

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, **James R. Bosley, Jr.**

Name of the Holding Company Director and Official

Director, President & 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.

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. _____

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

549300405153JT7VIV16

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

Reporter's Name, Street, and Mailing Address

Farmers and Merchants Bancshares, Inc.

Legal Title of Holding Company

4510 Lower Beckleysville Road, Suite H

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

Hampstead

MD

21074

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Mark C. Krebs

Treasurer & CFO

Name

Title

410-517-3065 x129

Area Code / Phone Number / Extension

410-517-3064

Area Code / FAX Number

mark.krebs@fmb1919.bank

E-mail Address

www.fmb1919.bank

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."

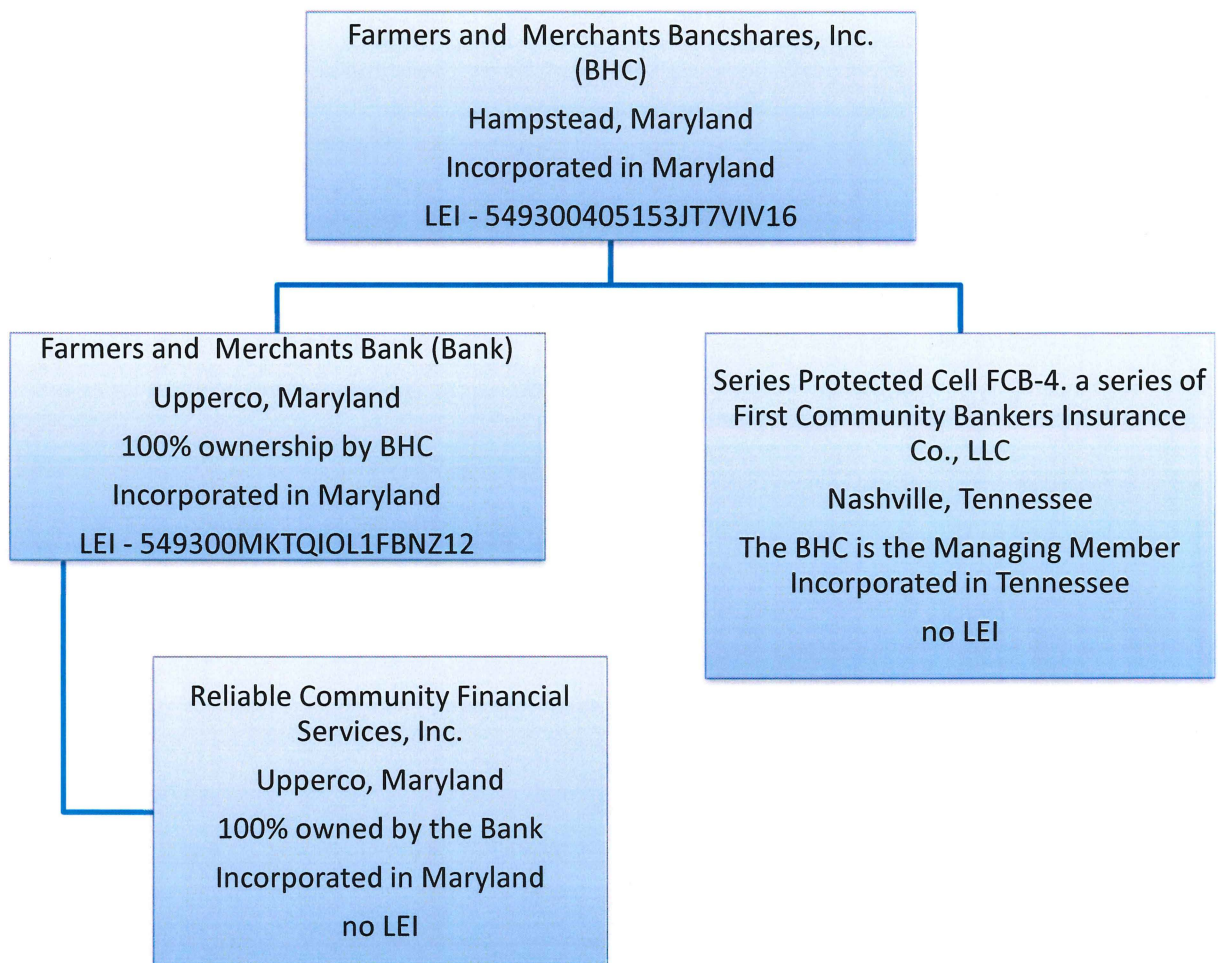
Form FR Y-6

Farmers and Merchants Bancshares, Inc.
Hampstead, MD
Fiscal Year Ending December 31, 2019

Report Item

1. The bank holding company is registered with the SEC – see Form 10-K

2a. Organizational Chart



Results: A list of branches for your depository institution: **FARMERS AND MERCHANTS BANK (ID_RSSD: 891226)**.
This depository institution is held by **FARMERS AND MERCHANTS BANCSHARES, INC. (5041521) of HAMPSTEAD, 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)	891226	FARMERS AND MERCHANTS BANK	15226 HANOVER PIKE	UPPERCO	MD	21155	BALTIMORE	UNITED STATES	Not Required	Not Required	FARMERS AND MERCHANTS BANK	891226	
OK		Full Service	2488004	GREENMOUNT WALMART BRANCH	2320 HANOVER PIKE	HAMPSTEAD	MD	21074	CARROLL	UNITED STATES	Not Required	Not Required	FARMERS AND MERCHANTS BANK	891226	
OK		Full Service	1448382	HAMPSTEAD BRANCH	735 HANOVER PIKE	HAMPSTEAD	MD	21074	CARROLL	UNITED STATES	Not Required	Not Required	FARMERS AND MERCHANTS BANK	891226	
OK		Full Service	4474104	ATRIUM VILLAGE BRANCH	4730 ATRIUM COURT	OWINGS MILLS	MD	21117	BALTIMORE	UNITED STATES	Not Required	Not Required	FARMERS AND MERCHANTS BANK	891226	
OK		Full Service	3676992	OWINGS MILLS BRANCH	9320 LAKESIDE BOULEVARD	OWINGS MILLS	MD	21117	BALTIMORE	UNITED STATES	Not Required	Not Required	FARMERS AND MERCHANTS BANK	891226	
OK		Full Service	2852191	REISTERSTOWN BRANCH	25 WESTMINSTER PIKE	REISTERSTOWN	MD	21136	BALTIMORE	UNITED STATES	Not Required	Not Required	FARMERS AND MERCHANTS BANK	891226	
OK		Full Service	4304667	WESTMINSTER BRANCH	275 CLIFTON ROAD	WESTMINSTER	MD	21157	CARROLL	UNITED STATES	Not Required	Not Required	FARMERS AND MERCHANTS BANK	891226	
Add	7/2/2018	Full Service		CARROLL LUTHERAN VILLAGE BRANCH	205 Saint Mark Way	WESTMINSTER	MD	21158	CARROLL	UNITED STATES	Not Required	Not Required	FARMERS AND MERCHANTS BANK	891226	

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Farmers and Merchants Bancshares, Inc.
Hampstead, MD
Fiscal Year Ending December 31, 2019

Report Item

3. Stockholders

Current stockholders with ownership, control or holdings of 5% or more with power to vote as of December 31, 2019.

Name <u>City, State, County</u>	Country of Citizenship <u>or Incorporation</u>	Number and Percentage of <u>Each Class of Voting Securities</u>
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None

3.(2) None

Form FR Y-6
Farmers and Merchants Bancshares, Inc.
Hampstead, Maryland
Fiscal Year Ending December 31, 2019

Report Item 4.
Directors and Officers

(1) Name & Address (A)	(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
James R. Bosley, Jr. Hampstead, MD 21074	Banker	Director President & CEO	Director, President & CEO Farmers & Merchants Bank President - Reliable Community Financial Services, Inc.	N/A	0.37%	N/A	N/A
Roger D. Cassell Monkton, MD 21111	Electronic Communications	Director	Director Farmers & Merchants Bank	President & CEO - Communications Electronics, Inc.	0.44%	N/A	1955 Automotive Group, LLC - 40% Revonah Bakery - 50% Club 2000 - 50% LCB, LLP - 35%
Steven W. Eline Hampstead, MD 21074	Mortician	Director	Director Farmers & Merchants Bank	President - Eline Funeral Homes, J.F. Eline & Sons, Inc., Carroll Cremation, Eline Properties, LLC, Petals, Flowers, & Gifts, LLC	0.62%	N/A	Eline Funeral Home - 50% J.F. Eline & Sons - 50% Carroll Cremation - 67% Eline Properties, LLC - 100% Eline Monuments LLC - 51% Petals, Flowers, & Gifts, LLC - 50%
Edward A. Halle, Jr. Upperco, MD 21155	Attorney	Director	Director Farmers & Merchants Bank	Attorney - Fowley & Beckley, P.A. President - Slade, Inc. Managing Member of Panther Branch, LLC & Panther South, LLC President - White Hall Feed Company President of Green Spring Valley Hounds, Inc.	1.53%	N/A	White Hall Feed Company - 90% Panther Branch LLC - 30% Panther South LLC - 51% Edward A. Halle, Sr. Trust - 33%
Ronald W. Hux Glyndon, MD 21071	Furniture Dealership	Director	Director Farmers & Merchants Bank	President - Douron, Inc.	0.76%	N/A	Douron, Inc. - 45% Painters Mill Properties LLC - 51% Jayand Enerprises LLC - 51% Caribbean Castaway LLC - 40% Painters Mill Enterprises LLC - 36%
Mark C. Krebs Eldersburg, MD 21784	Banker	Treasurer and Chief Financial Officer	EVP/ CFO Farmers & Merchants Bank	N/A	0.12%	N/A	N/A
J. Lawrence Mekulski Towson, MD 21204	Real Estate	Director	Director Farmers & Merchants Bank	Parnter or Member: High Cotton Times LLC Six C/D Associates LP Site 8 LP North Highland Partnership 835 W. Lombard Associates York Bellona LLC Lakeshore Crossroads LLC Lakeshore Outparcel LLC Mill Creek Associates	0.05%	N/A	High Cotton Times LLC - 100% Six C/D Associates LP - 33% Site 8 LP - 33% North Highland Partnership - 30% 835 W. Lombard Associates - 100% York Bellona LLC - 43% Lakeshore Crossroads LLC- 25% Lakeshore Outparcel LLC- 25% Mill Creek Associates - 25%
Christopher T. Oswald Baltimore, MD 21212	Banker	Senior Vice President	EVP/COO Farmers & Merchants Bank	N/A	0.03%	N/A	N/A
Louna S. Primm Westminster, MD 21158	Banker	Director	Director Farmers & Merchants Bank	N/A	0.06%	N/A	N/A
Bruce L. Schindler Reisterstown, MD 21136	Automobile Dealer	Director	Director Farmers & Merchants Bank	President - Bob Davidson Ford Lincoln	2.71%	N/A	Bob Davidson Ford, Inc. - 100% McDhaid, LLC - 99%

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(1) Name & Address (A)	(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
							BLS Reinsurance Company - 100%
John J. Schuster, Jr. Union Bridge, MD 21791	Real Estate	Director	Director Farmers & Merchants Bank	President - Schuster Enterprises, Inc. & Schuster Management Corp.	0.52%	N/A	Schuster Management Corp. - 100% Schuster Properties, Inc. - 100% SIS Properties, LLC - 100% Schuster Substitute, LLC - 100% John J. Schuster, Jr. Trust - 100% Schuster Family Trust - 50% Rising Estates LP - 100% Center Park LP- 100% Maugansville LP - 100% Greenside II LP - 100% Greenside Elderly - 100% Frazier Placew I LP - 100% Cranberry Equities I LP - 100% Cranberry Equities II LP - 100% Cranberry Equities III LP - 100% Salony House I LP - 100% Salony House II LP - 100%
Teresa L. Smack Westminster, MD 21158	Sole Proprietor	Director	Director Farmers & Merchants Bank	Member: Terry's Tag and Title Service, LLC Mercer & Smack, LLC Smack, LLC AA& Smack, LLC BD & Smack, LLC 10710, LLC A&L, LLC	0.00%	N/A	Terry's Tag and Title Service, LLC - 100% Mercer & Smack, LLC - 51% Smack, LLC - 100% AA& Smack, LLC - 90% BD & Smack, LLC - 34% 10710, LLC - 50% A&L, LLC - 50%
Paul F. Wooden, Jr. Reisterstown, MD 21136	Manufacturing	Director	Director Farmers & Merchants Bank	Managing Executive - Taylor Property Partnership Taylor Sparks LLC Taylor Loveton Center LLC Spring Meadow Station LLC	1.64%	N/A	Taylor Property Partnership - 86% Taylor Sparks LLC - 86% Taylor Loveton Center LLC - 86% Loveton Lot 10 LLC - 100% Loveton Lot 11 LLC - 100% Spring Meadow Station LLC - 100%

(A) - all Directors and Officers listed live in the USA