

Board of Governors of the Federal Reserve System

APR -1 2019

FRB RICHMOND



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, Mary Ann Scully

Name of the Holding Company Director and Official

Chairman & 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.

Mary Ann Scully

Signature of Holding Company Director and Official

Date of Signature

3/28/19

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.

3386910

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, 2018

Month / Day / Year

None

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

Reporter's Name, Street, and Mailing Address

Howard Bancorp. Inc.

Legal Title of Holding Company

3301 Boston Street

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

Baltimore

City

MD

State

21224

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

George Coffman

Name

EVP & CFO

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

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)	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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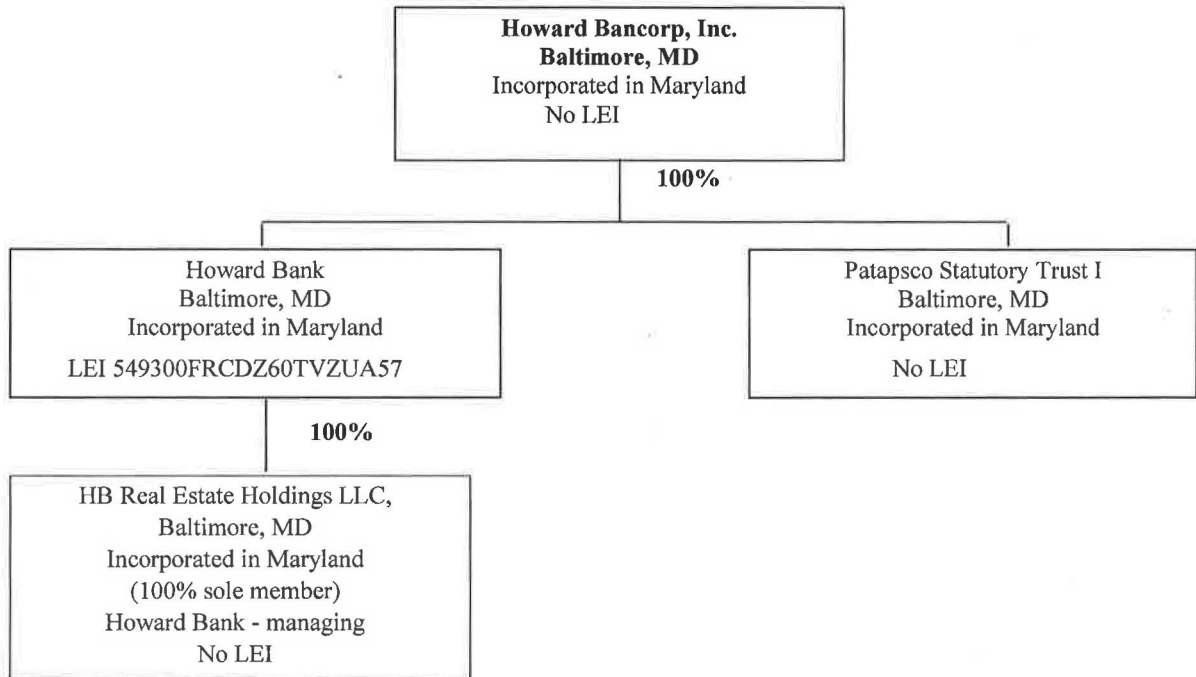
Howard Bancorp, Inc.
3301 Boston Street
Baltimore, MD 21224

Fiscal Year Ending December 31, 2018

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 2/12/2019

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 BALTIMORE, MD.
The data are as of 12/31/2018. Data reflects information that was received and processed through 01/06/2019.

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		Head Office	3282852	HOWARD BANK HEAD OFFICE	3301 BOSTON STREET, SUITE 101	BALTIMORE	MD	21224	BALTIMORE CITY	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	3675605	Snowden River	6011 University Blvd., Suite 150	ELICOTT CITY	MD	21042	HOWARD	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	3548062	ABERDEEN BRANCH	3 WEST BELAIR 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	Not Required	Not Required	HOWARD BANK	3282852	
Change	2/28/2018	Full Service	3867213	CANTON BRANCH	3301 BOSTON STREET, SUITE 101	BALTIMORE	MD	21224	BALTIMORE CITY	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	End
OK		Full Service	5188903	REMINGTON BRANCH	2700 REMINGTON AVE.	BALTIMORE	MD	21211	BALTIMORE CITY	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	2314505	BEL AIR BRANCH	12A BELAIR SOUTH PARKWAY	BEL AIR	MD	21015	HARFORD	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	3726954	HICKORY BRANCH	1403 CONOWINGO ROAD	BEL AIR	MD	21014	HARFORD	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	5222188	COLUMBIA TOWERS BRANCH	10175 LITTLE PATUXENT PARKWAY	COLUMBIA	MD	21044	HOWARD	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	2755274	WISE AVENUE BRANCH	7860 WISE AVENUE	DUNDALK	MD	21222	BALTIMORE	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	3366257	ELKTON BRANCH	305 AUGUSTINE HERMAN HIGHWAY MD RT 213	ELKTON	MD	21921	CECIL	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	3876587	CENTENNIAL PLACE BRANCH	10161 BALTIMORE NATIONAL PIKE	ELICOTT CITY	MD	21042	HOWARD	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	3292730	GLEN BURNIE-RITCHIE HIGHWAY BRANCH	305 SOUTH CRAIN HIGHWAY	GLEN BURNIE	MD	21061	ANNE ARUNDEL	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	3633922	MAPLE LAWN BRANCH	10985 JOHNS HOPKINS ROAD	LAUREL	MD	20723	HOWARD	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	2789701	CARROLL ISLAND BRANCH	176 CARROLL ISLAND RD	MIDDLE RIVER	MD	21220	BALTIMORE	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	2654032	OWINGS MILLS BRANCH	4800 PAINTERS MILL RD	OWINGS MILLS	MD	21117	BALTIMORE	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	247672	PARKVILLE BRANCH	2028 EAST JOPPA ROAD	PARKVILLE	MD	21234	BALTIMORE	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	2654087	PIKESVILLE BRANCH	1013 REISTERSTOWN RD	PIKESVILLE	MD	21208	BALTIMORE	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	4763059	RISING SUN BRANCH	6 PEARL STREET	RISING SUN	MD	21911	CECIL	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	3292767	WHITE MARSH BRANCH	10101 PHILADELPHIA RD	ROSEDALE	MD	21237	BALTIMORE	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	2733816	SEVERNA PARK BRANCH	366A GOV RITCHIE HIGHWAY	SEVERNA PARK	MD	21146	ANNE ARUNDEL	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	
OK		Full Service	5210813	TIMONIUM BRANCH	2129 YORK ROAD	TIMONIUM	MD	21093	BALTIMORE	UNITED STATES	Not Required	Not Required	HOWARD BANK	3282852	

closed

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Howard Bancorp, Inc.
12/31/2018

Report Item 3: Securities holders

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12-31-18			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 12-31-18		
(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
Entities Affiliated with			EJF Capital LLC		
Priam Capital Fund I,LP (10)			Arlington, VA USA	USA	848,359 - 6.24%
New York, NY USA	USA	2,837,262 - 14.89%			Common stock
		Common stock			
Entities Affiliated with					
Patriot Financial Partner II,LP (11)					
Philadelphia, PA USA	USA	1,877,263 - 9.85%			
		Common stock			
Entities Affiliated with					
T. Rowe Price Assoc.,Inc. (12)	USA	1,600,998 - 8.40%			
Baltimore, MD USA		Common stock			
Entities Affiliated with					
RMB Capital Holdings, LLC (13)	USA	1,565,359 - 8.21%			
Chicago, IL USA		Common stock			
Entities Affiliated with					
GCP Managing Partner III (14)	USA	1,277,505 - 6.70%			
New York, NY USA		Common stock			

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12/31/2018

Report Item 4: Insiders

(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 Baltimore, MD , USA	Plumbing & Heating	Director	Director Howard Bank	Vice President & co-owner The John E Ruth Co., Inc.	0.71%	0.00%	40% The John E Ruth Co., Inc.
Gary W. Dorsch Baltimore, MD , USA		Director	Director Howard Bank	President Keyser Capital LLC	0.06%	0.00%	None
James T. Dresher, Jr. Baltimore, MD , USA		Director	Director Howard Bank	CEO/Founder Skyes Asset Management LLC	0.28%	0.00%	None
Howard P Feinglass Baltimore, MD , USA		Director	Director Howard Bank	Founder Priam Capital	0.15%	0.00%	None
Priam Capital Fund I, LP New York, NY, USA	-	-	-	-	14.89%	0.00%	None
Michael B. High Baltimore, MD , USA		Director	Director Howard Bank	Partner Patriot Financial Partners	0.00%	0.00%	None
John J. Keenan Baltimore, MD , USA	Retired	Director	Director Howard Bank	None	0.05%	0.00%	None
Paul I. Latta Jr. Baltimore, MD , USA	Software Development	Director	Director Howard Bank	Managing Member ERIS Technologies LLC.	0.51%	0.00%	33.5% - ERIS Technologies LLC
Kenneth C. Lundeen Baltimore, MD , USA	Retired	Director	Director Howard Bank	President, CEO & co-owner Environmental Reclamation Co.	0.73%	0.00%	35% Environmental Reclamation Co.
Thomas P. O'Neill Baltimore, MD , USA	Accountant	Director	Director Howard Bank	CFO/Vice President Hetzbach & Co.	0.13%	0.00%	None
Mary Ann Scully Baltimore, MD , USA	N/A	Director Chairperson and CEO	Director Howard Bank Chairperson and CEO	None	0.74%	0.00%	None
Robert W. Smith Jr. Baltimore, MD , USA	Attorney	Director	Director Howard Bank	Partner in Law firm of DLA Piper LLP	0.21%	0.00%	None

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12/31/2018

Report Item 4: Insiders

(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)
Donna Hill Staton Baltimore, MD , USA	Retired	Director	Director Howard Bank	Co-Founder/Principal Decision Point Strategy Grp. LLC	0.08%	0.00%	None
George C. Coffman Baltimore, MD , USA	N/A	EVP CFO & Treasurer	EVP/CFO & Treasurer Howard Bank	None	0.35%	0.00%	None
Thomas Jones Baltimore, MD , USA	N/A	EVP	EVP/ Chief Credit Officer Howard Bank	None	0.01%	0.00%	None
Robert D Kunisch Jr. Baltimore, MD , USA	N/A	EVP President	EVP/President Howard Bank	None	0.65%	0.00%	None
Steven Poynot Baltimore, MD , USA	N/A	EVP	EVP/Chief Information Officer Howard Bank	None	0.04%	0.00%	None
Charles E. Schwabe Baltimore, MD , USA	N/A	EVP Secretary	EVP/CRO & Secretary Howard Bank	None	0.26%	0.00%	None
Jack Steil Baltimore, MD , USA	N/A	EVP	EVP/Sr. Business Dev. Officer Howard Bank	None	0.25%	0.00%	None
Frank K. Turner, Jr. Baltimore, MD , USA	N/A	EVP	EVP Chief Commercial Banking Officer Howard Bank	None	0.03%	0.00%	None