

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, M. Dean Lewis

Name of the Holding Company Director and Official

Director, Treasurer, Chief Financial Officer

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.

M. Dean Lewis
Signature of Holding Company Director and Official

3/24/2020
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, 2019

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Calvin B. Taylor Bankshares, Inc.

Legal Title of Holding Company

24 North Main Street / P.O. Box 5

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

Berlin

City

MD

State

21811

Zip Code

N/A

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

M. Dean Lewis

Treasurer

Name

Title

410-202-2717

Area Code / Phone Number / Extension

410-629-0085

Area Code / FAX Number

mlewis@taylorbank.com

E-mail Address

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

City State Zip Code

Physical Location (if different from mailing address)

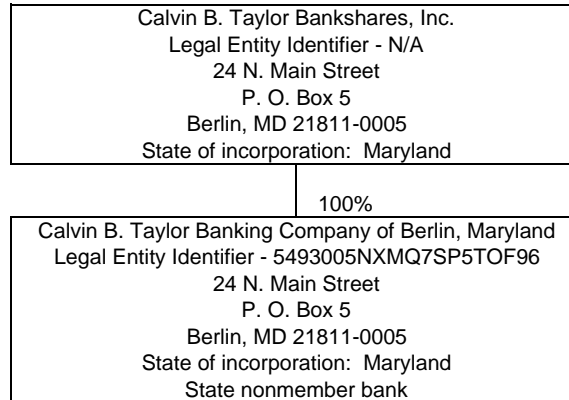
Form FR Y-6

Calvin B. Taylor Bankshares, Inc.
Berlin, Maryland
Fiscal Year Ending December 31, 2019

Report Item 1: Annual Report to Shareholders

The Company deregistered with the Securities and Exchange Commission effective December 20, 2013.
Two copies of the Company's Annual Report will be provided under separate cover within 120 days of the fiscal year end.

Report Item 2a: Organizational Chart



Report Item 2b: Domestic branch listing provided to the Federal Reserve Bank (attached)

Results: A list of branches for your depository institution: **CALVIN B. TAYLOR BANKING COMPANY OF BERLIN, MARYLAND (ID_RSSD: 39327)**.
This depository institution is held by **CALVIN B. TAYLOR BANKSHARES, INC. (2391300) of BERLIN, MD**.
The data are as of **12/31/2019**. Data reflects information that was received and processed through **03/05/2020**.

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)	39327	CALVIN B. TAYLOR BANKING COMPANY OF BERLIN, MARYLAND	24 NORTH MAIN STREET	BERLIN	MD	21811	WORCESTER	UNITED STATES	Not Required	Not Required	CALVIN B. TAYLOR BANKING COMPANY OF BERLIN, MARYLAND	39327	
OK		Full Service	2604925	OCEAN VIEW BRANCH	50 ATLANTIC AVENUE	OCEAN VIEW	DE	19970	SUSSEX	UNITED STATES	Not Required	Not Required	CALVIN B. TAYLOR BANKING COMPANY OF BERLIN, MARYLAND	39327	
OK		Full Service	5009884	OCEAN LANDING BRANCH	11359 SAMUEL BOWEN BLVD	BERLIN	MD	21811	WORCESTER	UNITED STATES	Not Required	Not Required	CALVIN B. TAYLOR BANKING COMPANY OF BERLIN, MARYLAND	39327	
OK		Full Service	43221	OCEAN PINES BRANCH	11103 CATHELL RD	BERLIN	MD	21811	WORCESTER	UNITED STATES	Not Required	Not Required	CALVIN B. TAYLOR BANKING COMPANY OF BERLIN, MARYLAND	39327	
OK		Full Service	38825	20TH STREET BRANCH	100 20TH STREET	OCEAN CITY	MD	21842	WORCESTER	UNITED STATES	Not Required	Not Required	CALVIN B. TAYLOR BANKING COMPANY OF BERLIN, MARYLAND	39327	
OK		Full Service	1849523	MID-OCEAN CITY BRANCH	9105 COASTAL HIGHWAY	OCEAN CITY	MD	21842	WORCESTER	UNITED STATES	Not Required	Not Required	CALVIN B. TAYLOR BANKING COMPANY OF BERLIN, MARYLAND	39327	
OK		Full Service	37220	NORTH OCEAN CITY-FENWICK BRANCH	14200 COASTAL HWY	OCEAN CITY	MD	21842	WORCESTER	UNITED STATES	Not Required	Not Required	CALVIN B. TAYLOR BANKING COMPANY OF BERLIN, MARYLAND	39327	
OK		Full Service	42729	WEST OCEAN CITY BRANCH	9923 GOLF COURSE RD	OCEAN CITY	MD	21842	WORCESTER	UNITED STATES	Not Required	Not Required	CALVIN B. TAYLOR BANKING COMPANY OF BERLIN, MARYLAND	39327	
OK		Full Service	313120	POCOMOKE BRANCH	2140 OLD SNOW HILL RD	POCOMOKE CITY	MD	21851	WORCESTER	UNITED STATES	Not Required	Not Required	CALVIN B. TAYLOR BANKING COMPANY OF BERLIN, MARYLAND	39327	
OK		Full Service	184320	SNOW HILL BRANCH	108 WEST MARKET ST	SNOW HILL	MD	21863	WORCESTER	UNITED STATES	Not Required	Not Required	CALVIN B. TAYLOR BANKING COMPANY OF BERLIN, MARYLAND	39327	
OK		Full Service	5123427	CHINCOTEAGUE BRANCH	4116 MAIN STREET	CHINCOTEAGUE ISLAND	VA	23336	ACCOMACK	UNITED STATES	Not Required	Not Required	CALVIN B. TAYLOR BANKING COMPANY OF BERLIN, MARYLAND	39327	

Form FR Y-6
 Calvin B. Taylor Bankshares, Inc.
 Fiscal Year Ending December 31, 2019

Report Item 3: Securities Holders (1) (a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote:

(1)(a) Name City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Stock Ownership	
		Number of Shares	Percent Of Class
John H. Burbage, Jr. Berlin, MD, USA	USA	200,307	7.22%
Reese F. Cropper, Jr. Deerfield Beach, FL, USA	USA	171,500	6.18%
Humphreys Foundation Berlin, MD, USA	USA	165,344	5.96%

Report Item 3: Securities Holders (2) (a)(b)(c)

Securities holders not listed in Report Item 3. (1) (a)(b)(c) that had ownership, control or holdings of 5% or more with power to vote

(2)(a) Name City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Stock Ownership		
		Date	Number of Shares	Percent Of Class
None	N/A			

Form FR Y-6
Calvin B. Taylor Bankshares, Inc.
Fiscal Year Ending December 31, 2019

Report Item 4: Insiders (1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

Fiscal Year Ending December 31, 2019

(1) Name 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 Subsidiary (as named)	(3)(c) Title & Positions with Other Businesses (as named)	Voting Share in		(4)(c) Ownership of 25% or more in other Companies
					(4)(a)BHC Percent of Class	(4)(b)Subsidiary Percent of Class	
James R. Bergey, Jr. Berlin, MD, USA	Certified Public Accountant and President, Bergey & Company, P. A.	Director	Director Calvin B Taylor Banking Company	Bergey & Company, P. A. - Principal Atlantic General Hospital Corp - Member	3.54%	0.00%	Assacorkin Island, Inc (25%) Atlantic Town Center Dev, Inc. (33%) Atlantic Town Center Prop, LLC (33%) BBT Properties, LLC (33%) BCMD, LLC (75%) BDT Gateway LLC (43%) Bergey & Company, PA (50%) Bergey Properties, LLC (58%) BHP, Inc. (100%) C & B Investments, LLC (50%) Cattail Investments LLC (33%) COMLN LLC (50%) Delmarva Property Management, Inc. (100%) Eastern Shore Growth Fund, LLC (100%) King B, LLC (33%) Norwood LLC (52%) Trader 66 Street, LLC (88%) Wolfe-Chase Limited Partnership (51%)
James R. Bergey, III Berlin, MD, USA	Certified Public Accountant, Bergey & Company, P. A.	Director	Director Calvin B Taylor Banking Company	Bergey & Company, P. A. - Partner Atlantic General Hospital - Trustee Atlantic General Hospital Corp - Member	0.15%	0.00%	Belle Ayre Holdings, LLC (50%) Copper Beeches, LLC (50%) JD Financial Services, Inc. (25%) Ryan Management, Inc. (50%) Synepuxent Company, LLC (100%) Thor Bridge, LLC (49%)

Form FR Y-6
Calvin B. Taylor Bankshares, Inc.
Fiscal Year Ending December 31, 2019

Report Item 4: Insiders (1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

Fiscal Year Ending December 31, 2019

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					(4)(a)BHC Percent of Class	(4)(b)Subsidiary Percent of Class	
Todd E. Burbage Berlin, MD, USA	Owner, Builder, and Developer of Commercial and Residential Real Estate	Director	Director Calvin B Taylor Banking Company	Worcester Preparatory School - Trustee Atlantic General Hospital Corp - Member Worcester County Education Foundation - Trustee	0.35%	0.00%	3 Amigos, LLC (40%) 611 Properties LLC (50%) 85 and Sunny LLC (55%) Ayres Creek Family Farm (100%) Bethany Holding Co (50%) Blue Camp ME LLC (100%) Blue Camp NH (60%) Blue Daytona One (90%) Blue Water Development, LLC (50%) Blue Water Weddings LLC (100%) Blue Ventures DE LLC (50%) Blue Ventures DE II LLC (35%) Burbage Family Ltd Partnership (50%) Burbage Holdings LLC (60%) Burbage Melson, Inc. (50%) Burbage Properties Inc (50%) Cambridge Land Group LLC (75%) CBB Cedar Pines LLC (25%) Chaser Sportfishing LLC (100%) Chincoteague Sunsets, LLC (50%) Commander Hotel, LLC (50%) Evergreen Village LLC (39%) Greenbackville Investments, LLC (50%) HUCK Performance Buckets LLC (25%) Island Utilities, LLC (50%) Island Waterpark LLC (50%) JT Land Group (50%) LBI Gateway Hotel LLC (50%) Mid-Atlantic Investments Inc. (50%) Moore Blue Water LLC (30%) Oceanside Resorts LLC (48%) PL Burbage Co (70%) Public Landing Investments, Inc. (100%) Salt Grass Point Farms LLC (50%) Six Eleven Properties, LLC (100%) Sunset Bay LLC (33%) Sunset Bay Utilities, LLC (50%) Sunset Beach Investments, LLC (67%) Tidewater Farms, LLC (50%) Tidewater Rentals (100%) Villa Nova Properties Inc. (50%) Virginia Mid-Atlantic Properties, LLC (33%) West OC Properties, LLC (50%)

Form FR Y-6
Calvin B. Taylor Bankshares, Inc.
Fiscal Year Ending December 31, 2019

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					(4)(a)BHC Percent of Class	(4)(b)Subsidiary Percent of Class	
Charlotte K. Cathell Berlin, MD, USA	Register of Wills, Worcester County, MD	Director	Director Calvin B Taylor Banking Company	Atlantic General Hospital - Trustee Atlantic General Hospital Foundation - Director Atlantic General Hospital Corp - Member	0.04%	0.00%	O.P. Crest Haven L.L.C. (100%)
Thomas K. Coates Ocean City, MD, USA	Attorney: Coates, Coates and Coates P.A	Director	Director Calvin B Taylor Banking Company	Coates, Coates & Coates, P.A. - Partner & Treasurer Peninsula Regional Medical Center - Trustee Humphreys Foundation, Inc. - Trustee	0.02%	0.00%	Coates, Coates, & Coates P.A. (33%) Golding Quarter, LLC (25%) Mallard Creek Estates LLC (25%) Ocean Investments, Inc. (25%) Ocean Investments Title Corp (33%)
Reese F. Cropper, III Ocean City, MD, USA	Senior Vice President, NFP Insurance	Director	Director Calvin B Taylor Banking Company	Worcester Preparatory School - Trustee Diakonia - Director Peninsula Regional Medical Center Foundation - Director	0.67%	0.00%	JR, LLC (100%) RFC3, LLC (100%)
John P Custis Onancock, VA, USA	Partner: Custis, Dix, Lewis, and Custis, LLP Partner: Long, Badger, & Sheller, LLP Owner: Eastern Shore Tax Advisors, LLC	Director	Director Calvin B Taylor Banking Company	Custis, Dix, Lewis, and Custis, LLP - Partner Long, Badger, & Sheller, LLP - Attorney Eastern Shore Tax Advisors, LLC - Owner Eastern Shore of Virginia Chamber of Commerce Foundation - Member Wallops Island Regional Alliance - Board Member The Salisbury School - Board Member	0.05%	0.00%	BWG Holdings LLC (100%) Chesapeake 1031 Exchange (100%) CRM Holdings, LLC (25%) Eastern Shore Tax Advisors, LLC (100%) GatorCav, LLC (50%) Onley Town Center, LLC (70%) Port Scarborough Holdings, LLC (100%) Shore Land Holdings LLC (100%)
G. Hale Harrison Berlin, MD, USA	Harrison Group Resort Hotels Vice President of Operations & Real Estate	Director	Director Calvin B Taylor Banking Company	Maryland Tourism Development Board - Member Ocean City Development Corp - Director	0.23%	0.00%	Ironshire Inc. (100%)

Form FR Y-6
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					(4)(a)BHC Percent of Class	(4)(b)Subsidiary Percent of Class	
Hale Harrison Ocean City, MD, USA	Owner/Operator of Harrison Group Resort Hotels	Director	Director Calvin B Taylor Banking Company	Harrison Group Resort Hotels - Owner/Operator	1.58%	0.00%	41 QI 17 Management Enterprises, Inc. (50%) Barbazon Inc (50%) Barbizon Apartments (50%) Hale & John H. Harrison Partnership (33.3%) Harrison 1500 Philadelphia Ave, LLC (50%) Harrison 1608 Philadelphia Ave, LLC (50%) Harrison 26th Philadelphia, Inc. (50%) Harrison 35th Street, LLC (50%) Harrison 66 Inn Acceptance LLC (50%) Harrison BW Boardwalk, Inc. (50%) Harrison BW Funding, Inc. (50%) Harrison Corolla Apartments, LLC (50%) Harrison Farms (33.3%) Harrison Funding, Inc. (50%) Harrison Group Supply (50%) Harrison Hall Funding, Inc. (50%) Harrison Hall Hotel, Inc. (50%) Harrison HI 18, LLC. (49.5%) Harrison Inlet Acquisition LLC (50%) Harrison Inn 18 Suites LLC (50%) Harrison Inn 58 Ltd. Limited Partnership (50%) Harrison Inn 66 Business Trust (50%) Harrison Inn Alpha, Inc.(50%) Harrison Inn Boardwalk, Inc. (50%) Harrison Inn Corolla Management Enterprises Inc (50%) Harrison Inn Corolla MM Inc (50%) Harrison Inn Corolla, LLC (49.5%) Harrison Inn Fifty-Eight, LLC. (49.5%) Harrison Inn Inlet Inc. (50%) Harrison Inn Ocean View Business Trust (50%) Harrison Inn Ocean View Preferred LLC (50%) Harrison Inn Ocean View SPC, Inc. (50%) Harrison Inn Ocean View SPE, LLC (50%) Harrison Inn Sandpiper LLC (50%) Harrison Inn Sandyhill, Inc. (50%) Harrison Inn Seabonay, Inc. (50%) Harrison Inn Sixty-Six Preferred, LLC (50%) Harrison Inn Sixty-Six, Inc. (50%) Harrison Inn SPC, Inc. (50%) Harrison Inn Stardust Acceptance LLC (50%) Harrison Inn Stardust, Inc. (50%) Harrison QI 17 Funding, L.L.C. (50%) Harrison QI 17, L.L.C. (50%) Harrison QI 33, LLC (50%) Harrison QI 54 Management Enterprises, Inc. (50%) Harrison QI 54, L.L.C. (50%) Harrison QI Funding 54, L.L.C. (50%) Harrison Stephen Decatur Highway, LLC (50%) Harrison Virginia Atlantic, LLC (50%) HH Family LLC (50%) HHNC Investment Holdings LLC (50%) HI QI 17 Management Enterprises, Inc. (50%) HI QI 54 Management Enterprises, Inc. (50%) J & H Harrison Partnership (50%) J & H Insurance (50%) Ocean View, Inc. (50%) Plim Plaza Hotel, Inc. (50%) Quality Inn Boardwalk Partnership (50%) Quality Inn Boardwalk, Inc. (50%) Sandpiper Dunes, Inc. (50%) Second Street Condominium, Inc. (50%)

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					(4)(a)BHC Percent of Class	(4)(b)Subsidiary Percent of Class	
M. Dean Lewis Berlin, MD, USA	Chief Financial Officer, Treasurer and Vice President Calvin B Taylor Banking Company	Director and Treasurer	Chief Financial Officer, Treasurer and Vice President Calvin B Taylor Banking Company	Salisbury University Perdue School of Business Career Advisory Board Atlantic General Hospital Corp - Member Atlantic General Hospital Foundation - Director The Community Foundation of the Eastern Shore - Director	0.01%	0.00%	None
Louis H. Taylor Bishopville, MD, USA	Superintendent of Worcester County Public Schools	Director	Director Calvin B Taylor Banking Company	Worcester County Education Foundation - Trustee Atlantic General Hospital Foundation - Director Atlantic General Hospital Corp - Member	0.05%	0.00%	Bali Hi R.V. Park, Inc. (40%) HPP, LLC (40%) Salt Grass Bali-Hi LLC (50%) COMLN LLC (50%)
Raymond M. Thompson Ocean City, MD, USA	President and Chief Executive Officer Calvin B Taylor Banking Company	Director, President and Chief Executive Officer	Director, President and Chief Executive Officer Calvin B Taylor Banking Company	Maryland Bankers Association - Director ABA Member Relationship Council - Member Atlantic General Hospital Corp - Member Ocean City Golf Club - Director Worcester County Education Foundation - Trustee Berlin Heritage Foundation - Director	0.31%	0.00%	None
Douglass M. Cook Berlin, MD, USA	Executive Vice President Chief Lending Officer Calvin B Taylor Banking Company	Vice President	Executive Vice President Chief Lending Officer Calvin B Taylor Banking Company	Atlantic General Hospital - Trustee Atlantic General Hospital Corp - Member	0.00%	0.00%	None
Tina B. Kolarik Berlin, MD, USA	Executive Vice President Chief Operations Officer Calvin B Taylor Banking Company	Secretary	Executive Vice President Chief Operations Officer Calvin B Taylor Banking Company	None	0.03%	0.00%	Back Creek Rentals LLC (100%) Ocean Electrical Services (100%)

The Bank Holding Company owns 100% of the stock of its subsidiary, Calvin B. Taylor Banking Company of Berlin, Maryland.
The Bank Holding company has only one class of stock.