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 3107(a)); sections 711(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, Ray J. Kaltenbaugh
Name of the Holding Company Director and Official
President
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
03/25/2019

Date of Signature

For holding companies not registered with the SEC—Indicate status of Annual Report to Shareholders:

[X] is included with the FR Y-6 report
[ ] will be sent under separate cover
[ ] is not prepared

For Federal Reserve Bank Use Only

RQSD ID
C.I.

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2018

Month / Day / Year

549300UJ10PYJYN177
Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

Mercer County State Bancorp, Inc.
Legal Title of Holding Company

3279 South Main Street, P.O. Box 38
(Mailing Address of the Holding Company) Street / P.O. Box

Sandy Lake
City
PA
State
16145
Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Ray J. Kaltenbaugh
Name
President
Title

724-376-7015 4620
Area Code / Phone Number / Extension

724-376-3357
Area Code / FAX Number

r3kal@mcsbank.net
E-mail Address

www.mcsbank.net
Address (URL) for the Holding Company's web page

Is confidential treatment requested for any portion of this report submission? ........................................... 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 ............................................... 0

2. a letter justifying this request has been provided separately .............................................................. 0

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."
REPORT ITEM 1: Mercer County State Bancorp, Inc.'s annual report to shareholders is attached.

REPORT ITEM 2 (a): Organization chart of holding company:

REPORT ITEM 2 (b): Domestic Branch Listing:

There are 12 Reportable Branch listings for Mercer County State Bank:

1. Mercer County State Bank
   Main Office
   Opened – 6/20/1911
   Mercer County
   3279 South Main St.
   Sandy Lake, PA 16145 - USA
   Full Service Branch

2. Mercer County State Bank
   Service Center
   Opened – 12/5/1974
   Mercer County
   3309 North Main St.
   Sandy Lake, PA 16145 – USA
   Full Service Branch

3. Mercer County State Bank
   Stoneboro Office
   Opened - 2/8/1903
   Mercer County
   62 Lake St.
   Stoneboro, PA 16153 – USA
   Limited Service Branch

4. Mercer County State Bank
   Fredonia Office
   Opened - 9/2/1961
   Mercer County
   71 Main St.
   Fredonia, PA 16124 – USA
   Full Service Branch

5. Mercer County State Bank
   Jackson Township Office
   Opened - 12/22/1997
   Mercer County
   811 Franklin Road
   Mercer, PA 16137 – USA
   Full Service Branch

6. Mercer County State Bank
   Grove City Office
   Opened – 10/01/2007
   Mercer County
   712 West Main St.
   Grove City, PA 16127 – USA
   Full Service Branch
7. Mercer County State Bank
   Cochranton Office
   Opened – 1/29/1997
   Crawford County
   110 N. Franklin St.
   Cochranton, PA 16314 - USA
   Full Service Branch

8. Mercer County State Bank
   Meadville Office
   Opened – 4/10/2000
   Crawford County
   164 Conneaut Lake Rd.
   Meadville, PA 16335 – USA
   Full Service Branch

9. Mercer County State Bank
   Cambridge Springs Office
   Opened – 6/13/1966
   Crawford County
   144 Venango Ave.
   Cambridge Springs, PA 16403 – USA
   Full Service Branch

10. Mercer County State Bank
    Clintonville Office
    Opened – 10/15/1956
    Venango County
    101 Franklin St.
    Clintonville, PA 16372 – USA
    Full Service Branch

11. Mercer County State Bank
    Hermitage Office
    Opened – 9/11/17
    Mercer County
    1353 N. Hermitage Road
    Hermitage, PA 16148 - USA
    Full Service Branch

12. Mercer County State Bank
    Harrisville Office
    Opened – 12/28/18
    Butler County
    549 South Main Street
    Harrisville, PA 16038 - USA
    Full Service Branch

REPORT ITEM 3 (I): Shareholders 5% or greater

Name and Address Of Beneficial Owner (a) (b)

<table>
<thead>
<tr>
<th>Name and Address</th>
<th>Shares Beneficially Owned [1] (c)</th>
<th>Outstanding Common Stock Beneficially Owned</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Mary Ann Craig [2]</td>
<td>86,610</td>
<td>8.16%</td>
</tr>
<tr>
<td>Owned individually</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Valencia, Pennsylvania</td>
<td></td>
<td></td>
</tr>
<tr>
<td>United States citizen</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Owned individually</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mars, Pennsylvania 16046</td>
<td></td>
<td></td>
</tr>
<tr>
<td>United States citizen</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2a. Susan C. Cox / Mary Ann Craig Family [3]</td>
<td>176,300</td>
<td>16.61%</td>
</tr>
<tr>
<td>Pennsylvania</td>
<td></td>
<td></td>
</tr>
<tr>
<td>All United States Citizens</td>
<td></td>
<td></td>
</tr>
<tr>
<td>3. Lois Down</td>
<td>59,000</td>
<td>5.56%</td>
</tr>
<tr>
<td>Drums, PA 18222</td>
<td></td>
<td></td>
</tr>
<tr>
<td>United States citizen</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Sandy Lake, PA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>United States Citizens</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Sandy Lake, PA  
United States Citizens  

107,202 10.10%  

[1] Includes shares held jointly with or individually by affiliates of the named individual.  


[3] In addition to shares held individually by Mary Ann Craig (86,610) and her sister Susan C. Cox (71,570), additional family members own 18,120. Steven Cox (son – 8,560), Dr. Michael Cox (son – 8,410), Carla Cox (daughter-in-law – 850) and 3 minor grandchildren (100 each – total of 300). Thereby a family held total of 176,300.  

[4] Includes shares held in trusts for Harold A. (5,000) and Sally J. (19,900) McQuiston and a combined trust (600), shares owned by Bruce L. (son – 4,000), Cathie J. (daughter – 52,550), Susan J. (daughter – 52,550) and Ellen J. Maloney (daughter – 1,650). Harold A. & Sally J. McQuiston are parents of all aforementioned. No individual in this family owns shares totaling 5% individually.  


REPORT ITEM 3 (2): NONE
Results: A list of branches for your depositary institution: MERCER COUNTY STATE BANK (D_O_950 - 866121). This depositary institution is held by MERCER COUNTY STATE BANK, INC. (2487183) of SANDY LAKE, PA. The data are as of 12/31/2018. Data reflects information that was received and processed through 01/04/2014.

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 along with the date when the information first became valid in the Effective Date column. A reportable branch is marked with the asterisk (*).
- Close: If a branch listed was closed or deleted, 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 depositary 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 along with 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 D_O_950 columns are for reference only. Verification of these values is not required.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Type</th>
<th>Branch ID _950</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNNUM*</th>
<th>Office Number</th>
<th>Head Office</th>
<th>Head Office ID _950*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td>MERCER</td>
<td>PA</td>
<td>16349</td>
<td>MERCER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>SANDY LAKE</td>
<td>866121</td>
<td>SANDY LAKE</td>
<td>PA</td>
<td>16349</td>
<td>MERCER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>CAMBRIDGE SPRINGS</td>
<td>866121</td>
<td>CAMBRIDGE SPRINGS</td>
<td>PA</td>
<td>16403</td>
<td>JERSEY</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>313 MAIN STREET</td>
<td>866121</td>
<td>FLEETWOOD</td>
<td>PA</td>
<td>16322</td>
<td>MERCER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>CAMBRIA TOWNSHIP</td>
<td>866121</td>
<td>CAMBRIA</td>
<td>PA</td>
<td>101</td>
<td>MERCER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>16403</td>
<td>866121</td>
<td>16403</td>
<td>MERCER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>3763940</td>
<td>866121</td>
<td>3763940</td>
<td>MERCER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>181 MAIN STREET</td>
<td>866121</td>
<td>181 MAIN STREET</td>
<td>MERCER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>16153-0157</td>
<td>866121</td>
<td>16153-0157</td>
<td>MERCER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>16330</td>
<td>866121</td>
<td>16330</td>
<td>MERCER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>835426</td>
<td>866121</td>
<td>835426</td>
<td>MERCER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>224</td>
<td>866121</td>
<td>224</td>
<td>MERCER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>3309</td>
<td>866121</td>
<td>3309</td>
<td>MERCER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>549</td>
<td>866121</td>
<td>549</td>
<td>MERCER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>16411 CONNEAUT LAKE ROAD</td>
<td>866121</td>
<td>16411 CONNEAUT LAKE ROAD</td>
<td>MERCER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>835426</td>
<td>866121</td>
<td>835426</td>
<td>MERCER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>224</td>
<td>866121</td>
<td>224</td>
<td>MERCER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>866121</td>
<td>Full Service</td>
<td>549</td>
<td>866121</td>
<td>549</td>
<td>MERCER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>MERCER COUNTY STATE BANK</td>
<td>866121</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

12/29/2018 - Herlisville office Opened. Form FR Y-10 was completed, submitted and approved for this office.
<table>
<thead>
<tr>
<th>Name and Address</th>
<th>Principal Occupation &amp; Other Business Interests</th>
<th>Mercer County State Bancorp, Inc. (3a)</th>
<th>Mercer County State Bank (3b)</th>
<th>% Ownership and # shares (4a)</th>
<th>% Ownership in subsidiaries (4b)</th>
<th>% Ownership in Other Co.'s Over 25% (4c)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Susan Cyphert</td>
<td>Partner, McGill, Power, Bell &amp; Assoc.</td>
<td>Director</td>
<td>Director</td>
<td>0.05% 500</td>
<td>None</td>
<td>50% - Bedrock Apartments</td>
</tr>
<tr>
<td>Grove City, PA, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>David M. Eakin</td>
<td>Former EVP &amp; CFO Mercer County State Bank (Retired as of 1/1/2017)</td>
<td>Director</td>
<td>Director</td>
<td>0.19% 2,000</td>
<td>None</td>
<td></td>
</tr>
<tr>
<td>Conneaut Lake, PA, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Michelle Gerwick</td>
<td>CFO, George Junior Republic</td>
<td>Director</td>
<td>Director</td>
<td>0.05% 540</td>
<td>None</td>
<td></td>
</tr>
<tr>
<td>Grove City, PA, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ray J. Kaltenbaugh</td>
<td>CEO, Mercer County State Bank</td>
<td>Director, President &amp; CEO</td>
<td>Director &amp; CEO</td>
<td>0.53% 5,639</td>
<td>None</td>
<td></td>
</tr>
<tr>
<td>Sandy Lake, PA, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Stephen K. Miller</td>
<td>SVP &amp; CFO, Mercer County State Bank</td>
<td>Treasurer</td>
<td>SVP</td>
<td>0.02% 225</td>
<td>None</td>
<td></td>
</tr>
<tr>
<td>West Middlesex, PA, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Scott Patton</td>
<td>President and COO, Mercer County State Bank</td>
<td>Secretary</td>
<td>Director &amp; President</td>
<td>0.13% 1,375</td>
<td>None</td>
<td></td>
</tr>
<tr>
<td>Sandy Lake, PA, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Brian J. Raymond</td>
<td>President/Owner, Sandy Lake Mills, Inc.</td>
<td>Director</td>
<td>Director</td>
<td>1.18% 12,550</td>
<td>None</td>
<td>50% Sandy Lake Mills, Inc.</td>
</tr>
<tr>
<td>Sandy Lake, PA, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>33 1/3% Sandy Lake Hardware, Inc.</td>
</tr>
<tr>
<td>John O. Smith</td>
<td>President/Owner, Hazlett Tree Service Inc.</td>
<td>Director</td>
<td>Director</td>
<td>0.05% 550</td>
<td>None</td>
<td>100% Hazlett Tree Service Inc.</td>
</tr>
<tr>
<td>Townville, PA, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>100% Hazlett Sales &amp; Service Inc.</td>
</tr>
<tr>
<td>Kevin E. Watts</td>
<td>Vice President, Laubser Cheese Inc.</td>
<td>Director</td>
<td>Director</td>
<td>0.33% 3,550</td>
<td>None</td>
<td></td>
</tr>
<tr>
<td>Sandy Lake, PA, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Susan C. Cox</td>
<td>Retired</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
<td>None</td>
</tr>
<tr>
<td>Mars, PA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>U.S. citizen</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mary Ann Craig</td>
<td>Retired</td>
<td>n/a</td>
<td>n/a</td>
<td>[1] 16.61% 176,300</td>
<td>n/a</td>
<td>None</td>
</tr>
<tr>
<td>Valencia, PA, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>U.S. citizen</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Cathie McQuiston</td>
<td>Attorney</td>
<td>n/a</td>
<td>n/a</td>
<td>[2] 12.86% 136,550</td>
<td>n/a</td>
<td>None</td>
</tr>
<tr>
<td>Arlington, VA, U.S. citizen</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Susan McQuiston</td>
<td>Educator</td>
<td>n/a</td>
<td>n/a</td>
<td>[3] 10.10% 107,202</td>
<td>n/a</td>
<td>None</td>
</tr>
<tr>
<td>Reisterstown, MD, U.S. citizen</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Robert A. Kaltenbaugh Trust</td>
<td>Retired</td>
<td>n/a</td>
<td>n/a</td>
<td>[4] 9.00% 90,000</td>
<td>n/a</td>
<td>None</td>
</tr>
<tr>
<td>Sandy Lake, PA, U.S. citizen</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Notes:**
- [1] 16.61%
- [2] 12.86%
- [3] 10.10%
- [4] 9.00%
[1] Susan C. Cox (71,570) and Mary Ann Craig (86,610) are sisters and considered 'principal securities holders' when considering all shares owned individually and all shares owned by family members as defined by regulation. In addition to shares held individually by Susan C. Cox and her sister Mary Ann Craig, additional family members own 18,120 shares. Carla Cox (daughter-in-law) 850, Dr. Michael Cox (son) 8,410, Steven Cox (son) 8,560 and 3 minors (grandchildren) 300. Thereby a family held total of 176,300 or 16.51%.

[2] Cathie McQuiston and Susan McQuiston are sisters and considered 'principal securities holders' when considering all shares owned individually and all shares owned by family members as defined by regulation. In addition to shares held individually by Cathie McQuiston, 52,550, and her sister Susan McQuiston, 52,550, additional family members own 31,450 shares. Sally McQuiston Trust (mother) 19,900, Harold McQuiston Trust (father) 5,000, Harold and Sally McQuiston (father and mother) 600, Harold McQuiston (father) 300, Bruce McQuiston (brother) 4,000 and Ellen Maloney (sister) 1,650. Thereby a family held total of 136,550 or 12.86%.

[3] The Robert Kaltenbaugh Trust is considered a 'principal securities holder' when considering shares owned by the Trust (31,100) and all shares owned by family members as defined by regulation. In addition to shares owned by the Robert Kaltenbaugh Trust, additional family members own 76,102 shares. Jean Kaltenbaugh (wife) 30,563, Charles and Joan Kaltenbaugh (brother and wife), 24,200, Ray and Susan Kaltenbaugh (son & wife) 5,639, Bob and Cathy Kaltenbaugh (son & wife) 1,750, Gary and Susan Auerbach (husband & daughter) 150, Mark and Nina Kaltenbaugh (grandson & wife) 200, and Judith Walker (sister-in-law) 13,600. Thereby a family held total of 107,202 or 10.10%.