

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.

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

June 30, 2018

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

I, Heather Hunter

Name of the Holding Company Director and Official

Chairperson of the Board

Title of the Holding Company Director and Official

Auburn Bancorp MHC

Legal Title of Holding Company

256 Court Street / PO Box 3157

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

<u>Auburn</u>	<u>ME</u>	<u>04212</u>
City	State	Zip Code

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.

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

<u>David J Krause</u>	<u>CFO & SVP</u>
Name	Title

207-782-0400

Area Code / Phone Number / Extension

207-782-5444

Area Code / FAX Number

davekrause@auburnsavings.com

E-mail Address

www.auburnsavings.com

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

Heather Hunter
 Signature of Holding Company Director and Official

Date of Signature

1/28/2020

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 3799369
 C.I. _____

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."

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.

Auburn Bancorp Inc.
Legal Title of Subsidiary Holding Company

256 Court Street / PO Box 3157
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

Auburn	ME	04212
City	State	Zip Code

Legal Title of Subsidiary Holding Company

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

City	State	Zip Code
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Physical Location (if different from mailing address)

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City	State	Zip Code
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Legal Title of Subsidiary Holding Company

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

City	State	Zip Code
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City	State	Zip Code
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Physical Location (if different from mailing address)

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Legal Title of Subsidiary Holding Company

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

City	State	Zip Code
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Legal Title of Subsidiary Holding Company

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

City	State	Zip Code
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Physical Location (if different from mailing address)

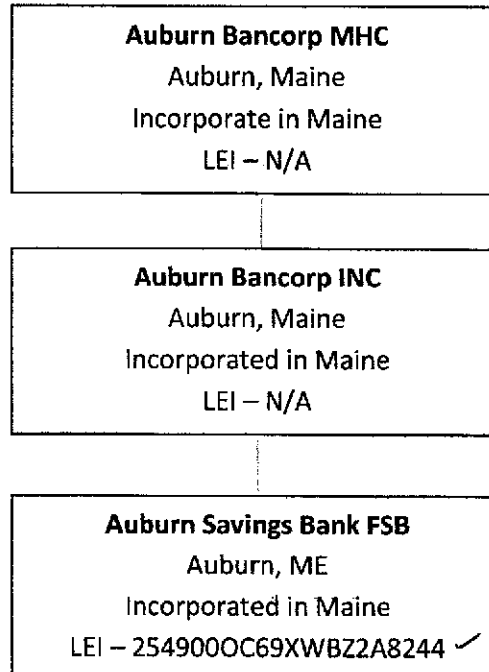
Physical Location (if different from mailing address)

Form FR Y-6
Auburn Bancorp, MHC
Auburn, Maine 04210
Fiscal Year Ending June 30, 2018

1. Annual Report to Shareholders

- a. The MHC has no shareholders and is not registered with the SEC. No annual Report is prepared ✓

2a. Organizational Chart



2b. Domestic branch listing

a) Branch 1

Branch Service Type: Full Service
Branch ID RSSD: 229173
Popular Name: Auburn Savings Bank, FSB
Address: 256 Court Street, Auburn, ME 04210
County: Androscoggin
Head Office: Auburn Savings Bank FSB
Head Office ID_RSSD: 229173

b) Branch 2

Branch Service Type: Full Service
Branch ID RSSD: 229173
Popular Name: Lewiston Branch
Address: 325 Sabattus Street, Lewiston, ME 04240
County: Androscoggin
Head Office: Auburn Savings Bank FSB
Head Office ID_RSSD: 229173

3. Security Holders

Auburn Bancorp MHC

AUBURN BANCORP MHC
Auburn, Maine
Fiscal Year Ending 06/30/2018

Report Item 3: Securities Holders

Current Securities Holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending MM/DD/YYYY			Securities Holders not listed in 3(1)(a) through (3)(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending MM/DD/YYYY (but not at fiscal year-end)		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
n/a	n/a	n/a	n/a	n/a	n/a

Auburn Bancorp INC

Auburn Bancorp INC
Auburn, Maine
Fiscal Year Ending 6/30/2018

Report Item 3: Securities Holders

Current Securities Holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending MM/DD/YYYY			Securities Holders not listed in 3(1)(a) through (3)(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending MM/DD/YYYY (but not at fiscal year-end)		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Auburn Bancorp MHC 256 Court Street Auburn, ME 04210 USA	USA - Maine	276,806 55%	n/a	n/a	n/a

4. Insiders

Philip R. St. Pierre

Lewiston, Maine

USA

Principle occupation	-	Business Owner
MHC title	-	Chairman
INC title	-	Chairman
Other business title	-	Victor News owner
% of shares in Inc	-	0.48%
% voting shares in Sub	-	NA
List names 25% voting	-	NA

/Heather A. Hunter

Turner, Maine

USA

Principle occupation	-	Accountant
MHC title	-	Vice Chairman
INC title	-	Vice Chairman
Other business title	-	City of Lewiston
% of shares in Inc	-	0.02%
% voting shares in Sub	-	NA
List names 25% voting	-	NA

Claire D. Thompson

Auburn, Maine

USA

Principle occupation	-	CPA
MHC title	-	Director
INC title	-	Director
Other business title	-	Austin Associates partner and shareholder
% of shares in Inc	-	0.30%
% voting shares in Sub	-	NA
List names 25% voting	-	NA

Anne M. Torregrossa

Durham, Maine

USA

Principle occupation - Attorney
MHC title - Director
INC title - Director
Other business title - City of Portland
% of shares in Inc - 0.02%
% voting shares in Sub - NA
List names 25% voting - NA

Thomas J. Dean

Auburn, Maine

USA

Principle occupation - Accountant
MHC title - Director
INC title - Director
Other business title - Futureguard Building Products CFO
% of shares in Inc - 0.10%
% voting shares in Sub - NA
List names 25% voting - NA

✓ **William C. Tracy**

Wales, Maine

USA

Principle occupation - President and CEO
MHC title - President and CEO
INC title - President and CEO
Other business title - None
% of shares in Inc - 0.27%
% voting shares in Sub - NA
List names 25% voting - NA

Martha L. Adams

Lewiston, Maine

USA

Principle occupation - EVP and Chief Operating Officer
MHC title - EVP and Chief Operating Officer
INC title - EVP and Chief Operating Officer
Other business title - None
% of shares in Inc - 0.48%
% voting shares in Sub - NA
List names 25% voting - NA

David J. Krause

Cape Elizabeth, Maine

USA

Principle occupation	-	SVP and Chief Financial Officer
MHC title	-	SVP and Chief Financial Officer
INC title	-	SVP and Chief Financial Officer
Other business title	-	None
% of shares in Inc	-	0.00%
% voting shares in Sub	-	NA
List names 25% voting	-	NA

Form FR Y-6

Auburn Savings Bank INC ✓
Auburn, Maine
Fiscal Year Ending 06/30/2018

Report Item 4: Insiders

(1) Name & Address (City, State, Country)	(2) Principal Occupation, if other than with holding company	(3)(a) Title/Position with holding company	(3)(b) Title/Position with Subsidiaries (including subsidiary name)	(3)(c) Title/Position with Other Businesses (including business name)	(4)(a) Percentage of Voting Securities in holding company	(4)(b) Percentage of Voting Securities in Subsidiaries (including subsidiary name)	(4)(c) Percentage of Voting Securities in any other co. (including co. name) if ≥ 25%
Philip R St. Pierre Lewiston, ME USA	Business Owner	Chairman	Chairman Auburn Bancorp Inc. Chairman Auburn Savings Bank, FSB	Owner Victor News	n/a	0.48% Auburn Bancorp Inc.	n/a
Heather A Hunter Turner, ME USA	Accountant	Vice Chairperson	Vice Chairperson Auburn Bancorp Inc. Vice Chairperson Auburn Savings Bank, FSB	Director of Finance City of Lewiston Maine	n/a	0.02% Auburn Bancorp Inc.	n/a
Claire D Thompson Auburn, ME USA	Certified Public Accountant	Director	Director Auburn Bancorp Inc. Director Auburn Savings Bank, FSB	Partner and Shareholder Austin Associates	n/a	0.30% Auburn Bancorp Inc.	n/a
Anne M Torregrossa Durham, ME USA	Attorney	Director	Director Auburn Bancorp Inc. Director Auburn Savings Bank, FSB	Attorney City of Portland Maine	n/a	0.02% Auburn Bancorp Inc.	n/a
Thomas J Dean Auburn, ME USA	Accountant	Director	Director Auburn Bancorp Inc. Director Auburn Savings Bank, FSB	Chief Financial Officer Futureguard Building Products	n/a	0.10% Auburn Bancorp Inc.	n/a
William C Tracy Wales, ME USA	n/a	President & CEO	President & CEO Auburn Bancorp Inc. President & CEO Auburn Savings Bank, FSB	n/a	n/a	0.27% Auburn Bancorp Inc.	n/a
Martha L Adams Lewiston, ME	n/a	EVP & COO	EVP & COO Auburn Bancorp Inc. EVP & COO Auburn Savings Bank, FSB	n/a	n/a	0.54% Auburn Bancorp Inc.	n/a
David J Krause Cape Elizabeth, ME USA	n/a	SVP & CFO	SVP & CFO Auburn Bancorp Inc. SVP & CFO Auburn Savings Bank, FSB	n/a	n/a	0.00% Auburn Bancorp Inc.	n/a