

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, 2019

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

I, Chester A. Rice

Name of the Holding Company Director and Official

Chairman of the Board

Title of the Holding Company Director and Official

Damariscotta Bankshares, Inc.

Legal Title of Holding Company

PO Box 999

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

Damariscotta ME 04543-0999

City State Zip Code

25 Main Street, Damariscotta, ME 04543

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Grace S. Shorey VP, Strategic Initiatives

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

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

03/20/2020

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. _____

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."

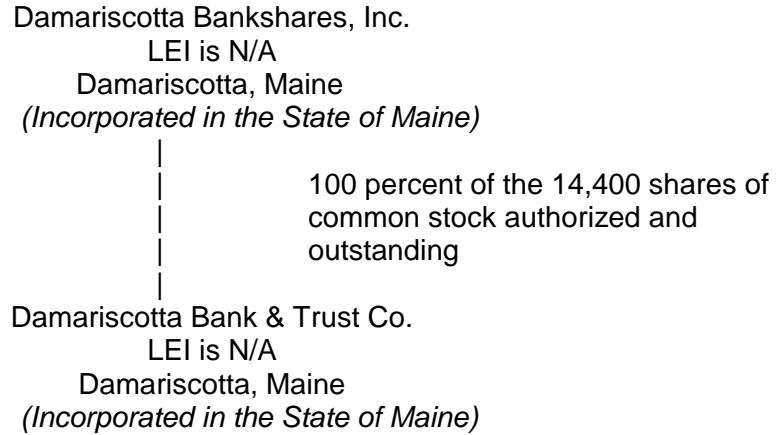
Form FR Y-6

Damariscotta Bankshares, Inc.
 Damariscotta, Maine
 Fiscal Year Ending December 31, 2019

Item 1: Annual Report to Shareholders

Damariscotta Bankshares, Inc. prepares an annual report for its shareholders and is not registered with the SEC. One copy is attached by email.

Item 2a: Organization Chart



Item 2b: Domestic Branch Listing

See page 6

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

| (1)(a) Name/Address | (1)(b) Citizenship/ Incorporation | (1)(c) <u>Common</u> # Of shares | (1)(c) <u>Stock</u> % Of total |
|---------------------------------------|---|--|--------------------------------------|
| John R. Hilton Newcastle, ME USA | USA | 111,535 | 8.5 |
| Brenda B. Hilton Newcastle, ME USA | USA | 111,535 | 8.5 |
| Dennis H. Hilton Nobleboro, ME USA | USA | 111,303 | 8.5 |

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| | | | |
|--|-----|---------|-----|
| Nathan J. Hilton Damariscotta, ME USA | USA | 111,036 | 8.5 |
| Christopher J. Hilton Damariscotta, ME USA | USA | 111,036 | 8.5 |
| Krista H. Hatch Newcastle, ME USA | USA | 104,333 | 8.0 |
| Sloane E. Fossett Newcastle, ME USA | USA | 94,675 | 7.3 |
| Lexie M. Fossett Newcastle, ME USA | USA | 94,675 | 7.3 |
| Damariscotta Bankshares, Inc. ESOP Damariscotta, ME USA | USA | 73,982 | 5.7 |
| Rebecca L. Bickmore Damariscotta, ME USA | USA | 88,634 | 6.8 |
| John E. Reny Round Pond, ME USA | USA | 106,089 | 8.1 |
| Collette R Agnese Brooklyn, NY USA | USA | 65,410 | 5.0 |
| Faustine E. Reny Bristol, ME USA | USA | 67,165 | 5.1 |
| Kathleen Reny Round Pond, ME USA | USA | 106,089 | 8.1 |
| 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 Waldoboro, ME USA | USA | 65,202 | 5.0 |

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| | | | |
|--|-----|--------|-----|
| Daniel E. Reny Round Pond, ME USA | USA | 65,202 | 5.0 |
| Andrea J. Reny Round Pond, ME USA | USA | 65,202 | 5.0 |
| Cameron D Reny Round Pond ME | USA | 65,202 | 5.0 |
| Michael P. Reny Damariscotta, ME USA | USA | 98,029 | 7.5 |
| Susan Reny Damariscotta, ME USA | USA | 98,029 | 7.5 |
| Leslie H. Reny Round Pond, ME USA | USA | 98,029 | 7.5 |
| Allan Roberts Damariscotta, ME USA | USA | 78,235 | 6.0 |
| Frances L. Roberts Nobleboro, ME USA | USA | 76,309 | 5.8 |
| Paula F. Roberts Damariscotta, ME USA | USA | 78,743 | 6.0 |
| Christopher A. Roberts Damariscotta, ME USA | USA | 78,743 | 6.0 |
| Abbie A. Roberts Nobleboro, ME USA | USA | 78,743 | 6.0 |
| Samuel E. Roberts Nobleboro, ME USA | USA | 78,743 | 6.0 |

ESOP Trustees:

John C. Harris
 Allen 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

| (2)(a) Name/Address | (2)(b) Citizenship/ Incorporation | (2)(c) <u>Common</u> # Of shares | (2)(c) <u>Stock</u> % Of total |
|---|---|--|--------------------------------------|
| Clayton N. Howard Damariscotta, ME USA | USA | 68,476 | 5.2 |
| Scott D. Howard Harpwell, ME USA | USA | 68,476 | 5.2 |
| Heidi A. Coffin Brunswick, ME USA | USA | 68,476 | 5.2 |
| John E. Coffin Brunswick, ME USA | USA | 68,476 | 5.2 |

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Item 4 – Insiders

| Name and Address (1) | Principal occupation (2) | Title and position with Holding Co. (3)(a) | Title and position with Bank (3)(b) | Title and position with other Businesses (3)(c) | Percentage of Holding Co. voting shares (4)(a) | Percentage of Bank voting shares (4)(b) | Other companies, percentage of voting securities held (4)(c) |
|---|--------------------------|--|-------------------------------------|---|--|---|--|
| John C. Harris South Bristol, ME USA | Retired | Director | Director | None | 3.4 | None | None |
| Allen D. Holmes Belfast, ME USA | Retired | Director | Director | Co-owner | 0.1 | None | Holmes Greenhouse and Florist 50% |
| Clayton N. Howard Damariscotta, ME USA | Attorney | Director and Clerk | Director and Clerk | President | 4.5 | None | Howard & Bowie 100% |
| Dale E. Leighton Union, ME USA | Modular Home Sales | Director | Director | President | 0.1 | None | The Leighton Group, Inc. 100% |
| John E. Reny Round Pond, ME USA | Retail | Vice Chairman of the Board | Vice Chairman of the Board | President | 8.1 | None | R H Reny, Inc. 42% |
| Chester A. Rice Damariscotta, ME USA | Retired | Chairman of the Board | Chairman of the Board | President | 1.1 | None | K.E.A., Inc. 100% |
| Gary E. Sukeforth Union, ME USA | Grocery Store Owner | Director | Director | President | 0.0 | None | GES, Inc. 100% |
| Scott D. Conant Damariscotta, ME USA | Banking | President | President & CEO | None | 0.7 | None | None |
| Sonja D. Benner Warren, ME USA | Banking | Treasurer | VP and Treasurer | None | 0.0 | None | None |

Item 2b - Domestic Branch Verification

| Data Action | Effective Date | Branch Service Type | Branch ID_RSSD* | Popular Name | Street Address | City | State | Zip Code | County | Coun-try | FDIC UNINUM * | Office Num Ber* | Head Office | Head Office ID RSSD* | Com-ments |
|-------------|----------------|----------------------------|-----------------|--------------------------------|-------------------|---------------|-------|----------|---------|----------|---------------|-----------------|--------------------------------|----------------------|-----------|
| OK | | Full Service (Head Office) | 530703 | DAMARIS-COTTA BANK & TRUST CO. | 25 MAIN STREET | DAMARI-SCOTTA | ME | 04543 | LINCOLN | USA | Not Required | Not Required | DAMARIS-COTTA BANK & TRUST CO. | 530703 | |
| OK | | Full Service | 3149357 | RENY'S BELFAST PLAZA BRANCH | 1 BELMONT AVENUE | BELFAST | ME | 04915 | WALDO | USA | Not Required | Not Required | DAMARIS-COTTA BANK & TRUST CO. | 530703 | |
| OK | | Full Service | 3942736 | 619 MAIN STREET BRANCH | 619 MAIN STREET | DAMARI-SCOTTA | ME | 04543 | LINCOLN | USA | Not Required | Not Required | DAMARIS-COTTA BANK & TRUST CO. | 530703 | |
| OK | | Full Service | 439806 | BRISTOL BRANCH | 2578 BRISTOL ROAD | NEW HARBOR | ME | 04554 | LINCOLN | USA | Not Required | Not Required | DAMARIS-COTTA BANK & TRUST CO. | 530703 | |
| OK | | Full Service | 3149348 | SENNEBEC ROAD BRANCH | 17 SENNEBEC ROAD | UNION | ME | 04862 | KNOX | USA | Not Required | Not Required | DAMARIS-COTTA BANK & TRUST CO. | 530703 | |
| OK | | Full Service | 1393893 | WARREN BRANCH | 289 CAMDEN ROAD | WARREN | ME | 04864 | KNOX | USA | Not Required | Not Required | DAMARIS-COTTA BANK & TRUST CO. | 530703 | |