

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):

December 31, 2018

Month / Day / Year

Not Applicable

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

Reporter's Name, Street, and Mailing Address

I, John D. Long

Name of the Holding Company Director and Official

President and Chief Executive Officer

Title of the Holding Company Director and Official

Glen Burnie Bancorp

Legal Title of Holding Company

P. O. Box 70

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

Glen Burnie MD 21060

City State Zip Code

106 Padfield Blvd. Glen Burnie, MD 21061

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Jeffrey D. Harris SVP CFO

Name Title

410-768-8883

Area Code / Phone Number / Extension

410-787-8580

Area Code / FAX Number

jdharris@bogb.net

E-mail Address

www.thebankofglenburnie.com

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

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

04/01/2019

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. \_\_\_\_\_

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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City State Zip Code

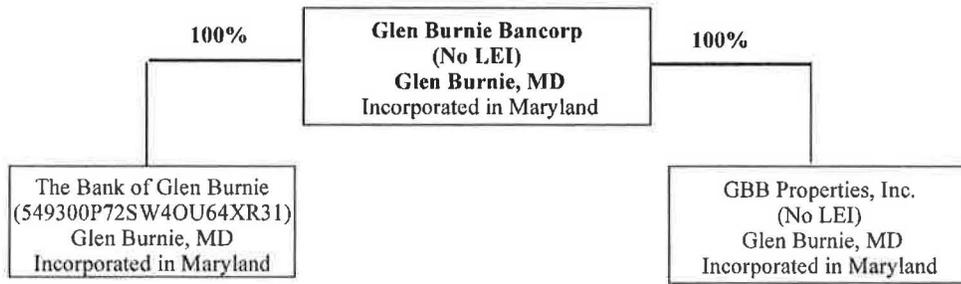
Physical Location (if different from mailing address)

**Form FR Y-6**  
**Glen Burnie Bancorp**  
**Glen Burnie, Maryland**  
**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.

**2a: Organizational Chart**



2b: Domestic branch listing provided to the Federal Reserve Bank via email dated March 11, 2019.

Results: A list of branches for your depository institution: BANK OF GLEN BURNIE, THE (ID\_RSSD: 628123).  
 This depository institution is held by GLEN BURNIE BANCORP (2001328) of GLEN BURNIE, 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		Full Service (Head Office)	628123	BANK OF GLEN BURNIE, THE	101 CRAIN HIGHWAY SOUTH	GLEN BURNIE	MD	21061	ANNE ARUNDEL	UNITED STATES	Not Required	Not Required	BANK OF GLEN BURNIE, THE	628123	
OK		Full Service	629728	CROWNSVILLE BRANCH	1221 GENERALS HWY	CROWNSVILLE	MD	21032	ANNE ARUNDEL	UNITED STATES	Not Required	Not Required	BANK OF GLEN BURNIE, THE	628123	
OK		Full Service	3329784	LINTHICUM BRANCH	7063 BALTIMORE ANNAPOLIS BLVD	GLEN BURNIE	MD	21061	ANNE ARUNDEL	UNITED STATES	Not Required	Not Required	BANK OF GLEN BURNIE, THE	628123	
OK		Full Service	898029	ODENTON BRANCH	1405 ANNAPOLIS RD	ODENTON	MD	21113	ANNE ARUNDEL	UNITED STATES	Not Required	Not Required	BANK OF GLEN BURNIE, THE	628123	
OK		Full Service	816528	RIVIERA BEACH BRANCH	8707 FT SMALLWOOD RD	PASADENA	MD	21122	ANNE ARUNDEL	UNITED STATES	Not Required	Not Required	BANK OF GLEN BURNIE, THE	628123	
OK		Full Service	2639169	NEW CUT ROAD BRANCH	740 STEVENSON ROAD	SEVERN	MD	21144	ANNE ARUNDEL	UNITED STATES	Not Required	Not Required	BANK OF GLEN BURNIE, THE	628123	
OK		Full Service	897527	SEVERN BRANCH	811 REECE RD	SEVERN	MD	21144	ANNE ARUNDEL	UNITED STATES	Not Required	Not Required	BANK OF GLEN BURNIE, THE	628123	
OK		Full Service	3147616	SEVERNA PARK BRANCH	534 RITCHIE HWY	SEVERNA PARK	MD	21146	ANNE ARUNDEL	UNITED STATES	Not Required	Not Required	BANK OF GLEN BURNIE, THE	628123	

**Report Item 3:  
Securities holders**

(1)(a)(b)(c) and (2)(a)(b)(c)

**Form FR Y-6  
Glen Burnie Bancorp  
Fiscal Year Ending December 31, 2018**

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2018			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 12-31-2018		
(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
John E. Demyan Cockeysville, MD, USA	USA	284,749 - 10.12% Common Stock	Frederick W. Kuethe, III Severna Park, MD	USA	144,001 - 5.14% Common Stock
Marrian K. McCormick Glen Burnie, MD, USA	USA	148,557 - 5.28% Common Stock	Edward M. Kuethe Glen Burnie, MD	USA	140,073 - 5.00% Common Stock
Wellington Management Group LLP Boston, MA	USA	153,145 - 5.44% Common Stock			

\*Taylor Family Trust provisions provided on separate attachment.

**Report Item 4: Insiders**

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

**Form FR Y-6****Glen Burnie Bancorp****Fiscal Year Ending December 31, 2018**

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with 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 Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securi- ties are held (List names of companies and percentage of voting securities held)
Thomas Clocker Pasadena, MD, USA	Retired Owner - Angels Food Market	Director	Director - Bank of Glen Burnie & GBB Properties, Inc.	N/A	0.39%	None	N/A
John E. Demyan Cockeysville, MD, USA	Owner - Real Estate Holdings	Director - Chairman	Director - Chairman Bank of Glen Burnie & GBB Properties, Inc.	N/A	10.12%	None	N/A
Norman E. Harrison Timonium, MD, USA	Accounting Consultant	Director	Director - Bank of Glen Burnie & GBB Properties, Inc.	N/A	0.14%	None	N/A
Stanford Hess Baltimore, MD, USA	Attorney - Neuberger, Quinn, Gielen, Rubin & Gibber, P.A.	Director	Director - Bank of Glen Burnie & GBB Properties, Inc.	N/A	0.02%	None	N/A

**Report Item 4: Insiders**

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

**Form FR Y-6  
Glen Burnie Bancorp  
Fiscal Year Ending December 31, 2018**

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with 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 Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securi- ties are held (List names of companies and percentage of voting securities held)
Charles Lynch Jr. Arnold, MD, USA	Engineer President - The General Ship Repair	Director	Director - Bank of Glen Burnie & GBB Properties, Inc.	N/A	1.35%	None	33.33% The General Ship Repair 33.33% Lynco Inc.
Andrew Cooch Arnold, MD, USA	Attorney - Partner Cooch, Bowers & Schuller, P.A.	Director	Director - Bank of Glen Burnie & GBB Properties, Inc.	Owner - Progressive Title Corporation	0.04%	None	N/A
Frederick W. Kuethe, III Severna Park, MD, USA	Engineer Northrop Grumman Corporation	Director & Vice President	Director - Bank of Glen Burnie & GBB Properties, Inc.	N/A	4.90%	None	N/A
Joan Rumenap Glen Burnie, MD, USA	Support Broker - Accessible Resources for Independence	Director	Director - Bank of Glen Burnie & GBB Properties, Inc.	N/A	1.83%	None	N/A

**Report Item 4: Insiders**

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

**Form FR Y-6****Glen Burnie Bancorp****Fiscal Year Ending December 31, 2018**

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with 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 Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securi- ties are held (List names of companies and percentage of voting securities held)
Karen B. Thorwarth Glen Burnie, MD, USA	Insurance Underwriter	Director	Director - Bank of Glen Burnie & GBB Properties, Inc.	N/A	0.10%	None	N/A
Mary Louise Wilcox Glen Burnie, MD, USA	Retired Teacher	Director	Director - Bank of Glen Burnie & GBB Properties, Inc.	Member of Family Owned Property Management LLC	0.67%	None	N/A
John D. Long Lutherville, MD, USA	N/A	Director & President/ Chief Executive Officer	Director - President/ Chief Executive Officer Bank of Glen Burnie & GBB Properties, Inc.	N/A	0.28%	None	N/A

**Report Item 4: Insiders**

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

**Form FR Y-6****Glen Burnie Bancorp****Fiscal Year Ending December 31, 2018**

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with 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 Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securi- ties are held (List names of companies and percentage of voting securities held)
Jeffrey D. Harris Upper Marlboro, MD, USA	N/A	Senior Vice President - Treasurer	Senior Vice President - Chief Financial Officer - Bank of Glen Burnie & GBB Properties, Inc.	N/A	0.00%	None	N/A
Michelle Stambaugh Arnold, MD, USA	N/A	Senior Vice President - Corporate Secretary	Senior Vice President - Human Resources - Bank of Glen Burnie & GBB Properties, Inc.	N/A	0.10%	None	N/A