

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):

December 31, 2018

Month / Day / Year

Not Applicable

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

Reporter's Name, Street, and Mailing Address

I, **Martin J Geitz**

Name of the Holding Company Director and Official

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.

SBT Bancorp, Inc

Legal Title of Holding Company

86 Hopmeadow St

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

Weatogue

CT

06089

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Susan Presutti

Assistant Secretary

Name

Title

860-408-5493

Area Code / Phone Number / Extension

860-651-2075

Area Code / FAX Number

spresutti@simsburybank.com

E-mail Address

www.simsburybank.com

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

Signature of Holding Company Director and Official

[Signature]
4/14/19

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 **3385100**
 C.I. _____

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."

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	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical Location (if different from mailing address)	Physical Location (if different from mailing address)
Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
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Physical Location (if different from mailing address)	Physical Location (if different from mailing address)
Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical Location (if different from mailing address)	Physical Location (if different from mailing address)

FORM FR Y-6

Report Item 1

SBT Bancorp, Inc.

Fiscal Year Ending December 31, 2018

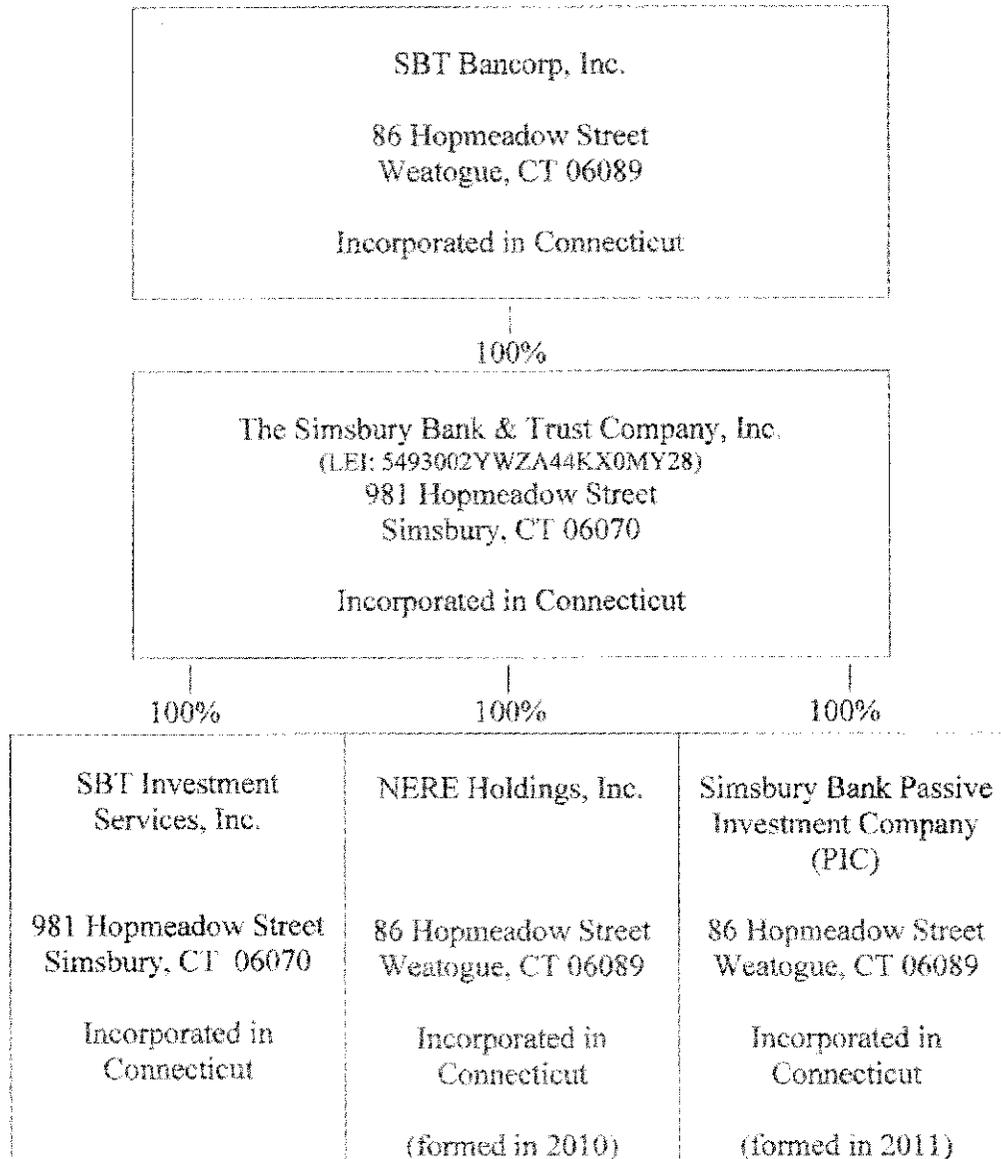
Annual Report

N/A – Registered with the SEC

FORM FRY-6

Report Item 2

SBT Bancorp, Inc.
Fiscal Year Ending December 31, 2018
Organizational Chart



S:\FRY-6 2018 Org Chart.doc

Note: NO LEI unless otherwise noted

FORM FR Y-6

Report Item 3

SBT Bancorp, Inc.
Simsbury, CT

Fiscal Year Ending December 31, 2018

5% Shareholders

Name of Beneficial Owner	Amount and Nature Of Beneficial Ownership	Percent Of Class
Principal Shareholders		
Banc Fund VIII L.P. Banc Fund IX L.P. 20 North Wacker Drive Suite 3300 Chicago, IL 60606	69,321 (1)	5.1%
Manulife Financial Corporation 200 Bloor Street East Toronto, Ontario, Canada, M4W 1E5 Manulife Asset Management (US) LLC 197 Clarendon Street Boston, MA 02116	102,442 (2)	7.4%
Seidman and Associates, L.L.C. Seidman Investment Partnership, L.P. Seidman Investment Partnership II, L.P. Seidman Investment Partnership III, L.P. JBRC I, LLC 100 Lanidex Plaza Parsippany, NJ 07054 LSBK06-08, L.L.C. 215 Via Del Mar Palm Beach, Florida 33480 Broad Park Investors, L.L.C. Chewy Goopy Cookies, L.P. 80 Main Street Suite 510 West Orange, New Jersey 07052 CBPS, LLC The Clark Estates One Rockefeller Plaza New York, NY 10020 Veteri Place Corporation Lawrence B. Seidman 100 Lanidex Plaza Parsippany, NJ 07054 and 19 Veteri Place Wayne, NJ 07470	101,633 (3)	7.2%

PRB Investors, L.P.
PRB Advisors, L.L.C.
Stephen J. Paluszek
Andrew P. Bergman

78,986

5.8%

- (1) Consists of 32,035 shares owned by Banc Fund VIII L.P. ("BF VIII") and 37,286 shares owned by Banc Fund IX L.P. ("BF IX") and is based on information set forth in a Schedule 13G/A filed jointly on February 12, 2019 by BF VIII and BF IX, which are Illinois limited partnerships. The general partner of BF VIII is MidBanc VIII L.P. ("MidBanc VIII"), whose principal business is to be a general partner of BF VIII. The general partner of BF IX is MidBanc IX L.P. ("MidBanc IX"), whose principal business is to be a general partner of BF IX. MidBanc VIII and MidBanc IX are Illinois limited partnerships. The general partner of MidBanc VIII and MidBanc IX is The Banc Funds Company, L.L.C. ("TBFC"), whose principal business is to be a general partner of MidBanc VIII and MidBanc IX. TBFC is an Illinois corporation whose principal shareholder is Charles J. Moore. Mr. Moore has been the manager of BF VIII and BF IX since their respective inceptions. As manager, Mr. Moore has voting and dispositive power over the securities of the Company held by each of those entities. As the controlling member of TBFC, Mr. Moore controls TBFC and, therefore, each of the partnership entities are directly and indirectly controlled by TBFC.
- (2) Consists of 102,442 shares owned by Manulife Asset Management (US) LLC, a Delaware limited liability company ("MAM (US)"), and is based on information set forth in a Schedule 13G/A filed jointly on February 6, 2019 by Manulife Financial Corporation ("MFC") and MFC's indirect, wholly-owned subsidiaries, Manulife Asset Management (US) LLC ("MAM (US)").
- (3) Consists of (i) 13,838 shares owned by Seidman and Associates, L.L.C. ("SAL"), a New Jersey limited liability company, organized to invest in securities. Lawrence Seidman ("Seidman") is the manager of SAL; (ii) 13,003 shares owned by Seidman Investment Partnership, L.P. ("SIP"), a New Jersey limited partnership, organized to invest in securities. Veteri Place Corporation ("Veteri"), a New Jersey corporation, is the sole general partner of SIP and Seidman owns all the voting shares of Veteri and is the only director and officer of Veteri; (iii) 13,063 shares owned by Seidman Investment Partnership II, L.P. ("SIPII"), a New Jersey limited partnership, organized to invest in securities. Veteri is the sole general partner of SIPII and Seidman owns all the voting shares of Veteri and is the only director and officer of Veteri; (iv) 11,863 shares owned by Seidman Investment Partnership III, L.P. ("SIPIII"), a Delaware limited partnership, organized to invest in securities. JBRC I, LLC ("JBRC"), a New Jersey limited liability company, is the co-general partner of SIPIII. Seidman is the managing member of JBRC; (v) 12,063 shares owned by LSBK06-08, L.L.C. ("LSBK"), a Florida limited liability company, organized to invest in securities. Veteri is the trading advisor of LSBK and Seidman owns all the voting shares of Veteri and is the only director and officer of Veteri; (vi) 13,438 shares owned by Broad Park Investors, L.L.C. ("Broad Park"), a New Jersey limited liability company formed, in part, to invest in stocks of public companies. Seidman is the investment manager of Broad Park; (vii) 12,302 shares owned by Chewy Goopy Cookies, L.P. ("Chewy"), a Delaware limited partnership formed, in part, to invest in stocks of public companies. Seidman is the investment manager of Chewy; and (viii) 12,063 shares owned by CBPS, LLC ("CBPS"), a New York limited liability company, organized to invest in securities. Veteri is the trading advisor of CBPS and Seidman owns all the voting shares of Veteri and is the only director and officer of Veteri. The foregoing share ownership is based on information set forth in a Schedule 13D filed jointly on October 10, 2017 by SAL, SIP, SIPII, SIPIII, LSBK, Broad Park, Chewy, CBPS, Veteri, JBRC and Seidman.

Veteri, (i) as the general partner of each of SIP and SIPII, may be deemed the beneficial owner of the 13,003 shares owned by SIP and the 13,063 shares owned by SIPII, and (ii) as the trading advisor of LSBK and CBPS, may be deemed the beneficial owner of the 12,063

shares owned by LSBK and the 12,063 shares owned by CBPS. JBRC, as the co-general partner of SIPIII, may be deemed the beneficial owner of the 11,863 shares owned by SIPIII. Seidman, (i) as the manager of SAL, may be deemed the beneficial owner of the 13,838 shares owned by SAL, (ii) as the sole officer of Veteri, the general partner of each of SIP and SIPII, may be deemed the beneficial owner of the 13,003 shares owned by SIP and the 13,063 shares owned by SIPII, (iii) as the managing member of JBRC, the co-general partner of SIPIII, may be deemed the beneficial owner of the 11,863 shares owned by SIPIII, (iv) as the sole officer of Veteri, the trading advisor of LSBK and CBPS, may be deemed the beneficial owner of the 12,063 shares owned by LSBK and the 12,063 shares owned by CBPS, and (v) as the investment manager for each of Broad Park and Chewy, may be deemed the beneficial owner of the 13,438 shares owned by Broad Park and the 12,302 shares owned by Chewy. Accordingly, Seidman may be deemed the beneficial owner of an aggregate of 101,633 shares. In the foregoing capacities, Seidman has sole and exclusive investment discretion and voting authority with respect to all such shares.

SBT BANCORP, INC.
Fiscal Year ending December 31, 2018
Insiders

Names & Address	Principal Occupation if Other Than w/ Bank Hold. Co	Title & Position w/ Bank Hold. Co.	Title & Position w/ Subsidiaries	Title & Position w/ Other Businesses*	% Voting Shares in Bank Holding Co	% of Voting Shares in Subside.	Other Companies If 25% or More of Voting Securities Are Held	For calculation purposes:
Robert J. Boglino Avon, CT USA	Retired, Insurance	Chairman of Board, SBT Bancorp, Inc.	Chairman of Board, The Simsbury Bank & Trust Co., Inc.	Trustee of various family trusts	2.00%	0.00%	None	28,081 1,402,754 2.00%
Joan Bujanowski (fmy Breesford) Southington, CT USA	Executive, Banking	None	SVP, Chief Mortgage & Operations Officer, The Simsbury Bank & Trust Co., Inc.	None	0.23%	0.00%	None	3,227 0.23%
Gary W. Burdick Simsbury, CT USA	n/a	None	SVP, Chief Credit Officer, The Simsbury Bank & Trust Co., Inc.	None	0.51%	0.00%	None	7,169 0.51%
James T. Fleming Simsbury, CT USA	Executive, Auto Trade Association	Director	Director, The Simsbury Bank & Trust Co., Inc.	President, CT Automotive Retailers Assoc. Secretary and Treasurer, Greater Hartford Auto Dealers Association Fndtn. Chairman, Simsbury Police Commission Board member, Simsbury Cemetery Association Board member, Automotive Trade Association Executives	0.16%	0.00%	None	2,580 0.16%

SBT BANKCORP, INC.
Fiscal Year ending December 31, 2018
Insiders

Name & Address	Principal Occupation if Other Than w/ Bank Hold. Co.	Title & Position w/ Bank Hold. Co.	Title & Position w/ Subsidiaries	Title & Position w/ Other Businesses*	% Voting Shares in Bank Holding Co	% of Voting Shares in Subkds.	Other Companies if 2% or More of Voting Securities Are Held	For calculation purposes:
✓ Marvin J. Getz Glastonbury, CT USA	n/a	President, CEO	Director, President & CEO, The Simsbury Bank & Trust Co., Inc.	Board member, FHLB Boston	2.55%	0.00%	None	35,779 1,402,754
Michael L. Harnear Towaco, NJ USA	Portfolio Manager Compliance Officer	Director	Director The Simsbury Bank & Trust Co., Inc.	Trustee and Treasurer, Simsbury Free Library Board Member, Bloomfield Economic Development Commission		0.00%		940
Gary R. Kevorkian West Simsbury, CT USA	Attorney	Director & Secretary	Secretary The Simsbury Bank & Trust Co., Inc.	Attorney at Law, owner, Kevorkian & Associates, LLC.	3.77%	0.00%	Kevorkian & Associates, LLC Granby Pharmacy Shopper's Plaza Newington Sovereign Bank Plaza, LLC Tartiffville Properties GRC, LLC Contingency remainder beneficiary of two family-related trusts	52,912
Jerry Longi Bloomfield, CT USA	Retired, Technology	Director	Director The Simsbury Bank & Trust Co., Inc.	Board member, Rideshare	0.36%	0.00%		5,321
Nicholas B. Mason Simsbury, CT USA	Retired, Banking	Director	Director The Simsbury Bank & Trust Co., Inc.	Treasurer, Simsbury Community Television, Inc.	0.50%	0.00%	None	7,072
				Treasurer, Old Drake Hill Flower Bridge				0.50%

SBT BANCORP, INC.
Fiscal Year ending December 31, 2016
Insiders

Names & Address	Principal Occupation If Other Than w/ Bank Hold. Co	Title & Position w/ Bank Hold. Co.	Title & Position w/ Subsidiaries	Title & Position w/ Other Businesses*	% Voting Shares in Bank Holding Co	% of Voting Shares in Subsidi.	Other Companies If 25% or More of Voting Securities Are Held	For calculation purposes:
Peter C. Patch West Simsbury, CT USA	Certified Financial Planner	Director	The Simsbury Bank & Trust Co., Inc.	Certified Financial Planner, Private Capital Group, LLC	0.20%	0.00%	None	2,780
David W. Sessions New Hartford, CT USA	Executive, Construction	Vice Chairman	The Simsbury Bank & Trust Co., Inc.	President & Treas., CASLE Corp.	1.50%	0.00%	CASLE Corp. Sessions Family Associates Bloomfield Medical Center Assoc. APN Associates Cheshire Medical Associates, LLC	21,019
Richard J. Sudol New Britain, CT USA	n/a	SVP, CFO & Treasurer	SVP & CFO & Treasurer The Simsbury Bank & Trust Co., Inc.	None	0.46%	0.00%	None	5,385
Ann G. Taylor Mystic, CT USA	SVP, Sr. Exec. Hospital	Director	Director The Simsbury Bank & Trust Co., Inc.	Consultant to Connecticut Children's Medical Center	0.27%	0.00%	None	3,840

Chair,
Connecticut Legal

SBT BANCORP, INC.
Fiscal Year ending December 31, 2018
Insiders

Name & Address	Principal Occupation if Other Than w/ Bank Hold. Co	Title & Position w/ Bank Hold. Co.	Title & Position w/ Subsidiaries	Title & Position w/ Other Businesses*	% Voting Shares in Bank Holding Co	% of Voting Shares in Subsidi.	Other Companies If 25% or More of Voting Securities Are Held
Penny R. Woodford Avon, CT USA	Real Estate Agent	Director	Director The Simsbury Bank & Trust Co., Inc.	Services Board Real Estate Agent Coldwell Banker Residential Brokerage	0.34%	0.00%	None
				Chair, Nominating Committee, Avon Republican Town Committee			4,816
							1,402,754

For calculation purposes:

*This column also includes officer positions in not-for-profit organizations