

Supervision, Regulation and
Credit Management

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

MAR 30 2015

RECEIVED

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, 2014

Month / Day / Year

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.

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's 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 VP, Controller

Name 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

Signature of Holding Company Director and Official

03/26/2015

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 1140127

C.I.

et 4/1/15

Does the reporter request confidential treatment for any portion of this submission?

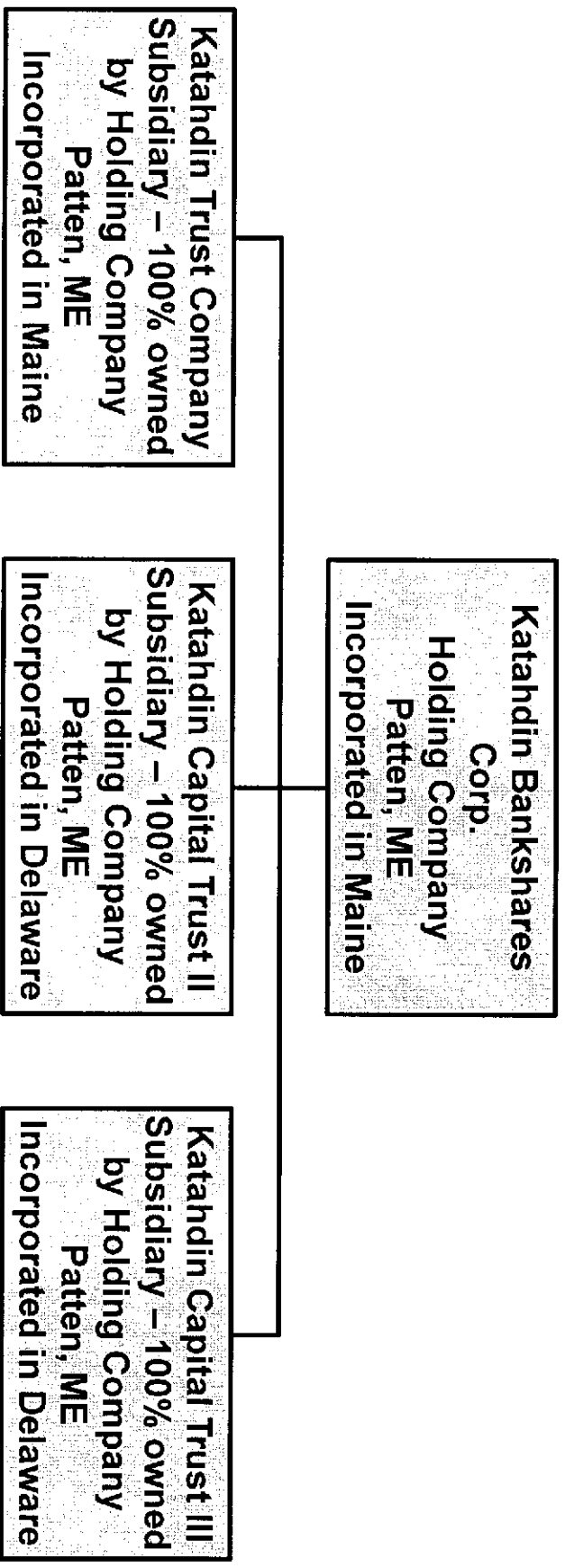
Yes Please identify the report items to which this request applies:

- 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

Report Item 2: Organization Chart

(1.)



- (2.) None
- (3.) None

Report Item 3: Shareholders

(1) **CEDE & Co.**
New York, NY/USA
Country of Incorporation – United States of America
1,992,423 shares of Common Stock = 58.52%

(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:	58.52% 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 26.39% 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
3. Title/Position: a. Director of Katahdin Bankshares Corp., Director of Katahdin Trust Company, c. Owner of S & R Corporation.
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
3. Title/Position: a. Director of Katahdin Bankshares Corp., b. Director of Katahdin Trust Company, c. Owner of Powers Roofing & Sheet Metal, Inc., Owner of B.J.J. Powers Enterprises, LLC, Partner in Aroostook County Redevelopment Association.
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
3. Title/Position:
 - a. Director of Katahdin Bankshares Corp., b. Director of Katahdin Trust Company, c. Owner of York Ford Sales, d. Owner of York Leasing, Inc., e. Owner of Freshstart Finance Company, f. Owner of Nature's Circle Farm.
4. % of each class:
 - a. Owner of 1.14% of stock in Katahdin Bankshares Corp., b. Owner of 25% of stock in York's of Houlton, c. Owner of 32.50% of stock in York Leasing Inc., Owner of 47.50% 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 MMFG 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 .39% 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. Nighthingale, 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.**

FR Y-6
For year-end December 31, 2014
Katahdin Bankshares Corp.
Main Street, P O Box 450
Patten, Maine 04765

Report Item 1a: Form 10-K filed with the Securities and Exchange Commission
None

Report Item 1b: Annual reports to shareholders
Enclosed

Results: A list of branches for your depository institution. KATAHDIN TRUST COMPANY (ID: R55D: 327305).
 This depository institution is held by KATAHDIN BANKSHARES CORPORATION (1340127) of PATTEN, ME.
 The data are as of 12/31/2014. Data reflects information that was received and processed through 01/07/2015.

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_R55D columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_R55D*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_R55D*	Comments
OK		Full Service	327305	KATAHDIN TRUST COMPANY	11 MAIN STREET	PATTEN	ME	04765	PENOBSCOT	UNITED STATES	8151	0	KATAHDIN TRUST COMPANY	327305	
OK		Full Service	114206	ASHLAND BRANCH	127 MAIN STREET	ASHLAND	ME	04732	AROSTOOK	UNITED STATES	240167	15	KATAHDIN TRUST COMPANY	327305	
OK		Full Service	431845	BROOKDAWK BRANCH	609 BROOKDAWK	BANGOR	ME	04401	PENOBSCOT	UNITED STATES	511152	18	KATAHDIN TRUST COMPANY	327305	
OK		Full Service	442049	SPRINGET DRIVE BRANCH	52 SPRINGET DRIVE	BANGOR	ME	04401	PENOBSCOT	UNITED STATES	510094	20	KATAHDIN TRUST COMPANY	327305	
OK		Full Service	377356	CARIBOU BRANCH	105 BENNETT DRIVE	CARIBOU	ME	04736	AROSTOOK	UNITED STATES	228074	6	KATAHDIN TRUST COMPANY	327305	
OK		Full Service	150802	LAGLE LAKE OFFICE	3400 ARDOSTOOK ROAD	LAGLE LAKE	ME	04738	AROSTOOK	UNITED STATES	202583	13	KATAHDIN TRUST COMPANY	327305	
OK		Full Service	307302	EASTON OFFICE	82 CENTER ROAD	EASTON	ME	04740	AROSTOOK	UNITED STATES	209571	9	KATAHDIN TRUST COMPANY	327305	
OK		Full Service	472103	FORT FAIRFIELD OFFICE	290 MAIN STREET	FORT FAIRFIELD	ME	04742	AROSTOOK	UNITED STATES	Not Required	Not Required	KATAHDIN TRUST COMPANY	327305	
OK		Full Service	4396103	HAMPDEN BRANCH	79 WEST MAIN STREET	HAMPDEN	ME	04444	AROSTOOK	UNITED STATES	530925	19	KATAHDIN TRUST COMPANY	327305	
OK		Full Service	139813	HOUATON BRANCH	65 NORTH STREET	HOUATON	ME	04730	AROSTOOK	UNITED STATES	228071	3	KATAHDIN TRUST COMPANY	327305	
OK		Full Service	139302	ISLAND FALLS BRANCH	1007 CHESTAL ROAD	ISLAND FALLS	ME	04742	AROSTOOK	UNITED STATES	228069	1	KATAHDIN TRUST COMPANY	327305	
OK		Full Service	307703	LIMESTONE BRANCH	35 MAIN STREET	LIMESTONE	ME	04750	AROSTOOK	UNITED STATES	202573	10	KATAHDIN TRUST COMPANY	327305	
OK		Full Service	2524304	MASS HILL BRANCH	280 MAIN STREET	MASS HILL	ME	04763	AROSTOOK	UNITED STATES	228073	5	KATAHDIN TRUST COMPANY	327305	
OK		Full Service	290206	OWAFIELD BRANCH	200 OWAFIELD SWYRNA ROAD	OWAFIELD	ME	04763	AROSTOOK	UNITED STATES	228072	2	KATAHDIN TRUST COMPANY	327305	
OK		Full Service	1850556	PRESCQUE ISLE BRANCH	6 NORTH STREET	PRESCQUE ISLE	ME	04074	AROSTOOK	UNITED STATES	228072	4	KATAHDIN TRUST COMPANY	327305	
OK		Full Service	4556774	SCARBOROUGH BRANCH	144 US ROUTE 1	SCARBOROUGH	ME	04074	CUMBERLAND	UNITED STATES	Not Required	Not Required	KATAHDIN TRUST COMPANY	327305	
OK		Full Service	369109	VAN BUREN BRANCH	79 MAIN STREET	VAN BUREN	ME	04785	AROSTOOK	UNITED STATES	202578	12	KATAHDIN TRUST COMPANY	327305	
OK		Full Service	287102	WASHBURN BRANCH	1282 MAIN STREET	WASHBURN	ME	04786	AROSTOOK	UNITED STATES	11086	14	KATAHDIN TRUST COMPANY	327305	