

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)); 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.

I, James A. Kisch

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.

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]
 Signature of Holding Company Director and Official

03/30/2017

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 2337081
 C.I. _____

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

Passumpsic Bancorp

Legal Title of Holding Company

497 Railroad Street

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

St. Johnsbury VT 05819
 City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Brenda Marie Wilkins VP/Controller/Treasurer

Name Title

1-802-751-4260

Area Code / Phone Number / Extension

1-802-751-4237

Area Code / FAX Number

bmwilkins@passumpsicbank.com

E-mail Address

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

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

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."

Passumpsic Savings Bank
Y6 Information - Year End 12/31/16

LEGAL ENTITY IDENTIFIER (LEI)

N/A - LEI not applicable unless otherwise noted

REPORT ITEM 1 - Annual reports to shareholders

Final Annual Report Enclosed

REPORT ITEM 2a - Organizational Chart

SEE BELOW

BANK HOLDING COMPANY

Passumpsic Bancorp

BANK ENTITY #1

Passumpsic Savings Bank
497 Railroad Street
St. Johnsbury VT 05819

PERCENT EQUITY

100%

STATE OF INCORPORATION

Vermont

BANK ENTITY #1 - Mortgage Banking Company

Northeast Home Loan
80 Flat Street
Brattleboro, VT 05301

Passumpsic Savings Bank owns 100%

STATE OF INCORPORATION

Vermont

BANK ENTITY #1 - Mineral Rights (Texas and Mississippi)

Passumpsic Resources
497 Railroad Street
St. Johnsbury VT 05819

Passumpsic Savings Bank owns 100% (set up for Mineral Rights)

STATE OF INCORPORATION

Vermont

REPORT ITEM 2b - Domestic Branches

List attached.
E-mailed of 03/30/17 is attached

REPORT ITEM 3 - Securities holders

N/A

REPORT ITEM 4 - Insiders

See Report Enclosed

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)	300009	PASSUMPSIC SAVINGS BANK	497 RAILROAD STREET	SAINT JOHNSBURY	VT	05819	CALEDONIA	UNITED STATES	8828	0	PASSUMPSIC SAVINGS BANK	300009	
OK		Full Service	561707	GROVETON BRANCH	40 STATE STREET, ROUTE 3	GROVETON	NH	03582	COOS	UNITED STATES	243628	14	PASSUMPSIC SAVINGS BANK	300009	
OK		Full Service	377506	LANCASTER MAIN OFFICE	117 MAIN STREET, BOX 351	LANCASTER	NH	03584	COOS	UNITED STATES	11964	13	PASSUMPSIC SAVINGS BANK	300009	
OK		Full Service	2848514	LITTLETON OFFICE	81 MEADOW STREET	LITTLETON	NH	03561	GRAFTON	UNITED STATES	74922	11	PASSUMPSIC SAVINGS BANK	300009	
OK		Full Service	562209	WHITEFIELD BANKING STATION BRANCH	20 JEFFERSON ROAD	WHITEFIELD	NH	03598	COOS	UNITED STATES	209043	17	PASSUMPSIC SAVINGS BANK	300009	
OK		Full Service	2311344	DANVILLE BRANCH	53 ROUTE 2 WEST	DANVILLE	VT	05828	CALEDONIA	UNITED STATES	4234	8	PASSUMPSIC SAVINGS BANK	300009	
OK		Full Service	4257905	ISLAND POND BRANCH	49 MILL STREET	ISLAND POND	VT	05846	ESSEX	UNITED STATES	363153	12	PASSUMPSIC SAVINGS BANK	300009	
OK		Full Service	342906	LYNDONVILLE BRANCH	62 BROAD STREET	LYNDONVILLE	VT	05851	CALEDONIA	UNITED STATES	231017	5	PASSUMPSIC SAVINGS BANK	300009	
OK		Full Service	404000	NEWPORT BRANCH	299 EAST MAIN STREET	NEWPORT	VT	05855	ORLEANS	UNITED STATES	231015	3	PASSUMPSIC SAVINGS BANK	300009	
OK		Full Service	4258005	OPERATIONS CENTER BRANCH	1242 MEMORIAL DRIVE	SAINT JOHNSBURY	VT	05819	CALEDONIA	UNITED STATES	231020	9	PASSUMPSIC SAVINGS BANK	300009	

LIST OF OFFICERS AND DIRECTORS

PASSUMPSIC BANCORP OFFICER	PASSUMPSIC BANCORP DIRECTOR	PASSUMPSIC SAVINGS BANK EXECUTIVE OFFICER	PASSUMPSIC SAVINGS BANK TRUSTEE	NEHL EXECUTIVE OFFICER	NEHL BOARD OF MANAGERS	NAME AND ADDRESS	Country	PSB TERM ENDING	PSB YEAR ELECTED TO BOARD	YEAR OF BIRTH	NUMBER OF SHARES BENEFICIALLY	OCCUPATION OR PRINCIPAL BUSINESS * OWNED AFFILIATION
no	Chairman of the Board	no	Chairman of the Board trustee	no	no	Bradley J. Gebbie Lyndonville, VT 05851	USA	2017	05/10/95	05/27/54	0	Clem-Dee, Inc., B&D Management
no	director	no	trustee	no	no	Janet D. Quatrini St. Johnsbury VT 05819	USA	2018	08/26/97	04/30/49	0	Retired
no	director	no	trustee	no	no	James Impy St. Johnsbury VT 05819	USA	2019	01/27/99	10/15/45	0	Small business owner & real estate development
no	director	no	trustee	no	no	Steven E. Larrabee West Danville, VT 05873	USA	2019	02/12/03	11/20/56	0	Deweysburg Enterprises Owner
no	director	no	trustee	no	no	Nancy Cook Newport VT 05855	USA	2018	04/09/03	12/11/45	0	Retired
no	director	no	trustee	no	no	Robert Snowman Maidstone, VT 05905	USA	2018	10/11/06	10/04/55	0	F. B. Spaulding Co. President/Owner
no	director	no	trustee	no	no	Jeffrey Gilman Lancaster NH 03584	USA	2017	10/11/06	08/24/57	0	Geo. M. Stevens & Sons Co. Sr. Partner
no	director	no	trustee	no	no	Gregory Eastman Littleton NH 03561	USA	2017	04/09/14	10/25/59	0	Hunkins and Eaton Insurance Owner
no	director	no	trustee	no	no	Bruce C. Palmer Danville VT 05828	USA	2019	04/13/16	10/5/1955	0	Downs, Rachlin & Martin Director
no	director	no	trustee	no	no	Peter F. Crosby St. Johnsbury VT 05819	USA	2017	02/12/03	04/17/50	0	Retired

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President & CEO	yes	President & CEO	yes	no	yes Chairman	James A. Kisch St. Johnsbury VT 05819	USA	2017	10/11/16	06/14/67	0	Passumpsic Savings Bank President & CEO
Vice President	no	Executive Vice President	no	no	no	Elaine Bixby Lyndonville VT 05851	USA		n/a	n/a	0	Passumpsic Savings Bank Executive Vice President/Sr Banking Operations Officer
Treasurer Assistant Secretary	no	Executive Vice President CFO	no	no	yes	Brian Loveless Avon , CT 06001	USA		n/a	n/a	0	Passumpsic Savings Bank Executive Vice President, CFO, Assistant Secretary
Vice President	no	Senior Vice President	no	no	yes	Roena Whitehill St. Johnsbury, VT 05819	USA		n/a	n/a	0	Passumpsic Savings Bank Senior Vice President/Commercial Banking
Vice President	no	Executive Vice President	no	no	no	Daniel J. Kimbell St. Johnsbury VT 05819	USA		n/a	n/a	0	Passumpsic Savings Bank Executive Vice President/Passumpsic Financial Advisors Senior Investment Officer
Corporate Secretary	no	Corporate Secretary	no	yes Secretary	no	Kathleen C. Zita West Barnet VT 05821	USA		n/a	n/a	0	Passumpsic Savings Bank Secretary for President/CEO
no	no	no	no	yes President and CEO	yes	Andrew J. Hadden Spofford, NH 03462	USA		10/26/00	02/19/61		Northeast Home Loan Chief Financial Officer & Treasurer
no	no	no	no	yes Senior Vice President of Operations	yes	Dawn Loring Brattleboro, VT 05303	USA			09/24/59	0	Northeast Home Loan Senior Vice President Operations