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Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

Credit Department

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

Salisbury Bancorp, Inc.

Legal Title of Holding Company

PO Box 1868

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

Lakeville CT 06039

City State Zip Code

5 Bissell St.

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Melanie K. Neely V.P., Finance

Name Title

860 453-3442

Area Code / Phone Number / Extension

860 435-5106

Area Code / FAX Number

mneely@salisburybank.com

E-mail Address

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

I, Richard J. Cantele, Jr.

Name of the Holding Company Director and Official

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

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 2693273
 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."

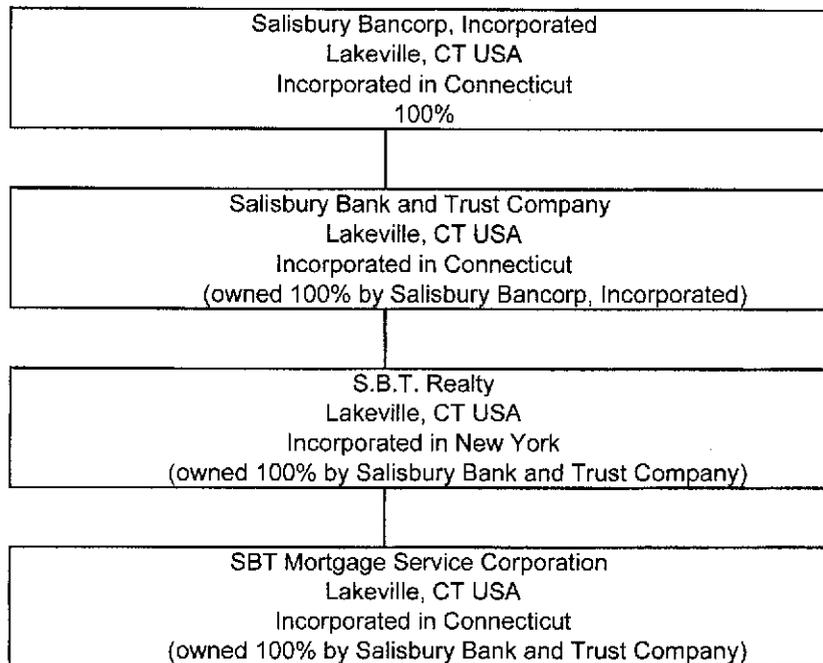
FORM FR Y-6
SALISBURY BANCORP, INCORPORATED
5 BISSELL STREET
PO BOX 1868
LAKEVILLE, CT 06039

FISCAL YEAR ENDING DECEMBER 31, 2016
LEI is not applicable unless otherwise noted

Report Item:

1: Salisbury Bancorp, Incorporated is registered with the Securities and Exchange Commission. A copy of the most recent FORM 10-K filed with the Securities and Exchange Commission will be available April 1, 2017 at www.sec.gov under Ticker Symbol SAL.

2.a: Organization Chart



2.b: Domestic Branch Listing previously submitted via e-mail on March 22, 2017.

Report Item: 2.b Domestic Branch Listing

Date Acquired	Branch Service Type	Branch ID RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Comments
OK	Full Service (Head Office)	821906	SALISBURY BANK AND TRUST COMPANY	5 BISSELL STREET	LAKEVILLE	CT	6039	LITCHFIELD	UNITED STATES	12364	0	SALISBURY BANK AND TRUST COMPANY	821906
OK	Full Service	767004	CANAAN BRANCH	100 MAIN STREET	CANAAN	CT	6018	LITCHFIELD	UNITED STATES	1636	4	SALISBURY BANK AND TRUST COMPANY	821906
OK	Electronic Banking	949408	OPERATIONS CENTER BRANCH	94 MAIN STREET	CANAAN	CT	6018	LITCHFIELD	UNITED STATES	Not Required	Not Required	SALISBURY BANK AND TRUST COMPANY	821906
OK	Trust	3773788	TRUST DEPARTMENT	19 BISSELL STREET	LAKEVILLE	CT	6039	LITCHFIELD	UNITED STATES	Not Required	Not Required	SALISBURY BANK AND TRUST COMPANY	821906
OK	Full Service	945204	SALISBURY BRANCH	18 MAIN STREET	SALISBURY	CT	6068	LITCHFIELD	UNITED STATES	245448	1	SALISBURY BANK AND TRUST COMPANY	821906
OK	Full Service	159001	SHARON BRANCH	5 GAY STREET	SHARON	CT	6069	LITCHFIELD	UNITED STATES	180682	11	SALISBURY BANK AND TRUST COMPANY	821906
OK	Full Service	2623597	EGREMONT BRANCH	51 MAIN STREET	EGREMONT	MA	1258	BERKSHIRE	UNITED STATES	192709	5	SALISBURY BANK AND TRUST COMPANY	821906
OK	Full Service	4671582	GREAT BARRINGTON OFFICE	210 MAIN STREET	GREAT BARRINGTON	MA	1230	BERKSHIRE	UNITED STATES	Not Required	Not Required	SALISBURY BANK AND TRUST COMPANY	821906
OK	Full Service	3773819	SHEFFIELD BRANCH	640 NORTH MAIN STREET	SHEFFIELD	MA	1257	BERKSHIRE	UNITED STATES	443295	6	SALISBURY BANK AND TRUST COMPANY	821906
OK	Full Service	3627323	DOVER PLAINS BRANCH	3 DOVER LANE, DOVER VILLAGE PLAZA	DOVER PLAINS	NY	12522	DUTCHESS	UNITED STATES	269555	7	SALISBURY BANK AND TRUST COMPANY	821906
OK	Full Service	3145386	FISHKILL BRANCH	1004 MAIN STREET	FISHKILL	NY	12524	DUTCHESS	UNITED STATES	Not Required	Not Required	SALISBURY BANK AND TRUST COMPANY	821906
OK	Full Service	4086364	MILLERTON BRANCH	87 MAIN STREET	MILLERTON	NY	12546	DUTCHESS	UNITED STATES	606509	9	SALISBURY BANK AND TRUST COMPANY	821906
OK	Full Service	3080498	NEWBURGH BRANCH	52 ROUTE 17K SUITE 201	NEWBURGH	NY	12550	ORANGE	UNITED STATES	Not Required	Not Required	SALISBURY BANK AND TRUST COMPANY	821906
OK	Full Service	1166060	POUGHKEEPSIE BRANCH	11 GARDEN STREET	POUGHKEEPSIE	NY	12601	DUTCHESS	UNITED STATES	Not Required	Not Required	SALISBURY BANK AND TRUST COMPANY	821906
OK	Full Service	3080487	FRED OAKS MILL BRANCH	2064 NEW HACKENSACK ROAD	POUGHKEEPSIE	NY	12603	DUTCHESS	UNITED STATES	Not Required	Not Required	SALISBURY BANK AND TRUST COMPANY	821906

Form FR Y-6

Salisbury Bancorp, Inc.
Lakeville, CT
Fiscal Year Ending December 31, 2016

Report Item 3: Securities holders
(1)(a)(b)(c)
(2)(a)(b)(c) None

The following table includes certain information as of December 31, 2016 regarding the principal shareholders of the Company. With the exception of the shareholders listed below, the Company is not aware of any beneficial owner of five percent (5%) or more of the Company's Common Stock.

1(a) Name and Address	1(b) Country of Citizenship or Incorporation	1(c) Number and Percentage of Common Stock
Rudolph P. Russo Poughkeepsie, New York U.S.A.	U.S.A.	168,485 6.11% ✓

Report Item 4: **Insiders**
 (1) (2) (3a) (3b) (3c) (4a) (4b) (4c)

(1) Name & Address	(2) Principal Occupation (Other than with Bank Holding Co.)	(3a) Title & Position with Bank Holding Co.	(3b) Title & Position with Subsidiaries (include name of subsidiaries)	(4a) % of Voting Shares in Bank Holding Co.	(4b) % of Voting Shares in Subsidiary securities held	(4c) List names of other companies (if 25% or more voting securities are held) and % of voting
Louis E. Alyn, II East Canaan, CT U.S.A.	Mining and Manufacturing	Director	Director (Salisbury Bank and Trust Co.)	0.13	N/A	None
Charles M. Anobile Highland, NY U.S.A.	Consultant	Director	Director (Salisbury Bank and Trust Co.)	0.97	N/A	United Management Consulting, Inc. 100%
George E. Barita Poughkeepsie, NY U.S.A.	Restaurant and Hotel Management	Director	Director (Salisbury Bank and Trust Co.)	3.39	N/A	Banta Food Co., Inc. 100% Banta Properties, Inc. 25% Banta Developers 25% Banta Ventures 50% Banta Partners 25%
Arthur J. Basain Auramside, NY U.S.A.	Town Supervisor	Director	Director (Salisbury Bank and Trust Co.)	0.54	N/A	Crocket Hill Farm, Inc. 50%
Louise E. Brown Sharon, CT U.S.A.	Attorney	Director	Director (Salisbury Bank and Trust Co.)	0.16	N/A	25 West Main Street, LLC 100%
Richard J. Canale, Jr. Lakewood, CT U.S.A.	President, CEO and Director	President, CEO and Director	President, CEO and Director (Salisbury Bank and Trust Co.) President & Director (SBT Mortgage Service Corp.) President & Director (S.B.T. Realty Inc.)	0.62	N/A	None
David B. Farrell Shelton, MA U.S.A.	CEO	Director	Director (Salisbury Bank and Trust Co.)	0.10	N/A	NAPPI International 47% Farrell & Co., LLC 100%
Michael D. Gordon Pleasant Valley, NY U.S.A.	Jeweler	Director	Director (Salisbury Bank and Trust Co.)	1.29	N/A	Raymond Avenue Properties, LLC 33.3%
Polly Diane Hoe Poughkeepsie, NY U.S.A.	Real Estate Management	Director	Director (Salisbury Bank and Trust Co.)	1.65	N/A	MCH Holding Corp. 100% Catalist Lanes, Inc. 100% Mark-Rob Management, Inc. 100% Hea Venture 100%
Shelly L. Humiston Pine Plains, NY U.S.A.	Secretary	Secretary	Secretary (Salisbury Bank and Trust Co.)	0.027	N/A	None
Nancy F. Humphreys New York, NY U.S.A.	Retired	Director	Director (Salisbury Bank and Trust Co.)	0.23	N/A	None
Holly J. Nelson Middletown, NY U.S.A.	Tour Operator	Director	Director (Salisbury Bank and Trust Co.)	0.15	N/A	Horses North, LLC 50% Iceland Adventure, LLC DBA Iceland Tours and Travel 50%
John F. Perrett Sharon, CT U.S.A.	Retired	Director	Director (Salisbury Bank and Trust Co.)	0.52	N/A	None
Rudolph P. Russo Poughkeepsie, NY U.S.A.	Retired	Director	Director (Salisbury Bank and Trust Co.)	6.11	N/A	Heritage Holding Corp. 25%
Michael A. Vardi New York, NY U.S.A.	Attorney	Chairman of the Board	Chairman of the Board (Salisbury Bank and Trust Co.) Attorney and Sr. Counsel - DLA Piper LLP (US)	2.46	N/A	Decimal Investments LLC 50%
Donald E. White Fairfield, CT U.S.A.	CFO	CFO	CFO (Salisbury Bank and Trust Co.) Secretary, Treasurer & Director (SBT Mortgage Service Corp.) Secretary, Treasurer & Director (S.B.T. Realty Inc.)	0.12	N/A	None