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FR Y-6
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MAR 28 2017

Board of Governors of the Federal Reserve System

Supervision, Regulation and
Credit Department

572
5/1/17



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), 602, and 611a); and sections 113, 165, 312, 618, 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.

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.

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/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

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

I, Chester A. Rice
Name of the Holding Company Director and Official
Chairman of the Board

Damariscotta Bankshares, Inc.

Legal Title of Holding Company

PO Box 999

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

Damariscotta ME 04543-0999

City State Zip Code

25 Main Street, Damariscotta, ME 04543

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:

Grace S. Shorey Treasurer

Name Title

207-563-8121 - 121

Area Code / Phone Number / Extension

207-563-2309

Area Code / FAX Number

gshorey@damariscottabank.com

E-mail Address

www.damariscottabank.com

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

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.

Chester A. Rice

Signature of Holding Company Director and Official

03/17/2017

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

RSSD ID 1143285
C.I.

Is confidential treatment requested for any portion of this report submission?

0=No 1=Yes 0

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 as "confidential."

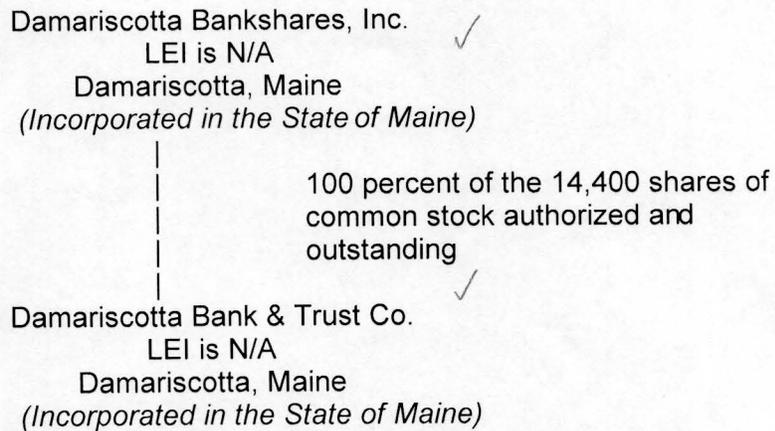


Damariscotta Bankshares, Inc.
 Damariscotta, Maine
 Fiscal Year Ending December 31, 2016

Item 1: Annual Report to Shareholders

Damariscotta Bankshares, Inc. prepares an annual report for its shareholders and is not registered with the SEC. 2 copies are enclosed.

Item 2a: Organization Chart



Item 2b: Domestic Branch Listing

See page 4

Item 3: (1)(a)(b)(c) Securities Holders

(1)(a) Name/Address	(1)(b) Citizenship/ Incorporation	(1)(c) <u>Common</u> # Of shares	(1)(c) <u>Stock</u> % Of total
John R. Hilton Damariscotta, ME USA	USA	96,903	7.5
Damariscotta Bankshares, Inc. ESOP Damariscotta, ME USA	USA	77,809	6.0
Rebecca L. Bickmore Damariscotta, ME USA	USA	86,234	6.7

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John E. Reny Round Pond, ME USA	USA	110,762	8.6
Samuel E. Roberts Nobleboro, ME USA	USA	65,663	5.1

ESOP Trustees:

John C. Harris	John E. Reny
Allen D. Holmes	Chester A. Rice
Clayton N. Howard	Gary E. Sukeforth
Scott D. Conant	Dale E. Leighton

ESOP Voting Provisions:

5.5 VOTING OF EMPLOYER STOCK. Employer stock held by the trustee for a participant's account shall be voted by the trustee as the administrator directs in writing; provided, however, that if employer stock is allocated to a participant's account the participant shall direct the trustee as to the manner in which such employer stock is voted only with respect to a corporate matter which by charter of the employer or operation of Maine law must be decided by more than a majority vote of outstanding employer stock voted.

Item 3: (2)(a)(b)(c) Securities Holders Not Listed Above

(2)(a) Name/Address	(2)(b) Citizenship/ Incorporation	(2)(c) <u>Common</u> # Of shares	(2)(c) <u>Stock</u> % Of total
Clayton N. Howard Damariscotta, ME USA	USA	65,313	5.1
Camden National Corporation Camden, ME USA	USA	72,711	5.7

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Item 4 – Insiders

Name and Address (1)	Principal occupation (2)	Title and position with Holding Co. (3)(a)	Title and position with Bank (3)(b)	Title and position with other Businesses (3)(c)	Percentage of Holding Co. voting shares (4)(a)	Percentage of Bank voting shares (4)(b)	Other companies, securities held (4)(c)	percentage of voting
John C. Harris South Bristol, ME USA	Retired	Director	Director	None	3.2	None	None	
Allen D. Holmes Belfast, ME USA	Retired	Director	Director	Co-owner	0.1	None	Holmes Greenhouse and Florist 50%	
Clayton N. Howard Damariscotta, ME USA	Attorney	Director and Clerk	Director and Clerk	President	3.5	None	Howard & Bowie 100%	
Dale E. Leighton Union, ME USA	Modular Home Sales	Director	Director	President	0.1	None	The Leighton Group, Inc. 100%	
John E. Reny Round Pond, ME USA	Retail	Vice Chairman of the Board	Vice Chairman of the Board	President	8.6	None	R H Reny, Inc. 42%	
Chester A. Rice Damariscotta, ME USA	Retired	Chairman of the Board	Chairman of the Board	President	1.1	None	K.E.A., Inc. 100%	
Gary E. Sukeforth Union, ME USA	Grocery Store Owner	Director	Director	President	0.0	None	GES, Inc. 100%	
Scott D. Conant Damariscotta, ME USA	Banking	President	President & CEO	None	0.7	None	None	
Grace S. Shorey Alna, ME USA	Banking	Treasurer	VP and Treasurer	None	0.0	None	None	

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Item 2b - Domestic Branch Verification

Data Action	Effective Date	Branch Service Type	Branch ID RSSD	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM	Office Number	Head Office	Head Office ID RSSD*	Comments
OK		Full Service (Head Office)	530703	DAMARIS-COTTA BANK & TRUST CO.	25 MAIN STREET	DAMARIS-SCOTTA	ME	04543	LINCOLN	USA	14460	0	DAMARIS-COTTA BANK & TRUST CO.	530703	
OK		Full Service	3149357	RENY'S BELFAST PLAZA BRANCH	1 BELMONT AVENUE	BELFAST	ME	04915	WALDO	USA	251925	3	DAMARIS-COTTA BANK & TRUST CO.	530703	
OK		Full Service	3942736	619 MAIN STREET BRANCH	619 MAIN STREET	DAMARIS-SCOTTA	ME	04543	LINCOLN	USA	477931	5	DAMARIS-COTTA BANK & TRUST CO.	530703	
OK		Full Service	439806	BRISTOL BRANCH	2578 BRISTOL ROAD	NEW HARBOR	ME	04554	LINCOLN	USA	251923	1	DAMARIS-COTTA BANK & TRUST CO.	530703	
OK		Full Service	3149348	SENNEBEC ROAD BRANCH	17 SENNEBEC ROAD	UNION	ME	04862	KNOX	USA	365006	4	DAMARIS-COTTA BANK & TRUST CO.	530703	
OK		Full Service	1393893	WARREN BRANCH	289 CAMDEN ROAD	WARREN	ME	04864	KNOX	USA	251924	2	DAMARIS-COTTA BANK & TRUST CO.	530703	