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)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 502, and 511(a)); and sections 113, 165, 312, 616, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

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. If the holding company is an ESOP/EOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I, Paul Andersen
Name of the Holding Company Director and Officer
President and 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.

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
03/07/2017

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

RSSID ID
C.I.

This report form is to be filed by all top-tier bank holding companies, top-tier savings and loan holding companies, and U.S. intermediate 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.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2016
Month / Day / Year

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

Reporter's Name, Street, and Mailing Address
Androscoggin Bancorp MHC
Legal Title of Holding Company
PO Box 1407
(Mailing Address of the Holding Company) Street / P.O. Box
Lewiston
City ME 04243-1407
State Zip Code

30 Lisbon St
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Robin Robbins
Name SVP and Treasurer
Title

207-376-3650
Area Code / Phone Number / Extension
207-786-4782
Area Code / Fax Number

robbins@androscogginbank.com
E-mail Address

www.androscogginbank.com
Address (URL) for the Holding Company's web page

Is confidential treatment requested for any portion of this report submission?
☐ Yes
☐ No

In accordance with the General Instructions for this report (check only one):
1. a letter justifying this request is being provided along with the report
☐
2. a letter justifying this request has been provided separately
☐

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled "confidential."

12/2016
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:

Androscoggin Bancorp Inc
Legal Title of Subsidiary Holding Company
PO Box 1407
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
Lewiston ME 04243-1407
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
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
Physical Location (if different from mailing address)

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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
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
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
Physical Location (if different from mailing address)

12/2012
Form FR Y-6
Androscoggin Bancorp, MHC
PO Box 1407
30 Lisbon Street
Lewiston, ME 04240
Fiscal Year Ending December 31, 2016

Report Item

1: The BHC is not required to prepare form 10K with the SEC.

The BHC does not prepare an annual report for its shareholders. A copy of the audited financial statements and a no material weakness letter are attached for review.

2a: Organizational Chart (Legal Entity Identifier – NA)

Androscoggin Bancorp, MHC
Lewiston, ME
Incorporated in Maine

Androscoggin Bancorp, Inc. 100%
Lewiston, ME
Incorporated in Delaware

Androscoggin Savings Bank 100%
Lewiston, ME
Incorporated in Maine

ASB Corporation 100%
Lewiston, ME
Incorporated in Maine

Portland Trust Company 51%
Portland, ME
Incorporated in Maine

2b: Domestic Branch Listing

3: Securities holders

Androscoggin Bancorp, MHC
No shareholders

Androscoggin Bancorp, Inc.
1a. 100% owned by Androscoggin Bancorp, MHC
1b. Androscoggin Bancorp, MHC Lewiston, ME
1c. USA
300 shares common stock $0.10 par value

Androscoggin Savings Bank
1a. 100% owned by Androscoggin Bancorp, Inc
1b. Androscoggin Bancorp, Inc., Lewiston, ME
1c. USA
300 shares common stock $1.00 par value

3: Insiders

There was no change in ownership during the year 2016.

See attached

P:\ACCOUNTN\BHC\FR Y-6 123116.doc
Results: A list of branches for your depository institution: ANDROSOCOGIN SAVINGS BANK (ID: RSSID: 132107).
This depository institution is held by ANDROSOCOGIN BANCORP, MHC (2710796) of LEWISTON, ME.
The data are as of 12/31/2016. Data reflects information that was received and processed through 01/10/2017.

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

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID RSSID*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>FDIC UNINC#</th>
<th>Office #</th>
<th>Head Office</th>
<th>Head Office ID RSSID*</th>
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<td>30 LISBON STREET</td>
<td>LEWISTON</td>
<td>ME</td>
<td>04240</td>
<td>ANDROSOCOGIN</td>
<td>11706</td>
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<td>MINOT AVENUE BRANCH</td>
<td>683 MINOT AVE</td>
<td>AUBURN</td>
<td>ME</td>
<td>04210</td>
<td>ANDROSOCOGIN</td>
<td>242688</td>
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<td>259003</td>
<td>TURNER STREET BRANCH</td>
<td>649 TURNER STREET, SUITE 300</td>
<td>AUBURN</td>
<td>ME</td>
<td>04210</td>
<td>ANDROSOCOGIN</td>
<td>742656</td>
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<td>BATH ROAD BRANCH</td>
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<td>ME</td>
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<td>CUMBERLAND</td>
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<td>CUMBERLAND</td>
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<td>GRAY BRANCH</td>
<td>24 PORTLAND ROAD</td>
<td>GRAY</td>
<td>ME</td>
<td>04039</td>
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<td>JAY BRANCH</td>
<td>6 ANDROSOCOGIN LANE, JAY PLAZA</td>
<td>JAY</td>
<td>ME</td>
<td>04239</td>
<td>FRANKLIN</td>
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<td>LEBON FALLS</td>
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<td>242693</td>
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<td>PORTLAND</td>
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<td>04281</td>
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<td>TURNER BRANCH</td>
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<td>TURNER</td>
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<td>ANDROSOCOGIN</td>
<td>227823</td>
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<td>ANDROSOCOGIN SAVINGS BANK</td>
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</table>
## 4. Insiders

<table>
<thead>
<tr>
<th>Name, City &amp; State</th>
<th>Principle Occupation if other than with Bank Holding Co.</th>
<th>Title &amp; Position w/Bank Holding Co.</th>
<th>Title &amp; Position w/Subsidiaries</th>
<th>Title &amp; Position w/Other Businesses</th>
<th>Percentage of Voting Shares in Bank Holding Co.</th>
<th>Percentage of Voting Shares in Subsidiaries</th>
<th>Other Companies w/25% or more of voting securities are held</th>
</tr>
</thead>
<tbody>
<tr>
<td>Paul H. Andersen</td>
<td>n/a</td>
<td>Director &amp; President/CEO</td>
<td>President CEO</td>
<td>None</td>
<td>None</td>
<td>None</td>
<td>None</td>
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<tr>
<td>New Gloucester, ME</td>
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<tr>
<td>Steven Bonville</td>
<td>n/a</td>
<td>Director</td>
<td>Director</td>
<td>None - retired</td>
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<td>None</td>
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<tr>
<td>Cumberland Foreside, ME</td>
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<tr>
<td>Steven A. Cissinger</td>
<td>n/a</td>
<td>Director</td>
<td>Director</td>
<td>N/A</td>
<td>None</td>
<td>None</td>
<td>None</td>
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<td>Portland, ME 04272</td>
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<tr>
<td>John L. Goodwin</td>
<td>n/a</td>
<td>Well Drilling</td>
<td>Director</td>
<td>President</td>
<td>None</td>
<td>None</td>
<td>Goodwin, Well &amp; Water, Inc. (45%)</td>
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<tr>
<td>Turner, ME 04282</td>
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<td>Bear Pond Corp. (50%)</td>
</tr>
<tr>
<td>Priscilla F. Maximo</td>
<td>Attorney</td>
<td>Director Chairman</td>
<td>Director Chairman</td>
<td>Attorney</td>
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<tr>
<td>Falmouth, ME 04105</td>
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<tr>
<td>Michel M. Ouellet</td>
<td>Construction</td>
<td>Director</td>
<td>Director</td>
<td>President</td>
<td>None</td>
<td>None</td>
<td>Ouellet Construction (100%) Coastal Realty, LLC Starfish Realty, LLC</td>
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<td>Brunswick, ME 04011</td>
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<tr>
<td>Jean Mattimore</td>
<td>Hospital Health Practitioner</td>
<td>Director</td>
<td>Director</td>
<td>Hospital Health Practitioner (private practice)</td>
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<tr>
<td>Wendy Bean</td>
<td>CPA</td>
<td>Director</td>
<td>Director</td>
<td>CPA</td>
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<tr>
<td>Manchester, ME 04351</td>
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<tr>
<td>Foster A. Stewart, Jr.</td>
<td>Attorney</td>
<td>Director</td>
<td>Director</td>
<td>Attorney</td>
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<tr>
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<tr>
<td>Neil Kelly</td>
<td>n/a</td>
<td>Executive V.P.</td>
<td>Executive V.P.</td>
<td>Non</td>
<td>None</td>
<td>None</td>
<td>Maine Commercial Financing, LLC Blue Horse Properties, LLC Blue Horse Enterprise, LLC Portland Mortgage Group, LLC Willow Properties</td>
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<td>Falmouth, ME 04101</td>
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<tr>
<td>Name, City &amp; State</td>
<td>Principal Occupation if other than with Bank Holding Co.</td>
<td>Title &amp; Position w/Bank Holding Co.</td>
<td>Title &amp; Position w/Other Businesses</td>
<td>Percentage of Voting Shares in Bank Holding Co.</td>
<td>Percentage of Voting Shares in Subsidiaries</td>
<td>Other Companies w/25% or more of voting securities are held</td>
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<tr>
<td>David M. Elbridge</td>
<td>n/a</td>
<td>n/a</td>
<td>Sr. Vice President Commercial</td>
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<td>Christopher J. Logan</td>
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<td>Executive V.P. Commercial</td>
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<tr>
<td>Julie Buffington</td>
<td>n/a</td>
<td>n/a</td>
<td>Sr. Vice President</td>
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<td>Jeffrey D. Smith</td>
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<td>n/a</td>
<td>Sr. Vice President</td>
<td>None</td>
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<td>James Kacor</td>
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<td>Sr. Vice President CFO</td>
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<td>Scarborough, ME,</td>
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<td>Jennifer Seckings</td>
<td>n/a</td>
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<td>Bruce J. Miller</td>
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<td>Vice President Credit Admin Officer</td>
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<tr>
<td>Joseph E. Farris</td>
<td>n/a</td>
<td>n/a</td>
<td>VP/Manager of Mortgage Lending</td>
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