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Supervision, Regulation and
Credit Department

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, 2015

Month / Day / Year

Not Applicable

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

I, Martin J. Geitz

Name of the Holding Company Director and Official

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 Name, Street, and Mailing Address

SBT Bancorp, Inc

Legal Title of Holding Company

PO Box 248

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

Simsbury CT 06070

City State Zip Code

86 Hopmeadow St, Simsbury, CT 06089

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:

Susan Presutti Assistant Secretary

Name Title

860-408-5493

Area Code / Phone Number / Extension

860-651-2075

Area Code / FAX Number

spresutti@simsburybank.com

E-mail Address

www.simsburybank.com

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

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 3385100
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.

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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FORM FR Y-6

Report Item 1

SBT Bancorp, Inc.

Fiscal Year Ending December 31, 2015

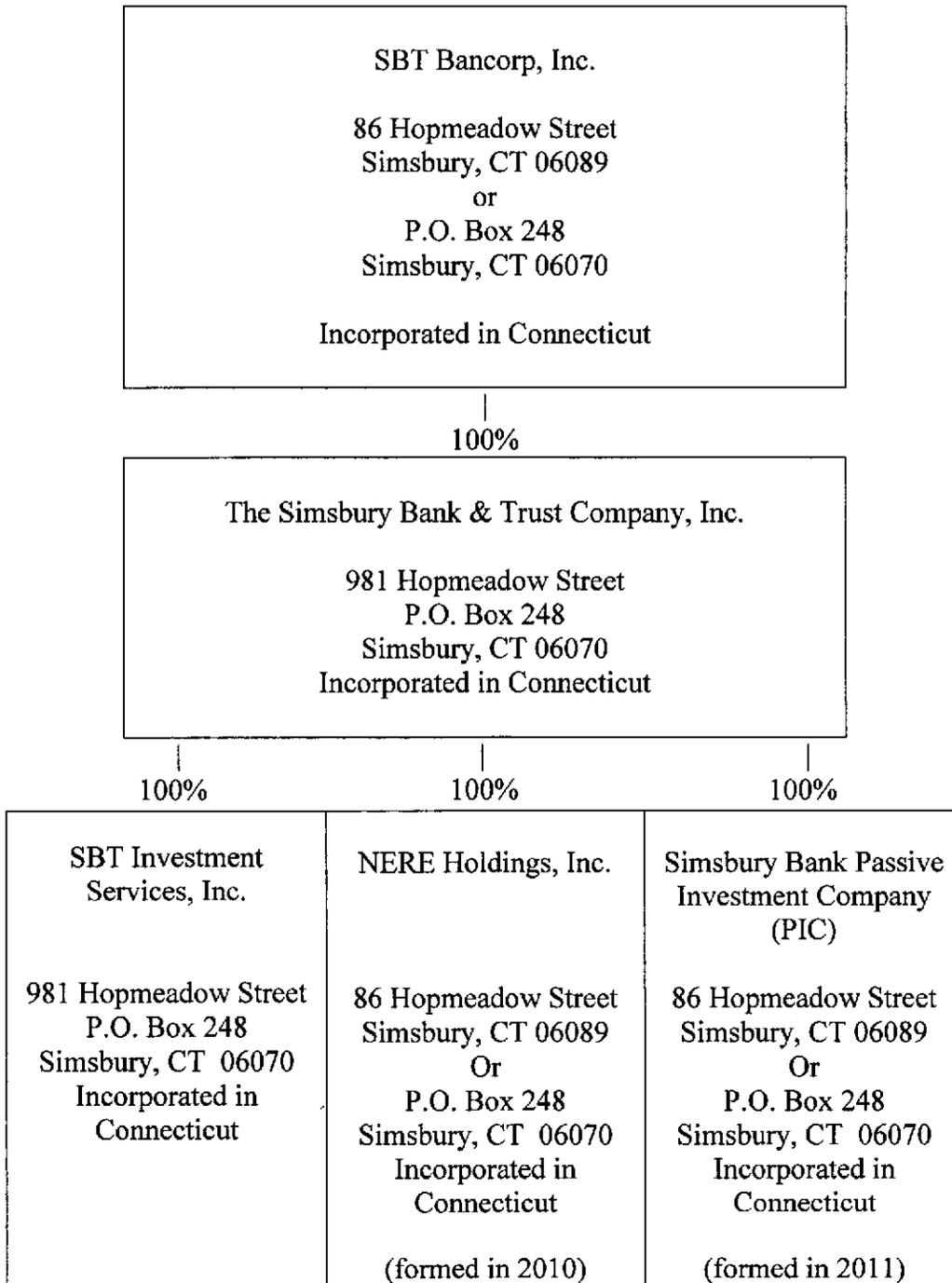
Annual Report

N/A – Registered with the SEC

FORM FR Y-6

Report Item 2

**SBT Bancorp, Inc.
Fiscal Year Ending December 31, 2015
Organizational Chart**



FORM FR Y-6

Report Item 3

**SBT Bancorp, Inc.
Simsbury, CT**

Fiscal Year Ending December 31, 2015

5% Shareholders

Name of Beneficial Owner	Amount and Nature Of Beneficial Ownership	Percent Of Class
Principal Shareholders		
Banc Fund VI L.P. Banc Fund VII L.P. Banc Fund VIII L.P. Banc Fund IX L.P. 20 North Wacker Drive Suite 3300 Chicago, IL 60606	102,618 (14)	7.5%
PRB Investors, L.P. PRB Advisors, L.L.C. Stephen J. Paluszek Andrew P. Bergman 245 Park Avenue, 39th Floor New York, New York 10167	78,300 (15)	5.8%
RMB Capital Holdings, LLC RMB Capital Management, LLC Iron Road Capital Partners, LLC RMB Mendon Managers, LLC 115 S. LaSalle Street 34th Floor Chicago, IL 60603	67,200 (16)	4.9%
Manulife Financial Corporation 200 Bloor Street East Toronto, Ontario, Canada, M4W 1E5 Manulife Asset Management (US) LLC 197 Clarendon Street Boston, Massachusetts 02116	96,233 (17)	7.1%

- (1) Consists of 0 shares owned by Banc Fund VI L.P. ("BF VI"), 45,981 shares owned by Banc Fund VII L.P. ("BF VII"), 35,454 shares owned by Banc Fund VIII L.P. ("BF VIII") and 21,183 shares owned by Banc Fund IX L.P. ("BF IX") and is based on information set forth in a Schedule 13G/A filed jointly on February 9, 2016 by BF VI, BF VII, BF VIII and BF IX, which are Illinois limited partnerships. The general partner of BF VI is MidBanc VI L.P. ("MidBanc VI"), whose principal business is to be a general partner of BF VI. The general partner of BF VII is MidBanc VII L.P. ("MidBanc VII"), whose principal business is to be a general partner of BF VII. The general partner of BF VIII is MidBanc VIII L.P.

("MidBanc VIII"), whose principal business is to be a general partner of BF VIII. The general partner of BF IX is MidBanc IX L.P. ("MidBanc IX"), whose principal business is to be a general partner of BF IX. MidBanc VI, MidBanc VII, MidBanc VIII and MidBanc IX are Illinois limited partnerships. The general partner of MidBanc VI, MidBanc VII, MidBanc VIII and MidBanc IX is The Banc Funds Company, L.L.C. ("TBFC"), whose principal business is to be a general partner of MidBanc VI, MidBanc VII, MidBanc VIII and MidBanc IX. TBFC is an Illinois corporation whose principal shareholder is Charles J. Moore. Mr. Moore has been the manager of BF VI, BF VII, BF VIII and BF IX since their respective inceptions. As manager, Mr. Moore has voting and dispositive power over the securities of the Company held by each of those entities. As the controlling member of TBFC, Mr. Moore controls TBFC, and therefore each of the partnership entities are directly and indirectly controlled by TBFC.

- (2) Consists of 78,300 shares that may be deemed beneficially owned by PRB Investors, L.P., a Delaware limited partnership ("PRB Investors"), PRB Advisors, L.L.C., a Delaware limited liability company ("PRB Advisors"), Stephen J. Paluszek, a United States citizen, and Andrew P. Bergman, a United States citizen (collectively, the "PRB Reporting Persons") and is based on information set forth in a Schedule 13G filed jointly on November 16, 2015 by the PRB Reporting Persons. The PRB Reporting Persons share voting and dispositive power of the 78,300 shares. PRB Advisors, Stephen J. Paluszek and Andrew P. Bergman disclaim beneficial ownership in the 78,300 shares except to the extent of their pecuniary interest therein. Stephen J. Paluszek is the principal of PRB Advisors, which is the General Partner of PRB Investors.
- (3) Consists of 67,200 shares for which RMB Capital Holdings, LLC, a Delaware limited liability company ("RMB Capital Holdings"), and RMB Capital Management, LLC, a Delaware limited liability company ("RMB Capital Management") share voting and dispositive power and is based on information set forth in a Schedule 13G filed jointly on February 1, 2016 by RMB Capital Holdings, RMB Capital Management, Iron Road Capital Partners, LLC, a Delaware limited liability company ("Iron Road"), and RMB Mendon Managers, LLC, a Delaware limited liability company ("RMB Mendon"). Of the 67,200 shares, Iron Road shares voting and dispositive power of 29,400 shares and RMB Mendon shares voting and dispositive power of 37,800 shares. RMB Capital Holdings is the Manager of RMB Capital Management, which is the Manager of Iron Road and RMB Mendon.
- (4) Consists of 0 shares owned by Manulife Financial Corporation, a Canadian corporation ("MFC"), and 96,233 shares owned by Manulife Asset Management (US) LLC, a Delaware limited liability company ("MAM (US)"), and is based on information set forth in a Schedule 13G filed jointly on February 16, 2016 by MFC and MAM (US). MAM (US), an indirect, wholly-owned subsidiary of MFC, has beneficial ownership of 96,233 shares. Through its parent-subsidiary relationship to MAM (US), MFC may be deemed to have beneficial ownership of these same shares.

SBT BANCORP, INC.
Fiscal Year ending December 31, 2015
Insiders

Names & Address	Principal Occupation if Other Than w/ Bank Hold. Co	Title & Position w/ Bank Hold. Co.	Title & Position w/ Subsidiaries	Title & Position w/ Other Businesses*	% Voting Shares in Bank Holding Co	% of Voting Shares in Subsids.	None	Other Companies if 25% or More of Voting Securities Are Held
Joan Bererford Southington, CT USA	n/a	None	SVP, Chief Mortgage & Cons. Lending Ops. & Svcs. Officer The Simsbury Bank & Trust Co., Inc.	None	0.09%	0.00%	None	
Gary W. Burdick Simsbury, CT USA	n/a	None	SVP, Chief Commercial Banking Officer The Simsbury Bank & Trust Co., Inc.	None	0.36%	0.00%	None	
Robert J. Bogino Avon, CT USA	Retired	Chairman of Board, SBT Bancorp, Inc.	Chairman of Board, The Simsbury Bank & Trust Co., Inc.	Trustee of various family trusts	2.02%	0.00%	None	
			Chairman of Board, SBT Investment Services, Inc.					
			Director, NERE Holdings, Inc.					
			Director, Simsbury Bank Passive Investment Company					
James T. Fleming Simsbury, CT USA	Executive, Auto Trade Association	Director	Director The Simsbury Bank & Trust Co., Inc.	President, CT Auto-motive Retailers Assoc. Secretary and Treasurer, Greater Hartford Auto Dealers Association Frdnh. Commissioner, Simsbury Police Commission Board member, Simsbury	0.14%	0.00%	None	

SBT BANCORP, INC.
Fiscal Year ending December 31, 2015
Insiders

Names & Address	Principal Occupation If Other Than w/ Bank Hold. Co	Title & Position w/ Bank Hold. Co.	Title & Position w/ Subsidiaries	Title & Position w/ Other Businesses*	% Voting Shares in Bank Holding Co	% of Voting Shares in Subsids.	Other Companies if 25% or More of Voting Securities Are Held
				Cemetery Association			
				Chairman of the Board of Managers, Hartford Downtown YMCA			
				Board member, Automotive Trade Association Executives			
				Corporator, Saint Francis Hospital			
Martin J. Gaiz Glastonbury, CT USA	n/a	President, CEO	Director, President & CEO, The Sinsbury Bank & Trust Co., Inc.	Board member, FHLB Boston	2.53%	0.00%	None
			Director & President, SBT Investment Services, Inc.	President, Connecticut Community Bankers Association			
			Director & President, NERE Holdings, Inc.	Trustee and Treasurer, Simsbury Free Library			
			Director & President, Simsbury Bank Passive Investment Company	Trustee, McLean Affiliates, Inc.			
Gary R. Kevorkian West Simsbury, CT USA	Attorney	Director & Secretary	Secretary The Sinsbury Bank & Trust Co., Inc.	Attorney at Law, owner, Kevorkian & Associates, LLC	3.85%	0.00%	Kevorkian & Associates, LLC Newington Sovereign Bank Plaza, LLC Tariffville Properties GRC, LLC Contingency remainder beneficiary of two family-related trusts
Jerry Long Bloomfield, CT USA	Executive, Technology	Director	Director The Sinsbury Bank &	Founder & CEO, PCC Technology Group	0.35%	0.00%	PCC Technology Group, LLC

SBT BANCORP, INC.
Fiscal Year ending December 31, 2015
Insiders

Names & Address	Principal Occupation if Other Than w/ Bank Hold. Co	Title & Position w/ Bank Hold. Co.	Title & Position w/ Subsidiaries	Title & Position w/ Other Businesses*	% Voting Shares in Bank Holding Co	% of Voting Shares in Subsids.	None	Other Companies if 25% or More of Voting Securities Are Held
			Trust Co., Inc.	Chairman, Bloomfield Economic Development Commission				
				Board member, Hartford Youth Scholars Fndtn.				
				Board member, Rideshare				
				Board member, Bloomfield (CT) Chamber of Commerce				
				Board member, Hebrew Home Corporation				
Nicholas B. Mason Simsbury, CT USA	Retired	Director	Director The Simsbury Bank & Trust Co., Inc.	Board President, Farmington Valley Visiting Nurse Association	0.45%	0.00%	None	
				Treasurer, Simsbury Community Television, Inc.				
				Treasurer, Old Drake Hill Flower Bridge				
				Member, Town of Simsbury Pension Committee and Insurance Committee				
				Director and Treasurer, Powder Forest Homeowners Association, Inc.				
				Member, Simsbury Chamber of Commerce Government				

SBT BANCORP, INC.
Fiscal Year ending December 31, 2015
Insiders

Names & Address	Principal Occupation if Other Than w/ Bank Hold. Co	Title & Position w/ Bank Hold. Co.	Title & Position w/ Subsidiaries	Title & Position w/ Other Businesses*	% Voting		Other Companies if 25% or More of Voting Securities Are Held
					Shares in Bank Holding Co	% of Voting Shares in Subsids.	
			Affairs Committee				
			Board Member, Simsbury Board of Finance				
Jocelyn Mitchell Canton, CT USA	n/a	None	SVP, Chief Retail Banking Officer The Simsbury Bank & Trust Co., Inc.	Board member, Farmington Valley YMCA	0.01%	0.00%	None
Michael D. Nicastro Bristol, CT USA	SVP & Marketing, Service Provider to Banks	Director	Director The Simsbury Bank & Trust Co., Inc.	SVP & Chief Mktg. Officer Conn. Online Computer Center President, Chambers Benefit Centers Leadership Cabinet	0.23%	0.00%	None.
			Board member, Continuity Control				
			Board member, Connecticut Rivers Council of the Boy Scouts of America				
			Board member, American Clock and Watch Museum				
Peter C. Pabich West Simsbury, CT USA	Certified Financial Planner	Director	Director The Simsbury Bank & Trust Co., Inc.	APW Wealth Advisors, LLC	0.07%	0.00%	None

SBT BANCORP, INC.
Fiscal Year ending December 31, 2015
Insiders

Names & Address	Principal Occupation if Other Than w/ Bank Hold. Co	Title & Position w/ Bank Hold. Co.	Title & Position w/ Subsidiaries	Title & Position w/ Other Businesses*	% Voting Shares in Bank Holding Co	% of Voting Shares in Subsid.	% of Voting Securities Are Held	Other Companies if 25% or More of Voting Securities Are Held	
Joseph F. Pagliarini North Providence, RI USA	n/a	None	SVP, Chief Mortgage & Cons. Lending Sales Officer The Simsbury Bank & Trust Co., Inc.	None	0.07%	0.00%	None		
Richard J. Sudol New Britain, CT USA	n/a	SVP, CFO & Treasurer	SVP & CFO & Treasurer The Simsbury Bank & Trust Co., Inc.	None	0.30%	0.00%	None		
			Treasurer, SBT Investment Services, Inc.						
			Treasurer, NERE Holdings, Inc.						
			Treasurer, Simsbury Bank Passive Investment Company						
Ann G. Taylor Simsbury, CT USA	SVP, Sr. Exec. Hospital	Director	Director The Simsbury Bank & Trust Co., Inc.	Executive Vice President & Chief Administrative Officer, Connecticut Children's Medical Center	0.24%	0.00%			
David W. Sessions New Hartford, CT USA	Executive, Construction	Vice Chairman	Vice Chairman The Simsbury Bank & Trust Co., Inc.	President & Treas., CASLE Corp.	1.39%	0.00%	CASLE Corp. Sessions Family Associates 2 Northwestern Drive Associates LLC Canton Commerce Center Associates LLC Bloomfield Medical Office Assoc. 406 Medical Associates LLC		

SBT BANCORP, INC.
Fiscal Year ending December 31, 2015
Insiders

Names & Address	Principal Occupation if Other Than w/ Bank Hold. Co	Title & Position w/ Bank Hold. Co.	Title & Position w/ Subsidiaries	Title & Position w/ Other Businesses*	% Voting Shares in Bank Holding Co	% of Voting Shares in Subsid.	APM Associates	Other Companies if 25% or More of Voting Securities Are Held
			Vice Chairman, NERE Holdings, Inc.	Member, New Hartford Democratic Town Committee				
			Vice Chairman, Simsbury Bank Passive Investment Company	Founder/Director, Nights at the Beekley Concert Series to benefit of Beekley Memorial Library				
Penny R. Woodford Avon, CT USA	Real Estate Agent	Director	Director The Simsbury Bank & Trust Co., Inc.	Real Estate Agent Coldwell Banker Residential Brokerage	0.31%	0.00%	None	
				Chair, Nominating Committee, Avon Republican Town Committee				

*This column also includes officer positions in not-for-profit organizations