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FR Y-6
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Approved for Release December 31, 2015

Board of Governors of the Federal Reserve System

MAR 28 2014



Annual Report of Holding Companies — **FR Y-6**
FRB RICHMOND

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)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. 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 and top-tier savings and loan 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.

I, Mary Ann Scully

Name of the Holding Company Director and Official
Director, CEO & President

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.

Mary Ann Scully
Signature of Holding Company Director and Official

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 3386910
C.I. _____

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

December 31, 2013

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Howard Bancorp, Inc.

Legal Title of Holding Company

6011 University Blvd., Suite 370

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

Ellicott city MD 21043
City State Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

George Coffman EVP & CFO

Name Title

410-750-0020

Area Code / Phone Number / Extension

410-750-8588

Area Code / FAX Number

gcoffman @ howardbank.com

E-mail Address

www.howardbank.com

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

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

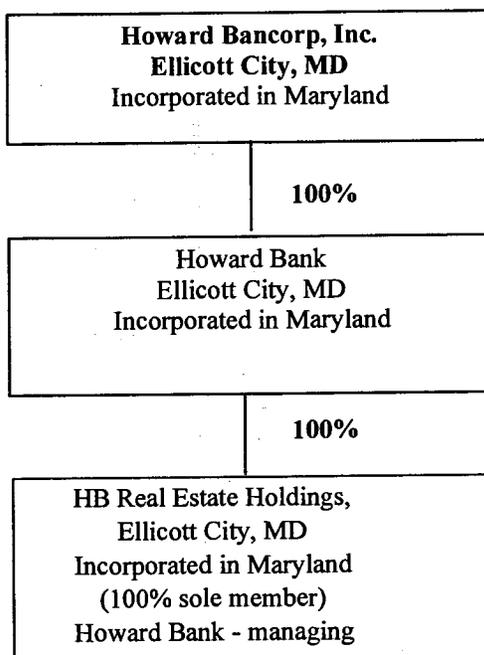
No

Form FR Y-6

Howard Bancorp, Inc.
6011 University Blvd. Suite 370
Ellicott City, MD 21043
Fiscal Year Ending December 31, 2013

Report Item

- 1: The bank holding company prepares an annual report for its securities holders and is registered with the SEC.
- 2: Organizational Chart



2b: Submitted via email on 2/18/2014

Results: A list of branches for your depository institution: HOWARD BANK (ID_RSSD: 3282852).
 This depository institution is held by HOWARD BANCORP, INC. (3386910) of ELLICOTT CITY, MD.
 The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

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*	Comments
Ok		Full Service (Head Office)	3282852	HOWARD BANK	6011 UNIVERSITY BLVD, SUITE 370	ELLICOTT CITY	MD	21043	HOWARD	UNITED STATES	424305		0 HOWARD BANK	3282852	
Ok		Full Service	3548062	ABERDEEN BRANCH	3 WEST BEL AIR AVENUE	ABERDEEN	MD	21001	HARFORD	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
Ok		Full Service	4094379	DEFENSE HWY BRANCH	116 DEFENSE HIGHWAY	ANNAPOLIS	MD	21401	ANNE ARUNDEL	UNITED STATES	510411		5 HOWARD BANK	3282852	
Ok		Full Service	3355608	COLUMBIA BRANCH	6430 FREETOWN ROAD	COLUMBIA	MD	21044	HOWARD	UNITED STATES	440502		1 HOWARD BANK	3282852	
Ok		Full Service	3876587	CENTENNIAL PLACE BRANCH	10161 BALTIMORE NATIONAL PIKE	ELLICOTT CITY	MD	21042	HOWARD	UNITED STATES	484681		4 HOWARD BANK	3282852	
Ok		Full Service	3675605	SNOWDEN RIVER BRANCH	6011 UNIVERSITY BLVD STE 150	ELLICOTT CITY	MD	21043	HOWARD	UNITED STATES	440503		2 HOWARD BANK	3282852	
Ok		Full Service	3633922	MAPLE LAWN BRANCH	10985 JOHNS HOPKINS ROAD	LAUREL	MD	20723	HOWARD	UNITED STATES	455819		3 HOWARD BANK	3282852	
Ok		Full Service	4576530	TOWSON BRANCH	22 WEST PENNSYLVANIA AVENUE	TOWSON	MD	21204	BALTIMORE	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	

Report Item 3: Securities held

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12-31-13			Shareholders 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 12-31-13		
(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
NONE			NONE		

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(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 businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (including names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Richard G. Arnold Ellicott City, MD	Plumbing & Heating	Director	Director Howard Bank	Vice President & co-owner of The John E Ruth Co., Inc.	2.50%	0.00%	40% The John E Ruth Co., Inc.
Nasser Basir Ellicott City, MD	Technology	Director	Director Howard Bank	CEO of PSI Pax Inc.	0.89%	0.00%	100% PSI Pax Inc.
Andrew E. Clark Ellicott City, MD	Private Investing	Director	Director Howard Bank	Chairman, Capella Tax Network	1.06%	0.00%	None
Philip W. Gibbs Ellicott City, MD	Construction	Director	Director Howard Bank	President of Hamel Builders, Inc.	0.49%	0.00%	None
Robert J. Hartson Ellicott City, MD	Government Contracting	Director	Director Howard Bank	President of ATEC Industries, Ltd.	4.54%	0.00%	85% ATEC Industries, LTD 0.00% 51% ATEC Shielding Systems Inc. 0.00% 98% Howard Open MRI Center, 0.00% LLC/Howard Radiology 0.00% 50% J2J, LLC 0.00% 60% Maple Lawn Medical, LLC
Paul I. Latta Jr. Ellicott City, MD	Retired	Director	Director Howard Bank		2.02%	0.00%	None
Barbara K. Lawson Ellicott City, MD	Retired	Director	Director Howard Bank	Partner of Synergies Consulting Group	0.24%	0.00%	None
Kenneth C. Lundeen Ellicott City, MD		Director	Director Howard Bank	President, CEO & co-owner of Environmental Reclamation Co.	3.61%	0.00%	35% Environmental Reclamation Co.
Robert N. Meyers Ellicott City, MD	Commercial Real Estate	Director	Director Howard Bank	President of Southeast Real Estate Advisor, Inc. President of Southeast Financial Services, Inc.	1.08%	0.00%	None
Richard H. Pettingill Ellicott City, MD	Real Estate	Director	Director Howard Bank	President of Dick Pettingill Commercial Real Estate	0.43%	0.00%	100% Dick Pettingill Commercial Real Estate Brokerage, Inc.

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(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 businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (including names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
				Brokerage, Inc.			
Steven W. Sachs Ellicott City, MD	Insurance	Director	Director Howard Bank	Senior VP & managing Director of the National Real Estate Practices of Wills HRH	2.19%	0.00%	None
Mary Ann Scully Ellicott City, MD		Director Chairperson CEO & President	Director Howard Bank Chairperson CEO & President		2.22%	0.00%	None
Robert W. Smith Jr. Ellicott City, MD	Attorney	Director	Director Howard Bank	Partner in Law firm of DLA Piper LLP	0.53%	0.00%	None
Donna Hill Staton Ellicott City, MD	Retired	Director	Director Howard Bank		0.17%	0.00%	None
Paul G. Brown Ellicott City, MD		EVP	EVP Chief Lending Officer Howard Bank		0.58%	0.00%	None
Charles E. Schwabe Ellicott City, MD		EVP Secretary	EVP Secretary Howard Bank		0.59%	0.00%	None
George C. Coffman Ellicott City, MD		EVP CFO & Treasurer	EVP CFO & Treasurer Howard Bank		0.85%	0.00%	None
Robert A Altieri Ellicott City, MD		EVP	EVP President of Mortgage Division		0.00%	0.00%	None