

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

ES0 5/12/2017

6/2/17

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.

I, Tony C. McKim

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 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 1133932
C.I.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2016

Month / Day / Year

5493002J7RM1JLAXN553

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

Reporter's Name, Street, and Mailing Address

The First Bancorp, Inc.

Legal Title of Holding Company

223 Main St, PO Box 940

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

Damariscotta

ME

04572

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Deborah Wallace

Financial Report Manager

Name

Title

207-563-3195 2015

Area Code / Phone Number / Extension

207-563-6853

Area Code / FAX Number

debbie.wallace@thefirst.com

E-mail Address

www.thefirstbancorp.com

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

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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City State Zip Code

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City State Zip Code

Physical Location (if different from mailing address)

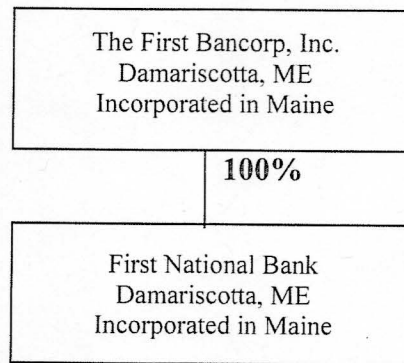
Form FRY-6

**The First Bancorp, Inc.
Damariscotta, Maine
Fiscal Year Ending December 31, 2016**

Report Item

- 1: a. See Form 10-K December 31, 2016 attached
- 1: b. Annual Report attached

2a: Organizational Chart – LEI is 5493002J7RM1JLAXN553 ✓



2b: Branch Information - Submitted separately 3/08/2017 via email

Results: A list of branches for your depository institution: FIRST NATIONAL BANK (ID: RSSD:439404).
This depository institution is held by FIRST BANCORP, INC., THE (1113932) of DAMARISCOTTA, 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>.

* FDIC UNINUM, Office Number, and ID: RSSD columns are for reference only. Verification of these values is not required.

| 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) | 439404 | FIRST NATIONAL BANK | 223 MAIN STREET | DAMARISCOTTA | ME | 04543 | LINCOLN | UNITED STATES | 2791 | 6 | FIRST NATIONAL BANK | | 439404 |
| OK | | Full Service | 4496281 | EXCHANGE STREET BRANCH | 145 EXCHANGE STREET | BANGOR | ME | 04401 | PENOBSCOT | UNITED STATES | Not Required | Not Required | FIRST NATIONAL BANK | | 439404 |
| OK | | Full Service | 523808 | BAR HARBOR BRANCH | 102 MAIN STREET | BAR HARBOR | ME | 04609 | HANCOCK | UNITED STATES | 2786 | 8 | FIRST NATIONAL BANK | | 439404 |
| OK | | Full Service | 7883092 | BLUE HILL BRANCH | 1 SOUTH STREET | BLUE HILL | ME | 04614 | HANCOCK | UNITED STATES | 358182 | 14 | FIRST NATIONAL BANK | | 439404 |
| OK | | Full Service | 501709 | BOOTHBAY HARBOR BRANCH | 77 OAK STREET | BOOTHBAY HARBOR | ME | 04538 | LINCOLN | UNITED STATES | 202452 | 2 | FIRST NATIONAL BANK | | 439404 |
| OK | | Full Service | 432621 | CALAIS OFFICE | 319 NORTH STREET | CALAIS | ME | 04619 | WASHINGTON | UNITED STATES | 201438 | 10 | FIRST NATIONAL BANK | | 439404 |
| OK | | Full Service | 2706285 | CAMDEN BRANCH | 19 ELM STREET | CAMDEN | ME | 04843 | KNOX | UNITED STATES | 202456 | 6 | FIRST NATIONAL BANK | | 439404 |
| OK | | Full Service | 1464104 | EASTPORT BRANCH | 102 WASHINGTON STREET | EASTPORT | ME | 04631 | WASHINGTON | UNITED STATES | 202460 | 12 | FIRST NATIONAL BANK | | 439404 |
| OK | | Full Service | 324702 | ELLSWORTH OFFICE | 235 HIGH STREET | ELLSWORTH | ME | 04605 | HANCOCK | UNITED STATES | 202439 | 11 | FIRST NATIONAL BANK | | 439404 |
| OK | | Full Service | 2709991 | NORTHEAST HARBOR BRANCH | 3 SUMMIT ROAD, NORTHEAST HARBOR | MOUNT DESERT | ME | 04662 | HANCOCK | UNITED STATES | 202442 | 13 | FIRST NATIONAL BANK | | 439404 |
| OK | | Full Service | 3060930 | PARK STREET BRANCH | 132 PARK STREET | ROCKLAND | ME | 04841 | KNOX | UNITED STATES | 344669 | 7 | FIRST NATIONAL BANK | | 439404 |
| OK | | Full Service | 364403 | ROCKLAND BRANCH | 63 UNION STREET | ROCKLAND | ME | 04841 | KNOX | UNITED STATES | 534248 | 15 | FIRST NATIONAL BANK | | 439404 |
| OK | | Full Service | 2622826 | ROCKPORT BRANCH | 114 COMMERCIAL STREET | ROCKPORT | ME | 04856 | KNOX | UNITED STATES | 202455 | 5 | FIRST NATIONAL BANK | | 439404 |
| OK | | Limited Service | 433103 | SOUTHWEST HARBOR BRANCH | 11 SEAL COVE ROAD | SOUTHWEST HARBOR | ME | 04679 | HANCOCK | UNITED STATES | Not Required | Not Required | FIRST NATIONAL BANK | | 439404 |
| OK | | Full Service | 391992 | SOUTHWEST HARBOR BRANCH | 350 MAIN STREET | SOUTHWEST HARBOR | ME | 04679 | HANCOCK | UNITED STATES | 202437 | 9 | FIRST NATIONAL BANK | | 439404 |
| OK | | Full Service | 531295 | WALDOBORO BRANCH | 1472 ATLANTIC HIGHWAY | WALDOBORO | ME | 04072 | LINCOLN | UNITED STATES | 202451 | 1 | FIRST NATIONAL BANK | | 439404 |
| OK | | Full Service | 1222676 | WISCASSET BRANCH | 39 GARDINER ROAD | WISCASSET | ME | 04578 | LINCOLN | UNITED STATES | 202453 | 3 | FIRST NATIONAL BANK | | 439404 |

FRY-6 December 31, 2016 Report Item 3: Shareholders

- 1.a. BlackRock Fund Advisors
400 Howard Street
San Francisco, CA
 - b. USA
 - c. 609,006 – 5.66% Common Stock
-

- 1.a. The Midwest Trust Company
5901 College Blvd, STE 100
Overland Park, KS
 - b. USA
 - c. 616,668 – 5.70% Common Stock
-

- 2. None.

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Report Item 4: Directors and Officers- The First Bancorp, Inc.

Trustees – None

Partners – None

Directors – as follows:

-
1. David B. Soule, Jr.
Wiscasset, ME 04578
 2. Partner – Soule, Soule & Logan Law Office
 - 3.a. Director – Chairman of the Board – The First Bancorp, Inc.
 - b. Director – Chairman of the Board – First National Bank
 - c. None
 - 4.a. <1%
 - b. None
 - c. Soule, Soule & Logan 50%
-

1. Katherine M. Boyd
Boothbay Harbor, ME 04538
 2. Co-Owner – Boothbay Region Greenhouses
 - 3.a. Director – The First Bancorp, Inc.
 - b. Director – First National Bank
 - c. None
 - 4.a. <1%
 - b. None
 - c. Boothbay Region Greenhouses 50%.
-

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Report Item 4: Directors and Officers- The First Bancorp, Inc.

1. Robert B. Gregory
Damariscotta, ME 04543
 2. Owner – Robert B. Gregory Law Firm
Owner – Damariscotta Title Company
 - 3.a. Director – The First Bancorp, Inc.
b. Director – First National Bank
c. None
 - 4.a. <1%
b. None
c. Robert B. Gregory Law Firm-Sole Proprietorship
Damariscotta Title Company 100%
-

1. Renee W. Kelly
Trenton, ME 04605
 2. None
 - 3.a. Director – The First Bancorp, Inc.
b. Director – First National Bank
c. None
 - 4.a. <1%
b. None
c. None
-

1. Tony C. McKim
Trenton, ME 04605
 2. Co-Owner McKim Brothers LLC
 - 3.a. Director – President & CEO – The First Bancorp, Inc.
b. Director – President & CEO – First National Bank
c. None
 - 4.a. <1%
b. None
c. McKim Brothers LLC 60%
-

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Report Item 4: Directors and Officers- The First Bancorp, Inc.

1. Mark N. Rosborough
Ellsworth, ME 04605
 2. Co Owner J. T. Rosborough, Inc.
Co Owner Rosborough Family Limited Partnership
Co Owner Penrose
Co Owner TISA
 - 3.a. Director – The First Bancorp, Inc.
b. Director – First National Bank
c. None
 - 4.a. 1.41%
b. None
c. J.T. Rosborough 70%
Rosborough Family Limited Partnership 30%
Penrose 50%
TISA 33%
-

1. Cornelius J. Russell
Rockport, ME 04856
 2. None
 - 3.a. Director – The First Bancorp, Inc.
b. Director – First National Bank
c. None
 - 4.a. <1%
b. None
c. None
-

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Report Item 4: Directors and Officers- The First Bancorp, Inc.

-
1. Stuart G. Smith
Camden, ME 04843
 2. Co-Owner – Maine Sport Outfitters
Co-Owner – Lord Camden Inn
Co-Owner – Bay View Landing, LLC
Co-Owner – Rockland Harbor Investment Property, LLC
Co-Owner – Breakwater Market Place, LLC
Co-Owner – Bay View Management, LLC
Co-Owner – Old Garage, LLC
Co-Owner - Quantabeycook, LLC
Co-Owner -135 Camden Street, LLC
Co-Owner - Grand Harbor Inn, LLC
Co-Owner – One Bay View Landing Restaurant, LLC
Co-Owner – Shepard Block LLC 50%
 - 3.a. Director – The First Bancorp, Inc.
b. Director – First National Bank
c. None
 - 4.a. <1%
b. None
c. Maine Sport Outfitters 50%
Lord Camden Inn 50%
Bay View Landing 50%
Rockland Harbor Investment Property LLC 10%
Breakwater Market Place, LLC 50%
Bay View Management, LLC 50%
Old Garage, LLC 50%
Quantabeycook, LLC 50%
135 Camden Street, LLC 50%
Grand Harbor Inn, LLC 50%
Bay View Street Inn, LLC 50%
Shepard Block LLC 50%
-

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Report Item 4: Directors and Officers- The First Bancorp, Inc.

-
1. Bruce B. Tindal
Boothbay, ME 04537
 2. Owner – Tindal & Callahan Real Estate
 - 3.a. Director – The First Bancorp, Inc.
 - b. Director – First National Bank
 - c. None
 - 4.a. <1%
 - b. None
 - c. Tindal & Callahan Real Estate 100%
-

Officers – as follows:

1. Tony C. McKim, President & Chief Executive Officer
(see above list of Directors)
-
1. Charles A. Wootton
West Rockport ME 04865
 2. None.
 - 3.a. Clerk – The First Bancorp, Inc.
 - b. Executive Vice President & Senior Loan Officer - First National Bank
 - c. None
 - 4.a. <1%
 - b. None
 - c. None
-

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Report Item 4: Directors and Officers- The First Bancorp, Inc.

1. F. Stephen Ward
Edgecomb, ME 04556

2. Kiwi Hanger Club

3.a. Treasurer – The First Bancorp, Inc.

b. Executive Vice President, Chief Financial Officer – First National Bank

c. None

4.a. <1%

b. None

c. Kiwi Hanger Club 10%

1. Richard M. Elder
Boothbay, ME 04537

2. None

3.a.

b. Executive Vice President – Treasurer - First National Bank

c. None

4.a. <1%

b. None

c. None

1. Susan A. Norton
Boothbay, ME 04537

2. None

3.a.

b. Executive Vice President – Chief Administrative Officer- First National Bank

c. None

4.a. <1%

b. None

c. None

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Report Item 4: Directors and Officers- The First Bancorp, Inc.

1. Steven N. Parady
Bar Harbor, ME 04609

2. Sound Investments, Inc.

3.a.

b. Executive Vice President – Chief Fiduciary Officer - First National Bank

c. None

4.a. <1%

b. None

c. Sound Investments, Inc. 100%

1. Tammy L. Plummer
South Bristol, ME 04568

2. None

3.a.

b. Executive Vice President – Chief Information Officer - First National Bank

c. None

4.a. <1%

b. None

c. None

1. Sarah Tolman
Rockland, ME 04841

2. None

3.a.

b. Executive Vice President – Branch Administration - First National Bank

c. None

4.a. <1%

b. None

c. None
