

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.

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, Peter L. Judkins

Name of the Holding Company Director and Official

President, CEO, & Director

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 porcerning that individual.

"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
04/02/2018

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
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.

OMB control number	:	anophayo a bantoning yana
Date of Report (top-	tier holding compa	ny's fiscal year-end):
December 31, 20		
Month / Day / Year		
Reporter's Legal Entity Ide	ntifier (LEI) (20-Characte	er LEI Code)
Reporter's Name, Str	reet, and Mailing Ad	ddress
		✓
FSB Bancorp, MH	C	
Legal Title of Holding Com	pany	
P.O. Box 825		
(Mailing Address of the Ho		
Farmington	ME	04938-0825
City	State	Zip Code
197-209 Main Stre		
Pamala J. Dixon Name 207-778-3339 x12	Title	Treasurer
Area Code / Phone Number	er / Extension	
207-779-1282		
Area Code / FAX Number		
p.dixon@franklinsa	avings.com	
E-mail Address		
Address (URL) for the Hole	ding Company's web pag	ge
Is confidential treatme this report submission	1?	1=Yes 0
In accordance with the (check only one),		
	this request is being	
2. a letter justifying	this request has been	n provided separately
	which confidential tre led separately and lab	atment is being requested beled

Public reporting burden for this Information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

as "confidential."

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.

FSB Bancorp, Inc		J	1					
Legal Title of Subsidiary Ho	olding Company		Legal Title of Subsidia	ary Holding Company				
P.O. Box 825								
(Mailing Address of the Su	baldlary Holding Company	r) Street / P.O. Box	(Mailing Address of th	ne Subsidiary Holding Company)	Street / P.O. Box			
Farmington	ME	04938-0825						
City	State	Zip Code	City	State	Zip Code			
197-209 Main Stre	et Farmington Mi	E 04038						
Physical Location (if different			Physical Location (if o	different from mailing address)				
Legal Title of Subsidiary Ho	olding Company		Legal Title of Subsidi	ary Holding Company				
(Mailing Address of the Su	bsidiary Holding Company	/) Street / P.O. Box	(Mailing Address of the	ne Subsidiary Holding Company)	Street / P.O. Box			
City	State	Zip Code	City	State	Zip Code			
Physical Location (if differe	ent from mailing address)		Physical Location (if	different from mailing address)				
Legal Title of Subsidiary Ho	olding Company		Legal Title of Subsidi	ary Holding Company				
(Mailing Address of the Su	baidiary Holding Company	/) Street / P.O. Box	(Mailing Address of ti	he Subsidiary Holding Company)	Street / P.O. Box			
City	State	Zip Code	City	State	Zip Code			
Physical Location (if different	ent from mailing address)		Physical Location (if	different from malling address)				
Legal Title of Subsidiary H	olding Company		Legal Title of Subsidi	ary Holding Company				
•	• •			- • •				
(Malling Address of the Su	bsidiary Holding Compan	y) Street / P.O. Box	(Mailing Address of t	he Subsidiary Holding Company	Street / P.O. Box			
City	State	Zip Code	City	State	Zip Code			
Physical Location (if differe	ent from mailing address)		Physical Location (if different from mailing address)					

FSB Bancorp, MHC Farmington, Maine Fiscal Year Ending December 31, 2017

Report Item:

1. Annual Report to Shareholders

E-mailed as separate attachment.

2.a Organizational Chart

Note: The LEI is N/A

FSB Bancorp, MHC (mutual holding company)
Farmington, ME
Incorporated in Maine

100% of FSB Bancorp, Inc's Common Stock

FSB Bancorp, INC (stock holding company)
Farmington, ME
Incorporated in Deleware

100% of Franklin Savings Bank's Common Stock

Franklin Savings Bank (stock bank)
Farmington, ME
Incorporated in Maine

2.b. Domestic Branch Listing

Sumbitted via e-mail on 04/11/2018

3. Securities Holders

(1)(a) (1)(b) (1)(c) 2(a) (2)(b) (2)(c)

There are no public shareholders. All stock is owned by the holding companies (see organizational chart above).

4. Insiders

See Attached

Results: A list of branches for your depository institution: FRANKLIN SAVINGS BANK (ID_RSSD: 228000).

This depository institution is held by FSB BANCORP, MHC (2596758) of FARMINGTON, ME.

The data are as of 12/31/2017. Data reflects information that was received and processed through 04/04/2018.

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*	Comment
ок		rvice (Head Office)	100000000000000000000000000000000000000		197 MAIN STREET	FARMINGTON	ME	04938	FRANKLIN	UNITED STATES	Not Required	Not Required	FRANKLIN SAVINGS BANK	228000	1
ок	Full Ser		5120305	ELLSWORTH BRANCH	130 OAK STREET	ELLSWORTH	ME	04605	HANCOCK	UNITED STATES	Not Required	Not Required	FRANKLIN SAVINGS BANK	228000	1
ок	Full Ser	rvice	2310570	MT. BLUE HIGH SCHOOL BRANCH	129 SEAMON ROAD	FARMINGTON	ME	04938	FRANKLIN	UNITED STATES	Not Required	Not Required	FRANKLIN SAVINGS BANK	228000	1
ок	Full Ser	rvice	231804	JAY BRANCH	7 MAIN STREET, CHISHOLM VILLAGE	JAY	ME	04239	FRANKLIN	UNITED STATES	Not Required	Not Required	FRANKLIN SAVINGS BANK	228000	,
ок	Full Ser	rvice	231402	RANGELEY BRANCH	2573 MAIN STREET	RANGELEY	ME	04970	FRANKLIN	UNITED STATES	Not Required	Not Required	FRANKLIN SAVINGS BANK	228000	,
ок	Full Ser	rvice	227900	RUMFORD OFFICE	155 CONGRESS STREET	RUMFORD	ME	04276	OXFORD	UNITED STATES	Not Required	Not Required	FRANKLIN SAVINGS BANK	228000	1
ОК	Full Ser	rvice	230209	SKOWHEGAN BRANCH	194 MADISON AVENUE	SKOWHEGAN	ME	04976	SOMERSET	UNITED STATES	Not Required	Not Required	FRANKLIN SAVINGS BANK	228000	,
OK	Full Ser	rvice	233901	WILTON BRANCH	603 MAIN STREET	WILTON	ME	04294	FRANKLIN	UNITED STATES	Not Required	Not Required	FRANKLIN SAVINGS BANK	228000	,

FSB Bancorp, MHC Farmington, Maine December 31, 2017

(1) (2) (3)(a)(b)(c)	and 4(a)(b)(c)						(4)(c)
(1) Names &	(2) Principal Occupation	(3)(a) Title & Position	(3)(b) Title & Position	(3)(c) Title & Position with Other	(4)(a) Percentage of Voting	(4)(b) Percentage of Voting	List names of other companies (includes partnerships)
Address	if other than	with Bank	with Subsidiaries	Businesses (Include	Shares in	Shares In	if 25% or more of
				•			
(City, State,	with Bank	Holding	(include names of	names of other	Bank Holding	Subsidiaries	voting securities
Country)	Holding Co	Company	subsidiaries)	Other Businesses)	Company		are held
Peter L. Judkins	N/A	President & Chief	President & Chief	N/A	None	None	N/A
	(WA		Executive Officer, Director	NA.	THORE	14010	1974
Farmington, ME USA		Executive Officer.					
		Director	(FSB Bancorp, INC)				
			(Franklin Savings Bank)				
Shelley Deane	N/A		Executive Vice President	N/A	None	None	N/A
Farmington, ME USA			Human Resources & Administration				
<u> </u>			(Franklin Savings Bank)				
				<i>*</i>			
Timothy J. Thompson	N/A	CFO	Executive Vice President	N/A	None	None	N/A
Farmington, ME USA	IVA	GFO .	COO	N/A	140110	770110	
t containing to any time containing			(Franklin Savings Bank)				
Gary M. Downs	Retired President of	Director & Chairperson		N/A	None	None	N/A
Farmington, ME USA	Franklin Savings Bank						
William J. Bernard	Accounting	Director & Vice Chairperson	Director & Chairperson	Owner	None	None	N/A
	•	Director of Arce Chemberson	(FSB Bancorp, INC)	William J. Bernard,	110110	110/10	7
Farmington, ME USA	Services			Accountant			
			(Franklin Savings Bank)	Farmington, ME			
				ramington, Mc			
Mary Ellen Carpenter	Former Hair Salon	Director	Director	N/A	None	None	N/A
Skowhegan, ME USA	Owner		(FSB Bancorp, INC)				
			(Franklin Savings Bank)				
Richard M. Walker	Accountant	Director	Director	Owner	None	None	N/A
Fermington, ME USA			(FSB Bancorp, INC)	Richard M. Walker,			
			(Franklin Savings Bank)	Accountant			
				Rangeley, ME			
			Standard Co.	0.50	N	61	AV/A
James M. Witt, IV	Registered	Director	Director	Staff Pharmacist	None	None	N/A
Farmington, ME USA	Pharmacist		(FSB Bancorp, INC)	Variety Drug & Mt. Sive Drug	1.4E		
			(Franklin Savings Bank)	Skowhegan, ME & Farmington,	ME		

FSB Bancorp, MHC Farmington, Maine December 31, 2017

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Co	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (Include names of other Other Businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held
Michael A. Luciano Jay, ME USA	Director of Human Resources	Director	Director (FSB Bancorp, INC) (Franklin Savings Bank)	Director of Human Resources Madison Paper Industries Madison, ME	None	None	N/A
Richard H. Smith New Sharon, ME USA	Forestry Manager	Director	Director (FSB Bancorp, INC) (Franklin Savings Bank)	Forestry Manager Timber Resource Group LLC Farmington, ME	None	None	N/A
Bradford S. Adley Rumford, ME USA	Automobile Sales & Service Owner	Director	Director (FSB Bancorp, INC) (Franklin Savings Bank)	Owner Adley Auto Sales/Service Inc Rumford, ME	None	None	N/A

FSB Bancorp, INC Farmington, Maine December 31, 2017

(1) (2) (3)(8)(b)(c)	and 4(a)(b)(c)						(4)(c)
1)	(2) Principal	(3)(a)	(3)(b)	(3)(c) Title & Position	(4)(a) Percentage	(4)(b) Percentage	List names of other companies
lames &	Occupation	Title & Position	Title & Position	with Other	of Voting	of Voting	(includes partnerships)
\ddress	if other than	with Bank	with Subaldisries	Businesses (Include	Shares in	Shares in	if 25% or more of
City, State,	with Bank	Holding	(Include names of	names of other	Bank Holding	Subsidiaries	voting securities
Country)	Holding Co	Company	subsidiaries)	Other Businesses)	Company		are heki
eter L. Judkins	N/A	President & Chief	President & Chief	N/A	None	None	N/A
armington, ME USA	****	Executive Officer,	Executive Officer, Director				
3.		Director	(FSB Bancorp, INC)				
			(Franklin Savings Bank)				
helley Deane	N/A		Executive Vice President	N/A	None	None	N/A
armington, ME USA			Human Resources & Administration				
			(Franklin Savings Bank)				
			To a fire base Booklank	NIA	Slava	Ness	N/A
imothy J. Thompson armington, ME USA	N/A	CFO	Executive Vice President COO	N/A	None	None	N/A
amagon, mc con			(Franklin Savings Bank)				
			,	,			
ary M. Downs	Retired President of	Director & Chairperson		N/A	None	None	N/A
armington, ME USA	Franklin Savings Bank						
				_			
/illiam J. Bernard	Accounting	Director & Vice Chairperson	Director & Chairperson	Owner	None	None	N/A
ermington, ME USA	Services		(FSB Bancorp, INC)	William J. Bernard,			
			(Franklin Savings Bank)	Accountant			
				Farmington, ME			
ary Ellen Carpenter	Former Hair Salon	Director	Director	N/A	None	None	N/A
kowhegan, ME USA	Owner		(FSB Bancorp, INC)				
			(Franklin Savings Bank)				
				_			***
ichard M. Waiker	Accountant	Director	Director	Owner	None	None	N/A
armington, ME USA			(FSB Bancorp, INC)	Richard M. Walker,			
			(Franklin Savings Bank)	Accountant			
				Rangeley, ME			
				Over Phonocolat	63	Ness	BH B
mes M. Witt, IV	Registered	Director	Director	Staff Pharmacist	None	None	N/A
mington, ME USA	Pharmacist		(FSB Bancorp, INC)	Variety Drug & Mt. Blue Drug	ME		
			(Franklin Savings Bank)	Skowhegan, ME & Farmington,	ME		Lower Tier

FSB Bancorp, INC Farmington, Maine December 31, 2017

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Co	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (Include names of other Other Businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) List names of other companies (Includes partnerships) if 25% or more of voting securities are held
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Richard H. Smith New Sharon, ME USA	Forestry Manager	Director	Director (FSB Bancorp, INC) (Franklin Savings Bank)	Forestry Manager Timber Resource Group LLC Farmington, ME	None	None	N/A
Bradford S. Adley Rumford, ME USA	Automobile Sales & Service Owner	Director	Director (FSB Bancorp, INC) (Franklin Savings Bank)	Owner Adley Auto Sales/Service Inc Rumford, ME	None	None	N/A