foundation	Trustee - Eastern Maine Workers Compensation Trust, Director - Maine Network for Health, Director Northeast Purchasing Coalition, Director - Associated Health Services, Inc	N/A	N/A	N/A
Vincent Veronesi, Portland, Maine	President/CEO - J.B. Brown & Sons	Trustee	Director - Bangor Savings Bank, Director - Bangor Savings Bank Foundation	President/CEO J.B. Brown & Sons, Weirfield School Portland - Trustee	N/A	N/A	N/A
Susan Swasey	N/A	N/A	Executive Vice President, Chief Retail & Delivery Officer	N/A	N/A	N/A	N/A