

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):

March 31, 2017

Month / Day / Year

NONE

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

Reporter's Name, Street, and Mailing Address

I, ROBERT A. DeALMEIDA

Name of the Holding Company Director and Official

PRESIDENT & CEO, DIRECTOR

Title of the Holding Company Director and Official

HAMILTON BANCORP

Legal Title of Holding Company

501 FAIRMOUNT AVENUE, SUITE 200

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

TOWSON

MD

21286

City

State

Zip Code

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.

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

LAWRENCE JACKSON CONTROLLER

Name

Title

410-823-4510

Area Code / Phone Number / Extension

Area Code / FAX Number

ljackson@hamilton-bank.com

E-mail Address

www.hamilton-bank.com

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

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
 C.I.

4415424

Is confidential treatment requested for any portion of this report submission? No 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

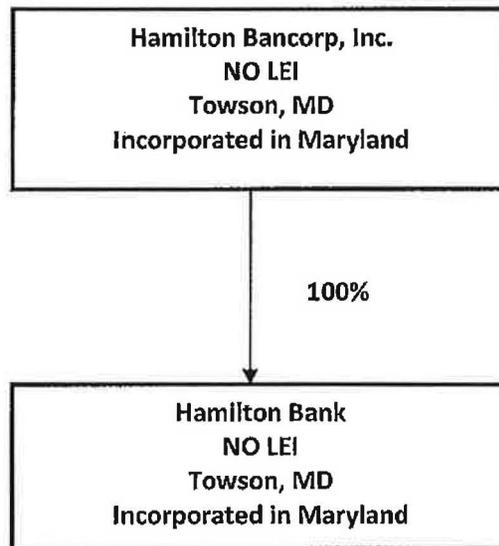
NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

Form FR Y-6
HAMILTON BANCORP, INC.
Towson, MD
Fiscal Year Ending March 31, 2016

Report Item

1: The Bank Holding Company prepares an annual report for its securities holders and is registered with the SEC (See SEC website for annual report filed with the Form 10-K).

2a. ORGANIZATION CHART



Results: A list of branches for your depository institution: HAMILTON BANK (ID_RSSD: 365576).
 This depository institution is held by HAMILTON BANCORP, INC. (4415424) of TOWSON, MD.
 The data are as of 06/31/2017. Data reflects information that was received and processed through 04/05/2017.

Recognition 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 UNNUM, 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 UNNUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	365576	HAMILTON BANK	5800 HARFORD ROAD	BALTIMORE	MD	21214-2268	BALTIMORE CITY	UNITED STATES	Not Required	Not Required	HAMILTON BANK	365576	
CHANGE	9/11/2015	Full Service	313778	ROSEDALE BRANCH	8016 PHILADELPHIA ROAD	BALTIMORE	MD	21227	BALTIMORE CITY	UNITED STATES	Not Required	Not Required	HAMILTON BANK	365576	
CHANGE	5/13/2016	Full Service	954774	PIGTOWN BRANCH	764 WASHINGTON BOULEVARD	BALTIMORE	MD	21290	BALTIMORE CITY	UNITED STATES	Not Required	Not Required	HAMILTON BANK	365576	
OK		Full Service	4161864	COCKEYSVILLE BRANCH	10288 YORK ROAD	COCKEYSVILLE	MD	21030	BALTIMORE	UNITED STATES	Not Required	Not Required	HAMILTON BANK	365576	
OK	5/13/2016	Full Service	4161873	ELLCOTT CITY BRANCH	8480 BALTIMORE NATIONAL PIKE	ELLCOTT CITY	MD	21043	HOWARD	UNITED STATES	Not Required	Not Required	HAMILTON BANK	365576	
OK		Full Service	2508948	PASADENA BRANCH	8108 JUMPERS HOLE ROAD	PASADENA	MD	21122	ANNE ARUNDEL	UNITED STATES	Not Required	Not Required	HAMILTON BANK	365576	
ADD	5/1/2015	Full Service		TOWSON BRANCH	502 FAIRMOUNT AVE, STE 200	TOWSON	MD	21286	BALTIMORE	UNITED STATES	Not Required	Not Required	HAMILTON BANK	365576	

Form FR Y-6
Hamilton Bancorp., Inc.
Fiscal Year Ending March 31, 2017

Report Item 3: Securities Holders

Section 1

Current Securities Holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 3-31-2017

1a Name, City, State, Country	1b Country of Citizenship or Incorporation	1c Number & Percentage of Each Class of Voting Securities
1 EJP Capital LLC Arlington, VA, USA	USA	325,000 9.53% of Common Stock
2 Stilwell Value Partners II, L.P. Stilwell Value Partners V, L.P. Stilwell Value Partners VII, L.P. Stilwell Activist Fund, L.P. Stilwell Activist Investments, L.P. Stilwell Partners, L.P. Stilwell Value LLC Joseph Stilwell New York, New York, USA	USA	315,101 9.24% of Common Stock
3 Hamilton Bank Employee Stock Ownership Plan* Plan Trust (3) First Bankers Trust Services, Inc. Quincy, Illinois, USA	USA	222,180 6.51% of Common Stock

*see section 7.1 of the ESOP Plan Document for information on how the plan stock is voted and tendered

Form FR Y-6
Hamilton Bancorp., Inc.
Fiscal Year Ending March 31, 2017

Report Item 3: Securities Holders

Section 2

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 3-31-2017.

2a Name, City, State, Country	2b Country of Citizenship or Incorporation	2c Number & Percentage of Each Class of Voting Securities
1 Maltese Capital Management, LLC Terry Maltese Maltese Capital Holdings, LLC Malta Hedge Fund II, L.P. New York, New York, USA	USA	140,961 4.13% of Common Stock

Report Item 4: Insiders

1a	2	3a	3b	3c	4a	4b	4c
Name, City, State, Country	Principal Occupation if other than with Holding Company	Title & Position with Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Shares in Holding Company	Percentage of Voting Share in Subsidiaries (include names of subsidiaries)	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)
Jenny G. Morgan Columbia, MD, USA	President & CEO - Basys, Inc.	Director	Director - Hamilton Bank	N/A	0%	None	None
William E. Bellard Pasadena, MD, USA	Consultant - Engineering and manufacturing industry	Director	Director - Hamilton Bank	Partner, Project Manager - EFI Group, LLC	< 1%	None	28% of voting shares of EFI Group, LLC
Carol L. Coughlin Towson, MD, USA	Business owner and entrepreneur - Business planning and growth advisory firm	Director & Chairwoman	Director & Chairwoman - Hamilton Bank	CEO/Owner - Bottomline Growth Strategies, Inc.	< 1%	None	Founder and 100% owner of Bottomline Growth Strategies, Inc.
Robert A. DeAlmeida Jarrettsville, MD, USA	N/A	Director, President & CEO	Director, President & CEO - Hamilton Bank & 3110 FC, LLC	Director, Maryland Bankers Association; Chairman, Healthy Neighborhoods, Inc.; Director, Maryland Chamber of Commerce; Member, Federal Reserve Bank of Richmond Community Depository Institutions Advisory Council; Member, University of Baltimore Merrick School of Business Dean's Advisory Council	2% 6,774 shs in ESOP 9.15% of ESOP	None	None
William W. Furr Columbia, MD, USA	President - insurance company	Director	Director - Hamilton Bank	President and Director, Paramount Insurance Company; Director, Westminster American Insurance	< 1%	None	None
Joseph J. Bouffard Fallston, MD, USA	N/A - Retired	Director	Director - Hamilton Bank	Director - Maryland Financial Bank	< 1%	None	None
Bobbi R. Macdonald Baltimore, MD, USA	Executive Director in public schools nonprofit organization	Director	Director - Hamilton Bank	Executive Director - The City Neighbors Foundation, Inc.; Director - Maryland Charter School Network		None	None
James R. Farnum, Jr. Lutherville, MD, USA	Small business owner & executive	Director	Director - Hamilton Bank	CEO/Owner - Alliance Advisory Group, LLC; V.P./Part-owner - Hurka Acquisition Company, Inc.	< 1%	None	Founder & 100% Owner, Alliance Advisory Group, LLC; 45% partner, Hurka Acquisition Company, Inc.; 100% owner of Financial Performance Solutions, Inc.
Ellen R. Fish Baltimore, MD, USA	N/A	Officer Executive Vice President	Executive Vice President Hamilton Bank	N/A	< 1% 1,387 shs in ESOP 1.87% of ESOP	None	
John P. Marzullo Bel Air, MD, USA	N/A	Officer SVP, CFO & Treasurer	Senior Vice President - Treasurer - Hamilton Bank	N/A	< 1% 2,728 shs in ESOP 3.68% of ESOP	None	None