

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. § 3105(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.

I, Jon J. Prescott

Name of the Holding Company Director and Official

President & CFO

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

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. _____

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

December 31, 2015

Month / Day / Year

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

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.

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)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

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Legal Title of Subsidiary Holding Company

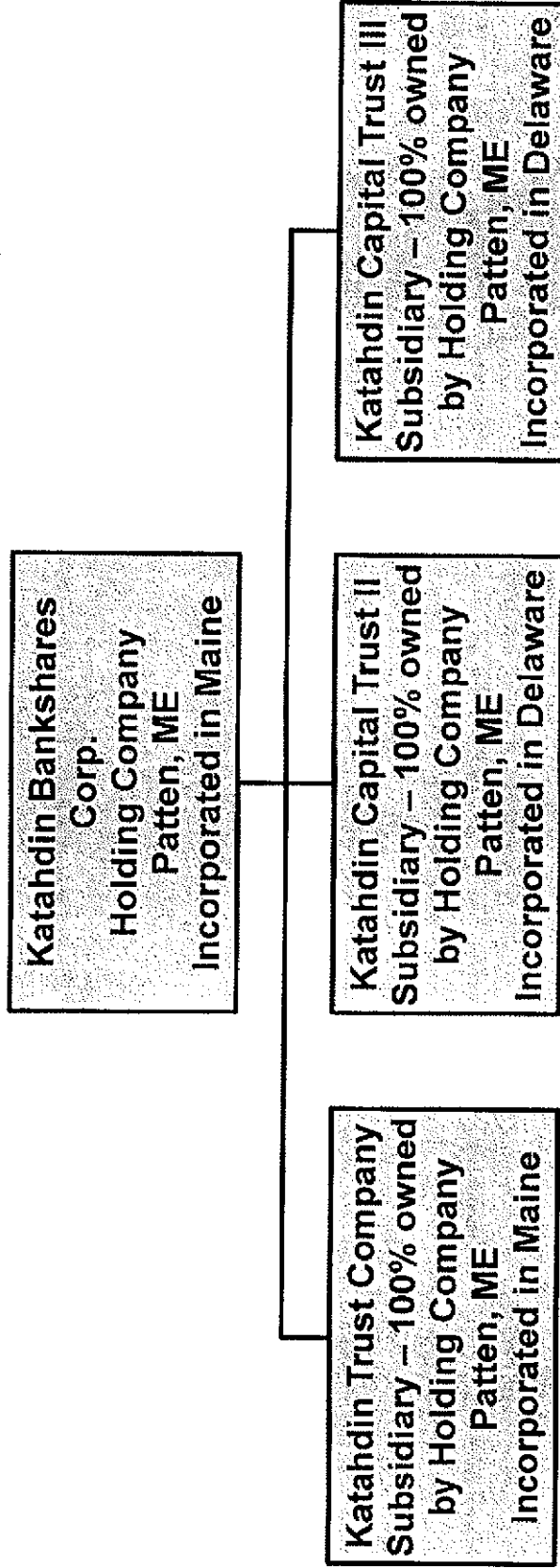
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

Physical Location (if different from mailing address)

Report Item 2: Organization Chart
(1.)

The LEI is N/A



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

Results: A list of branches for your depository institution: KATAHDIN TRUST COMPANY (ID: R5SD: 327305).
 This depository institution is held by KATAHDIN BANKSHARES CORPORATION (1140322) of PATTEN, ME.
 The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

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 Procedures

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_R5SD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_R5SD*	Popular Name	Street Address	City	State	Zip Code	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_R5SD*	Comments
OK		Full Service (Head Office)	327305	KATAHDIN TRUST COMPANY	11 MAIN STREET	PATTEN	ME	04785	UNITED STATES	8151		0 KATAHDIN TRUST COMPANY		
OK		Full Service	114208	ASHLAND BRANCH	17 MAIN STREET	ASHLAND	ME	04782	ARCOSTOOK	740167	15	15 KATAHDIN TRUST COMPANY	327305	
OK		Full Service	418157	BROADWAY BRANCH	609 BROADWAY	BANGOR	ME	04401	UNITED STATES	511152	18	18 KATAHDIN TRUST COMPANY	327305	
OK		Full Service	442083	SPRINGER DRIVE BRANCH	52 SPRINGER DRIVE	BANGOR	ME	04401	PENOBSCOT	531004	20	20 KATAHDIN TRUST COMPANY	327305	
OK		Full Service	377569	CARIBOU BRANCH	105 BENNETT DRIVE	CARIBOU	ME	04736	ARCOSTOOK	278074	6	6 KATAHDIN TRUST COMPANY	327305	
OK		Full Service	150802	EAGLE LAKE OFFICE	3440 ARCOSTOOK ROAD	EAGLE LAKE	ME	04739	UNITED STATES	202583	13	13 KATAHDIN TRUST COMPANY	327305	
OK		Full Service	107301	EASTON OFFICE	82 CENTER ROAD	EASTON	ME	04740	UNITED STATES	202570	8	8 KATAHDIN TRUST COMPANY	327305	
OK		Full Service	307301	FORT FAIRFIELD OFFICE	280 MAIN STREET	FORT FAIRFIELD	ME	04742	ARCOSTOOK	207571	9	9 KATAHDIN TRUST COMPANY	327305	
OK		Full Service	472051	FORT KENT BRANCH	79 WEST MAIN STREET	FORT KENT	ME	04743	ARCOSTOOK	Not Required	Not Required	19 KATAHDIN TRUST COMPANY	327305	
OK		Full Service	439503	HAMPTON BRANCH	57 WESTERN AVENUE	HAMPTON	ME	04444	PENOBSCOT	520915	3	3 KATAHDIN TRUST COMPANY	327305	
OK		Full Service	1189113	HOUULTON BRANCH	65 NORTH STREET	HOUULTON	ME	04730	ARCOSTOOK	278071	1	1 KATAHDIN TRUST COMPANY	327305	
OK		Full Service	139302	ISLAND FALLS BRANCH	1007 CRYSTAL ROAD	ISLAND FALLS	ME	04747	ARCOSTOOK	278069	1	1 KATAHDIN TRUST COMPANY	327305	
OK		Full Service	107703	LIMESTONE BRANCH	35 MAIN STREET	LIMESTONE	ME	04750	ARCOSTOOK	202573	10	10 KATAHDIN TRUST COMPANY	327305	
OK		Full Service	2524304	MARS HILL BRANCH	28 MAIN STREET	MARS HILL	ME	04758	ARCOSTOOK	278073	5	5 KATAHDIN TRUST COMPANY	327305	
OK		Full Service	290306	OAKFIELD BRANCH	200 OAKFIELD SW/VINA ROAD	OAKFIELD	ME	04763	ARCOSTOOK	278070	2	2 KATAHDIN TRUST COMPANY	327305	
OK		Full Service	185056	PRESQUE ILE BRANCH	6 NORTH STREET	PRESQUE ILE	ME	04759	ARCOSTOOK	278072	4	4 KATAHDIN TRUST COMPANY	327305	
OK		Full Service	455874	SCARBOROUGH BRANCH	144 US ROUTE 1	SCARBOROUGH	ME	04074	CUMBERLAND	Not Required	Not Required	14 KATAHDIN TRUST COMPANY	327305	
OK		Full Service	369208	VAN BUREN BRANCH	29 MAIN STREET	VAN BUREN	ME	04785	ARCOSTOOK	202578	32	32 KATAHDIN TRUST COMPANY	327305	
OK		Full Service	280201	WASHBURN BRANCH	1282 MAIN STREET	WASHBURN	ME	04786	ARCOSTOOK	11086	14	14 KATAHDIN TRUST COMPANY	327305	

FR Y-6
For year-end December 31, 2015
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

Report Item 3: Shareholders

- (1) **CEDE & Co.**
New York, NY/USA
Country of Incorporation – United States of America
2,044,323 shares of Common Stock = 60.05%

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: 60.05% 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 42.71% 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, Partner in Northern Maine Brewing Company.
 4. % of each class:
 - a. Owner of 1.26% of stock in Katahdin Bankshares Corp. b. 80% 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. Partner in Marden, Dubord, Bernier & Stevens, Law Office.
 4. % of each class:
 - a. Owner of 0.31% of stock in Katahdin Bankshares Corp., Owner of 10% of stock in Marden Dubord.

1. Name & Address:
2. Principal Occupation:
3. Title/Position:

Richard J. York, Houlton, ME/USA

Automobile Dealer

- 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, Owner of York Reinsurance Ltd.
- a. Owner of 1.06% of stock in Katahdin Bankshares Corp., b. Owner of 47.50% of stock in York's of Houlton, c. Owner of 47.50% of stock in York Leasing Inc., Owner of 47.50% of stock in Freshstart Finance Company, Owner of 47.50% of stock in York Reinsurance, Owner of 75% of stock in Nature's Circle.

1. Name & Address:
2. Principal Occupation:
3. Title/Position:

Kimberley A. Niles, Scarborough, ME/USA

Managing Director and CFO of Constant Energy Capital Management

- a. Director of Katahdin Bankshares Corp., b. Director of Katahdin Trust Company, partner in Constant Energy Management Capital, LLC, partner in Constant Energy Capital, LLC, partner in Small Enterprise Growth Fund (aka Maine Venture Fund), partner in Side x Side, Inc.
- Owner of 25% of stock in Constant Energy Management, LLC and 25% of stock of Constant Energy Capital, LLC. Does not own any stock in Katahdin Bankshares Corp.

1. Name & Address:
2. Principal Occupation:
3. Title/Position:

Jon J. Prescott, Houlton Falls, ME/USA

Bank Executive

- a. President & CEO, and Director of Katahdin Bankshares Corp., b. Director, President & CEO of Katahdin Trust Company, c. Director of MMG Insurance & Holding Company
- Owner of 1.51% of stock in Katahdin Bankshares Corp.

1. Name & Address:
2. Principal Occupation:
3. Title/Position:

Peter P. St. John, Winterville Plt., ME/USA

Banker

- No position with holding company, Executive Vice President, Commercial Services Officer of Katahdin Trust Company
- Owner of .39% of stock in Katahdin Bankshares Corp.

1. Name & Address:
2. Principal Occupation:
3. Title/Position:

Vicki J. Smith, Westfield, ME/USA

Marketing Executive

- No position with holding company, Senior Vice President, Marketing & Communications Officer of Katahdin Trust Company
- 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.

FRS

RSSD Tiering for:
 KATAHDIN BANKSHARES CORPORATION
 Structure as of 20151231 and going downward

Seq Num	ID RSSD	Legal Name	Addr	City	State/ Country	State/ Country Inc	Dist FRS	ARDF Ent Type	Actv Code	Basis of Relationship	PCT
✓ 0001	1140127	KATAHDIN BANKSHARES CORPORATION		PATTEN	MAINE	MAINE	1	1	BHC	551111	100
✓ 0002	3233881	KATAHDIN CAPITAL TRUST II		PATTEN	MAINE	DELAWARE	1	0	DEO	52599	100
✓ 0003	3414813	KATAHDIN CAPITAL TRUST III		PATTEN	MAINE	DELAWARE	1	0	DEO	52599	100
✓ 0004	327305	KATAHDIN TRUST COMPANY		PATTEN	MAINE	MAINE	1	1	NWB	52211	100
0005	114206	ASHLAND BRANCH		ASHLAND	MAINE	MAINE	1	0	DBR	0	
0006	4181457	BROADWAY BRANCH		BANGOR	MAINE	MAINE	1	0	DBR	0	
0007	3775569	CARIBOU BRANCH		CARIBOU	MAINE	MAINE	1	0	DBR	0	
0008	150802	EAGLE LAKE OFFICE		EAGLE LAKE	MAINE	MAINE	1	0	DBR	0	
0009	107301	EASTON OFFICE		EASTON	MAINE	MAINE	1	0	DBR	0	
0010	307307	FORT FAIRFIELD OFFICE		FORT FAIRFIELD	MAINE	MAINE	1	0	DBR	0	
0011	4721031	FORT KENT BRANCH		FORT KENT	MAINE	MAINE	1	0	DBR	0	
0012	4396103	HAMPOEN BRANCH		HAMPDEN	MAINE	MAINE	1	0	DBR	0	
0013	1189313	HOULTON BRANCH		HOULTON	MAINE	MAINE	1	0	DBR	0	
0014	139302	ISLAND FALLS BRANCH		ISLAND FALLS	MAINE	MAINE	1	0	DBR	0	
0015	107703	LIMESTONE BRANCH		LIMESTONE	MAINE	MAINE	1	0	DBR	0	
0016	2524304	MARS HILL BRANCH		MARS HILL	MAINE	MAINE	1	0	DBR	0	
0017	290306	OAKFIELD BRANCH		OAKFIELD	MAINE	MAINE	1	0	DBR	0	
0018	1850556	PRESQUE ISLE BRANCH		PRESQUE ISLE	MAINE	MAINE	1	0	DBR	0	
0019	4566774	SCARBOROUGH BRANCH		SCARBOROUGH	MAINE	MAINE	1	0	DBR	0	
0020	4420491	SPRINGER DRIVE BRANCH		BANGOR	MAINE	MAINE	1	0	DBR	0	
0021	369109	VAN BUREN BRANCH		VAN BUREN	MAINE	MAINE	1	0	DBR	0	
0022	280101	WASHBURN BRANCH		WASHBURN	MAINE	MAINE	1	0	DBR	0	

Total Number of Entities in the tree 22
 Total Number of Unique Entities in the tree 22

Tier Selection Criteria

RSSD Tiering for	As of Date	Direction	Selection Rule
1140127 KATAHDIN BANKSHARES CORPORATION	20151231	Down	All Entities
			All Branches
			All Branches
			Branches - Domestic Institutions
			Branches - Foreign Institutions

Two asterisks (**) next to the Seq Num indicates that confidentiality is pending or granted.
 An asterisk (*) next to the Addr Line Num denotes the Seq Num at which the offspring of this entity are listed.
 A dot 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.