

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.

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.

I, Tom N. Rasmussen

Name of the Holding Company Director and Official

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.

Signature of Holding Company Director and Official

05/04/2017

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. _____

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.

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

December 31, 2016

Month / Day / Year

n/a

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

Reporter's Name, Street, and Mailing Address

New Windsor Bancorp, Inc.

Legal Title of Holding Company

213 Main St PO Box 489

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

New Windsor

MD

21776

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Thomas J. Paholsky

Treasurer

Name

Title

410-549-1414

Area Code / Phone Number / Extension

410-751-2877

Area Code / FAX Number

tpaholsky@newwindsorbank.com

E-mail Address

www.newwindsorbank.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 0

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

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

City State Zip Code

Physical Location (if different from mailing address)

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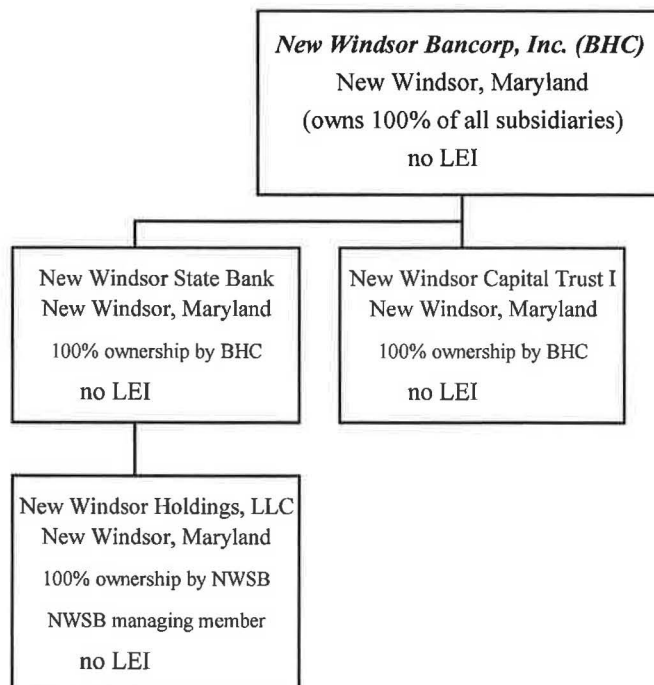
City State Zip Code

Physical Location (if different from mailing address)

FORM FRY-6
New Windsor Bancorp, Inc.
New Windsor, Maryland
Fiscal Year Ending December 31, 2016

Report Item

- 1. a. The BHC is not required to file form 10K with the SEC.
- 1. b. The BHC prepares an annual report for its stockholders
- 2. a. Organizational Chart - **all incorporated in State of Maryland**



Results: A list of branches for your depository institution: NEW WINDSOR STATE BANK (ID: RSSD: 57228)
This depository institution is held by NEW WINDSOR BANCORP, INC. (2520913) of NEW WINDSOR, MD.
The data are as of 3/23/2016. Data reflects information that was received and processed through 01/10/2017.

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)	57228	NEW WINDSOR STATE BANK	213 MAIN STREET	NEW WINDSOR	MD	21776	CARROLL	UNITED STATES	4007	0	NEW WINDSOR STATE BANK	57228	
OK		Full Service	4918873	ELDERBURG BRANCH	1708 LIBERTY ROAD	ELDERBURG	MD	21784	CARROLL	UNITED STATES	Not Required	Not Required	NEW WINDSOR STATE BANK	57228	
OK		Full Service	4111503	NORTH CARROLL BRANCH	2305 HANOVER PIKE	HAMAPSTEAD	MD	21074	CARROLL	UNITED STATES	510734	6	NEW WINDSOR STATE BANK	57228	
OK		Full Service	3234703	MOUNT AIRY BRANCH	1001 TWIN ARCH ROAD	MOUNT AIRY	MD	21771	CARROLL	UNITED STATES	412923	3	NEW WINDSOR STATE BANK	57228	
OK		Full Service	3677177	TANEYTOWN BRANCH	222 E BALTIMORE ST	TANEYTOWN	MD	21787	CARROLL	UNITED STATES	445699	4	NEW WINDSOR STATE BANK	57228	
OK		Full Service	3295272	COLLEGE SQUARE BRANCH	444 WMC DRIVE	WESTMINSTER	MD	21158	CARROLL	UNITED STATES	359993	1	NEW WINDSOR STATE BANK	57228	
OK		Full Service	3690167	MARKET PLACE BRANCH	810 MARKET STREET	WESTMINSTER	MD	21157	CARROLL	UNITED STATES	450844	5	NEW WINDSOR STATE BANK	57228	

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New Windsor Bancorp, Inc.
New Windsor, Maryland
Fiscal Year Ending December 31, 2016

Report Item

3. Stockholders

Current stockholders with ownership, control or holdings of 5% or more with power to vote as of December 31, 2016.

(1)(a) Name & Address	(1)(b) Country of Citizenship	(1)(c) Number and Percentage of Each Class of Voting Securities	
CEDE & Company (streetname broker) New York, New York	USA	329,051	32.7%
Barry J. Renbaum Reisterstown, Maryland	USA	60,000	6.0%
Carroll L. Yingling Westminster, Maryland	USA	57,722	5.7%
Frall Developers, Inc. Mt. Airy, Maryland	USA	56,309	5.6%

3.(2) None

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New Windsor Bancorp, Inc.
New Windsor, Maryland
Fiscal Year Ending December 31, 2016

Report Item

4. Directors and Officers

(1) Name & Address	(2) Principal Occupation	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with Other Businesses	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) List names of other companies if 25% or more of voting securities
Stephen E. Bohn Westminster, MD 21158	Automobile Dealer	Director	Director - New Windsor State Bank	President - Widetrac Automotive, LLC	0.14%	N/A	N/A
Mark E. Bollinger Westminster, MD 21158	Insurance	Director	Director - New Windsor State Bank	President - Barnes Bollinger Insurance Services, Inc.	1.40%	N/A	Barnes Bollinger Ins Svcs Inc 50%
Holly J. Harrison Woodbine, MD 21797	Real Estate	Director	Director - New Windsor State Bank	President - HH Consulting Service	0.17%	N/A	N/A
Todd L. Herring Taneytown, MD 21787	Sole Proprietor	Director	Director - New Windsor State Bank	President - Central MD Rehabilitation Services	0.61%	N/A	N/A
Willard L. Hawkins, Jr. New Windsor, MD 21776	Retired - Veterinarian / Veterinary Medical Officer	Director Vice President	Director - New Windsor State Bank	Owner - Windsor Farm Shareholder - Carroll Emergency Clinic	0.83%	N/A	Windsor Farm 100%
Georgia S. Hoff Finksburg, MD 21048	Real Estate Broker	Director	Director - New Windsor State Bank	Co-Owner - Samuel C. Hoff Agency	0.78%	N/A	Samuel C. Hoff Agency 50%

FORM FRY-6
New Windsor Bancorp, Inc.
New Windsor, Maryland
Fiscal Year Ending December 31, 2016

Report Item

4. Directors and Officers

(1) Name & Address	(2) Principal Occupation	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with Other Businesses	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) List names of other companies if 25% or more of voting securities
William G. Jones, CPA, CVA Westminster, MD 21157	Certified Public Accountant Certified Valuation Analyst	Director	Director - New Windsor State Bank	Certified Public Accountant Certified Valuation Analyst	0.24%	N/A	N/A
E. Suzan Miller, J.D. Westminster, MD 21157	Attorney-at-Law	Director	Director - New Windsor State Bank	Attorney-at-Law	0.26%	N/A	N/A
G. Melvin Mills, Jr. Taneytown, MD 21787	Sole Proprietor	Director	Director - New Windsor State Bank	President/Owner - Mills Communications, Inc. Director - Wuesthoff Health System Director - Carroll Hospital Center Foundation Supervisor - Baytree Community Development District Director - Carroll County Historical Society	0.27%	N/A	Mills Comm. Inc. 100%
Tom N. Rasmussen Finksburg, MD 21048	Banker	Director President & CEO	Director, President & CEO - New Windsor State Bank	Director - Community Bankers Bank	0.73%	N/A	N/A
D. Arthur Seibel, Jr. New Windsor, MD 21776	Consulting	Director Chairman	Chairman - New Windsor State Bank	Owner - Seibel Consulting LLC	3.57%	N/A	Seibel Consulting LLC 100%