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.

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, James W. Cornelsen
Name of the Holding Company Director and Official
President & 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.

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
03/28/2016
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
RSD ID 3Z00221
C.I.

Date of Report (top-tier holding company’s fiscal year-end):
December 31, 2015
Month / Day / Year
N/A
Reporters’s Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporters’s Name, Street, and Mailing Address
Old Line Bancshares, Inc.
Legal Title of Holding Company
1525 Pointer Ridge Place
(Mailing Address of the Holding Company) Street / P.O. Box
Bowie MD 20716
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Julie A. Keith VP - Regulatory Reporting
Name Title
301-861-0071
Area Code / Phone Number / Extension
301-430-8709
Area Code / FAX Number
jkeith@oldlinebank.com
E-mail Address
www.oldlinebank.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
Item 1: Annual Report to Shareholders – The bank holding company prepares an annual report for its securities holders and is registered with the SEC. No copies are enclosed.

Item 2a: Organizational Chart

```
Old Line Bancshares, Inc.
(No LEI)
Bowie, MD
Incorporated in Maryland

Old Line Bank
(No LEI)
Bowie, MD
100%
Incorporated in Maryland

Pointer Ridge Office
Investment, LLC
(No LEI)
Bowie, MD
62% Non-Managing Member
Organized in Maryland

Regal MD Statutory Trust I
(No LEI)
Bowie, MD
100%
Organized in Connecticut

Regal MD Statutory Trust II
(No LEI)
Bowie, MD
100%
Organized in Delaware
```
Item 3: Securities Holders

Item 3(1)(a)(b)(c): Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending December 31, 2015.

<table>
<thead>
<tr>
<th>Name</th>
<th>City, State, Country</th>
<th>Country of Citizenship</th>
<th>Number of Shares Owned</th>
<th>Percentage of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>G. Thomas Daugherty</td>
<td>Lexington Park, MD USA</td>
<td>USA</td>
<td>546,769</td>
<td>5.06% Common Stock</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>5,800</td>
<td>.05% Options on Common Stock</td>
</tr>
<tr>
<td>William J. Harnett</td>
<td>Stevensville, MD USA</td>
<td>USA</td>
<td>1,051,837</td>
<td>9.74% Common Stock</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>3,600</td>
<td>.02% Options on Common Stock</td>
</tr>
<tr>
<td>Wellington Management Company, LLP</td>
<td>Boston, MA USA</td>
<td>USA</td>
<td>629,540</td>
<td>5.83% Common Stock</td>
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<tr>
<td>Sanc Fund VI L.P.</td>
<td>Chicago, IL USA</td>
<td>USA</td>
<td>633,496</td>
<td>5.86% Common Stock</td>
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<tr>
<td>Endeavour Capital Advisors, Inc.</td>
<td>Greenwich, CT USA</td>
<td>USA</td>
<td>783,515</td>
<td>7.25% Common Stock</td>
</tr>
<tr>
<td>FJ Capital Management, LLC</td>
<td>McLean, VA USA</td>
<td>USA</td>
<td>587,876</td>
<td>5.44% Common Stock</td>
</tr>
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Item 3(2)(a)(b)(c): 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 December 31, 2015.

<table>
<thead>
<tr>
<th>Name</th>
<th>City, State, Country</th>
<th>Country of Citizenship</th>
<th>Number of Shares Owned</th>
<th>Percentage of Voting Securities</th>
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</thead>
<tbody>
<tr>
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<td></td>
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<tr>
<td>Name</td>
<td>Role</td>
<td>Company/Position</td>
<td>Percentage</td>
<td>Ownership</td>
</tr>
<tr>
<td>-----------------------------</td>
<td>--------------------------------</td>
<td>-----------------------------------------------------</td>
<td>------------</td>
<td>------------</td>
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<tr>
<td>Joseph E. Burnett</td>
<td>Executive Vice President</td>
<td>Old Line Bancshares, Inc.</td>
<td>0.93%</td>
<td>n/a</td>
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<tr>
<td>Craig E. Clark</td>
<td>Chairman of the Board</td>
<td>Old Line Bancshares, Inc.</td>
<td>1.84%</td>
<td>n/a</td>
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<td>James W. Cornelson</td>
<td>President and CEO</td>
<td>Old Line Bancshares, Inc.</td>
<td>2.67%</td>
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<td>Joseph E. Burnett</td>
<td>EVP/Chief Lending Officer</td>
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<td>n/a</td>
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<tr>
<td>Craig E. Clark</td>
<td>Chairman of the Board</td>
<td>Old Line Bancshares, Inc.</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>James W. Cornelson</td>
<td>President and CEO</td>
<td>Old Line Bancshares, Inc.</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>G. Thomas Daugherty</td>
<td>Director</td>
<td>Old Line Bancshares, Inc.</td>
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<td>James F. Dent</td>
<td>Director</td>
<td>Old Line Bancshares, Inc.</td>
<td>0.70%</td>
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<td>Andre' J. Gingles</td>
<td>Director</td>
<td>Old Line Bancshares, Inc.</td>
<td>0.51%</td>
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<td>Thomas H. Graham</td>
<td>Director</td>
<td>Old Line Bancshares, Inc.</td>
<td>0.06%</td>
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<tr>
<td>William J. Harnett</td>
<td>Director</td>
<td>Old Line Bancshares, Inc.</td>
<td>9.76%</td>
<td>n/a</td>
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<td>Frank Lucchese</td>
<td>Vice Chairman</td>
<td>Old Line Bancshares, Inc.</td>
<td>1.43%</td>
<td>n/a</td>
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</table>
Gail D. Manuel
Welcome, MD USA
Owner/Operator
Cemetery/Mausoleum
Director
Old Line Bank
Trinity Memorial Gardens & Mausoleum - Director
Old Wood Associates
D&M Investments
Friendship Pet Memorial Park LLC - Owner
0.44% n/a
Trinity Memorial Gardens - 33%
Longwood Associates - 25%
D&M Investments - 50%
Friendship Pet Memorial Park LLC - 100%

Carla Hargrove McGill
Annapolis, MD USA
General Contractor
Director
Old Line Bank
Hargrove Acquisition, Inc. - President
The Foundation Schools - Director
0.10% n/a
Hargrove Acquisition, Inc. - 51%

M. John Miller
Crownsville, MD USA
n/a
Executive Vice President
EVP/Chief Credit Officer
Old Line Bank
n/a n/a
n/a

Gregory S. Proctor, Jr.
Upper Marlboro, MD USA
Consultant
Director
Old Line Bank
G.S. Proctor & Associates, Inc. - President & CEO
Proctor Group, LLC - Managing Member
0.46% n/a
G.S. Proctor & Associates, Inc. - 100%
Proctor Group, LLC - 100%
Proctor Group Two - 100%
Proctor Landscaping and Masonry - 100%

Jeffrey A. Rivest
Columbia, MD USA
Executive
Director
Old Line Bank
University of Maryland Medical Center - President & CEO
0.23% n/a
n/a

Mark A. Samanie
Bel Air, MD USA
n/a
Executive Vice President
EVP/Chief Operating Officer
Old Line Bank
n/a n/a
n/a

Suhan R. Shah
Marriottsville, MD USA
CFA
Director
Old Line Bank
Source One Business Services, LLC - Principal
Regan Schickner Shah Harper LLC - Principal
0.30% n/a
Source One Business Services, LLC - 33.33%
Regan Schickner Shah Harper LLC - 33.33%

John M. Suit, II
Annapolis, MD USA
Retired
Director
Old Line Bank
n/a n/a
n/a

Frank E. Taylor
Leonardtown, MD USA
Propane Gas Distributor
Director
Old Line Bank
Taylor Gas Company, Inc. - President
FF&B, LLC - Managing Partner
0.16% n/a
Taylor Gas Company, Inc. - 51%
FF&B, LLC - 50%
### Resubmission 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 new row, add the branch data, and enter ‘Add’ in the Data Action column and the opening or acquisition date in the Effective Date column.

### 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 email.

### 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.

### FR Y-10 Online Application

- [https://yl0online.federalreserve.gov](https://yl0online.federalreserve.gov)

- **FDIC UNINUM**, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

### Table

<table>
<thead>
<tr>
<th>Branch Service Type</th>
<th>Effective Date</th>
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<th>Popular Name</th>
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<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNINUM*</th>
<th>Office Number*</th>
<th>Saved Office</th>
<th>Head Office ID_RSSD*</th>
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<td>15808 LIVINGSTON ROAD</td>
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<td>RIVER</td>
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<td>21737 INDIAN HEAD HWY</td>
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<td>21157</td>
<td>CARROLL</td>
<td>UNITED STATES</td>
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