Annual Report of Holding Companies—FR Y-6

Supervision, Regulation and 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), 502, 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 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 an LLC, see the General Instructions for the authorized individual who must sign the report.

I, Chester A. Rice
Name of the Holding Company Director and Official
Chairman of the Board
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
03/15/2019
Date of Signature

For holding companies not registered with the SEC—
Indicate status of Annual Report to Shareholders:

☐ included with the FR Y-6 report
☒ will be sent under separate cover
☐ is not prepared

For Federal Reserve Bank Use Only

RSD ID: 1113265
C.I.

Date of Report (top-tier holding company's fiscal year-end): December 31, 2018

N/A
Report's Legal Entity Identifier (LEI) (20-Character LEI Code)

Damariscotta, Maine

04543-0999

City State Zip Code

25 Main Street, Damariscotta ME 04543
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Grace S. Shorey
Treasurer

Name Title
207-563-8121 ext 121
Area Code / Phone Number / Extension
207-563-2309
Area Code / FAX Number

gshorey@damariscottabank.com
E-mail Address

www.damariscottabank.com
Address (URL) for the Holding Company's web page

Is confidential treatment requested for any portion of this report submission? 0=No 1=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."

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.

03/2018
Form FR Y-6

Damariscotta Bankshares, Inc.
Damariscotta, Maine
Fiscal Year Ending December 31, 2018

Item 1: Annual Report to Shareholders

Damariscotta Bankshares, Inc. prepares an annual report for its shareholders and is not registered with the SEC. Two copies will be forwarded under separate cover as soon as they are available.

Item 2a: Organization Chart

Damariscotta Bankshares, Inc.
LEI is N/A
Damariscotta, Maine
(Incorporated in the State of Maine)

100 percent of the 14,400 shares of common stock authorized and outstanding

Damariscotta Bank & Trust Co.
LEI is N/A
Damariscotta, Maine
(Incorporated in the State of Maine)

Item 2b: Domestic Branch Listing

See page 5

Item 3: (1)(a)(b)(c) Securities Holders

<table>
<thead>
<tr>
<th>(1)(a) Name/Address</th>
<th>(1)(b) Citizenship/Incorporation</th>
<th>(1)(c) Common # Of shares</th>
<th>(1)(c) Stock % Of total</th>
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<tbody>
<tr>
<td>John R. Hilton</td>
<td>USA</td>
<td>113,466</td>
<td>8.7</td>
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<tr>
<td>Newcastle, ME USA</td>
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<tr>
<td>Brenda B. Hilton</td>
<td>USA</td>
<td>113,466</td>
<td>8.7</td>
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<td>Newcastle, ME USA</td>
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<tr>
<td>Dennis H. Hilton</td>
<td>USA</td>
<td>113,466</td>
<td>8.7</td>
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<tr>
<td>Nobleboro, ME USA</td>
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<td></td>
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</tr>
</tbody>
</table>
December 31, 2018 Annual Report – FR Y-6

Nathan J. Hilton
Damariscotta, ME USA
USA 113,466 8.7

Christopher J. Hilton
Damariscotta, ME USA
USA 113,466 8.7

Damariscotta Bankshares, Inc. ESOP
Damariscotta, ME USA
USA 75,546 5.8

Rebecca L. Bickmore
Damariscotta, ME USA
USA 86,234 6.6

John E. Reny
Round Pond, ME USA
USA 106,034 8.2

Collette R Agnese
Brooklyn, NY USA
USA 65,410 5.0

Faustine E. Reny
Bristol, ME USA
USA 67,110 5.2

Kathleen Reny
Round Pond, ME USA
USA 106,034 8.2

Robert D. Reny
Bremen, ME USA
USA 110,628 8.5

Mary Kate Reny
Bremen, ME USA
USA 110,628 8.5

Adam J. Reny
Round Pond, ME USA
USA 65,202 5.0

Christopher Reny
Rockland, ME USA
USA 65,202 5.0

Daniel E. Reny
Round Pond, ME USA
USA 65,202 5.0

Andrea J. Reny
Round Pond, ME USA
USA 65,202 5.0
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<tr>
<th>Name</th>
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<th>USA</th>
<th>Amount</th>
<th>Rate</th>
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<td>Cameron D Reny</td>
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<td>Michael P. Reny</td>
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<td>Susan Reny</td>
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<td>Leslie H. Reny</td>
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<td>Clayton N. Howard</td>
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<td>Damariscotta, ME USA</td>
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<td>Scott D. Howard</td>
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<td>Harpswell, ME USA</td>
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<td>Heidi A. Coffin</td>
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<td>Brunswick, ME USA</td>
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<td>John E. Coffin</td>
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<td>Allan Roberts</td>
<td>USA</td>
<td>Damariscotta, ME USA</td>
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<td>Frances L. Roberts</td>
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<td>Nobleboro, ME USA</td>
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<td>Paula F. Roberts</td>
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<td>Damariscotta, ME USA</td>
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<td>Christopher A. Roberts</td>
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<td>Abbie A. Roberts</td>
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<td>Samuel E. Roberts</td>
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<td>Nobleboro, ME USA</td>
<td>78,338</td>
<td>6.0</td>
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ESOP Trustees:

John C. Harris  
Alien D. Holmes  
Clayton N. Howard  
Scott D. Conant

John E. Reny  
Chester A. Rice  
Gary E. Sukeforth  
Dale E. Leighton

ESOP Voting Provisions:

5.5 VOTING OF EMPLOYER STOCK. Employer stock held by the trustee for a participant's account shall be voted by the trustee as the administrator directs in writing; provided, however, that if employer stock is allocated to a participant's account the participant shall direct the trustee as to the manner in which such employer stock is voted only with respect to a corporate matter which by charter of the employer or operation of Maine law must be decided by more than a majority vote of outstanding employer stock voted.

Item 3: (2)(a)(b)(c) Securities Holders Not Listed Above - None
### December 31, 2018 Annual Report – FR Y-6

#### Item 4 – Insiders

<table>
<thead>
<tr>
<th>Name and Address</th>
<th>Principal occupation (2)</th>
<th>Title and position with Holding Co. (31a)</th>
<th>Title and position with Bank (31b)</th>
<th>Title and position with other Businesses (31c)</th>
<th>Percentage of Holding Co. voting shares (41a)</th>
<th>Percentage of Bank voting shares (41b)</th>
<th>Other companies, percentage of voting securities held (41c)</th>
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<tbody>
<tr>
<td>John C. Harris</td>
<td>Retired</td>
<td>Director</td>
<td>Director</td>
<td>None</td>
<td>3.4</td>
<td>None</td>
<td>None</td>
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<tr>
<td>South Bristol, ME USA</td>
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<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Holmes Greenhouse and Florist 50%</td>
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<tr>
<td>Allen D. Holmes</td>
<td>Retired</td>
<td>Director</td>
<td>Director</td>
<td>Co-owner</td>
<td>0.1</td>
<td>None</td>
<td>Howard &amp; Bowie 100%</td>
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<tr>
<td>Belfast, ME USA</td>
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<tr>
<td>Clayton N. Howard</td>
<td>Attorney</td>
<td>Director and Clerk</td>
<td>Director and Clerk</td>
<td>President</td>
<td>5.3</td>
<td>None</td>
<td>Howard &amp; Bowie 100%</td>
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<tr>
<td>Damariscotta, ME USA</td>
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<tr>
<td>Dale E. Leighton</td>
<td>Modular Home Sales</td>
<td>Director</td>
<td>Director</td>
<td>President</td>
<td>0.1</td>
<td>None</td>
<td>The Leighton Group, Inc. 100%</td>
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<td>Union, ME USA</td>
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<tr>
<td>John E. Reny</td>
<td>Retail</td>
<td>Vice Chairman of the Board</td>
<td>Vice Chairman of the Board</td>
<td>President</td>
<td>8.2</td>
<td>None</td>
<td>R H Reny, Inc. 42%</td>
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<td>Round Pond, ME USA</td>
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<tr>
<td>Chester A. Rice Damariscotta, ME USA</td>
<td>Retired</td>
<td>Chairman of the Board</td>
<td>Chairman of the Board</td>
<td>President</td>
<td>1.1</td>
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<td>K.E.A., Inc. 100%</td>
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<tr>
<td>Gary E. Sukeforth</td>
<td>Grocery Store Owner</td>
<td>Director</td>
<td>Director</td>
<td>President</td>
<td>0.0</td>
<td>None</td>
<td>GES, Inc. 100%</td>
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<td>Union, ME USA</td>
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<tr>
<td>Scott D. Conant Damariscotta, ME USA</td>
<td>Banking</td>
<td>President</td>
<td>President &amp; CEO</td>
<td>None</td>
<td>0.7</td>
<td>None</td>
<td>None</td>
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<tr>
<td>Grace S. Shorey</td>
<td>Banking</td>
<td>Treasurer</td>
<td>VP and Treasurer</td>
<td>None</td>
<td>0.0</td>
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<td>Alna, ME USA</td>
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## Item 2b - Domestic Branch Verification

<table>
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<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSSD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNINUMER</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
<th>Comments</th>
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<td>OK</td>
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<td>Full Service (Head Office)</td>
<td>530703</td>
<td>DAMARIS-COTTA BANK &amp; TRUST CO.</td>
<td>25 MAIN STREET</td>
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<td>Full Service</td>
<td>3149357</td>
<td>RENY'S BELFAST PLAZA BRANCH</td>
<td>1 BELMONT AVENUE</td>
<td>BELFAST</td>
<td>ME</td>
<td>04915</td>
<td>WALDO</td>
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<td>3942736</td>
<td>619 MAIN STREET BRANCH</td>
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<td>439806</td>
<td>BRISTOL BRANCH</td>
<td>2578 BRISTOL ROAD</td>
<td>NEW HARBOR</td>
<td>ME</td>
<td>04554</td>
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<td>SENNEBEC ROAD BRANCH</td>
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<td>WARREN</td>
<td>ME</td>
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