

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

2014 MAR 24 A 11:29

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)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. 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 and top-tier savings and loan 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.

I, James E. Bowlus
Name of the Holding Company Director and Official
Lead Director
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.

James E. Bowlus
Signature of Holding Company Director and Official
March 17, 2014
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 1071726
C.I. _____

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2013
Month / Day / Year

Reporter's Name, Street, and Mailing Address
Croghan Bancshares, Inc.
Legal Title of Holding Company
323 Croghan Street
(Mailing Address of the Holding Company) Street / P.O. Box
Fremont OH 43420
City State Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:
John Hoffman Controller
Name Title
419-355-2220
Area Code / Phone Number / Extension
419-355-2100
Area Code / FAX Number
jhoffman@croghan.com
E-mail Address

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

Does the reporter request confidential treatment for any portion of this submission?
 Yes Please identify the report items to which this request applies:
 In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
 The information for which confidential treatment is sought is being submitted separately labeled "Confidential."
 No

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 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, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

FORM FR Y-6
CROGHAN BANCSHARES, INC.
FREMONT, OHIO
FISCAL YEAR ENDING DECEMBER 31, 2013

Page 1

Report Item 1 (Annual Report to Shareholders)

Since the bank holding company is registered with the SEC, an annual report to shareholders is not required.

Report Item 2a (Organization Chart)

Croghan Bancshares, Inc.
Fremont, Ohio
(Incorporated in OHIO)

↓↓

Wholly Owned Subsidiary (100%)
The Croghan Colonial Bank
Fremont, Ohio
(Incorporated in OHIO)

Report Item 2b (Domestic Branch Listing)

Emailed March 17, 2014

Report Item 3 (Securities Holders)

(1) - None

(2) - None

Page 2

Report Item 4 (Insiders)

- (1) Michael D. Allen Sr. - Bellevue, Ohio (USA)
 - (2) Principal occupation is Executive Vice President/General Manager of International Metal Hose Company
 - (3)(a) Director of the bank holding company
 - (3)(b) Director of the subsidiary
 - (3)(c) Executive Vice President & General Manager of International Metal Hose Company
 - (4)(a) Owns or controls 6,228.8442 shares or 0.27% of the bank holding company's stock
 - (4)(b) Owns or controls no stock in the subsidiary
 - (4)(c) Owns less than 25% of any other business company's voting securities
-
- (1) James E. Bowlus - Fremont, Ohio (USA)
 - (2) Principal occupation is President/Treasurer of Fremont Candy & Cigar, Inc.
 - (3)(a) Director of the bank holding company
 - (3)(b) Director of the subsidiary
 - (3)(c) President/Treasurer of Fremont Candy & Cigar, Inc.
President of AWE LTD
Member of Colonial Bowlus LLC
 - (4)(a) Owns or controls 35,000 shares or 1.54% of the bank holding company's stock
 - (4)(b) Owns or controls no stock in the subsidiary
 - (4)(c) Owns 50% of Fremont Candy & Cigar, Inc.
Owns 100% of AWE LTD
Owns 50% of Colonial Bowlus LLC
-
- (1) John J. Caputo – Port Clinton, Ohio (USA)
 - (2) Principal occupation is Co-Owner/Vice President of Jack Bradley Realty Company
 - (3)(a) Director of the bank holding company
 - (3)(b) Director of the subsidiary
 - (3)(c) Co-Owner/Vice President of Jack Bradley Realty Company
President of Lake Investments Inc
President of W. W. Emerson Company
Co-Owner of Caputo/Partin Rentals
Member of Jack Bradley Homes LTD and KenJohnny Company LLC
 - (4)(a) Owns or controls 5,623 shares or 0.25% of the bank holding company's stock
 - (4)(b) Owns or controls no stock in the subsidiary
 - (4)(c) Owns 50% of Jack Bradley Realty Company
Owns 50% of Lake Investments Inc
Owns 50% of W. W. Emerson Company
Owns 50% of Jack Bradley Homes LTD
Owns 50% of Caputo/Partin Rentals
Owns 33.33% of KenJohnny Company LLC
Owns 25% of Hershey Resorts

FORM FR Y-6
CROGHAN BANCSHARES, INC.
FREMONT, OHIO
FISCAL YEAR ENDING DECEMBER 31, 2013

Page 3

- (1) James C. Dunn – Oregon, Ohio (USA)
- (2) Principal occupation is Co-Owner/Vice President of Dunn Chevrolet Buick
- (3)(a) Director of the bank holding company
- (3)(b) Director of the subsidiary
- (3)(c) Co-Owner/Vice President of Dunn Chevrolet Buick
Member of Cedar Bay Development
- (4)(a) Owns or controls 14,824 shares or 0.65% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns 28% of Dunn Chevrolet Buick
Owns 50% of Car Way Acceptance Corporation
Owns 33% of Cedar Bay Development
Owns 50% of Dunn Brothers
Owns 50% of Spring Association

- (1) James R. Faist - Fremont, Ohio (USA)
- (2) Retired
- (3)(a) Director of the bank holding company
- (3)(b) Director of the subsidiary
- (3)(c) Treasurer of Sandusky County Food Pantry Inc
- (4)(a) Owns or controls 2,500 shares or 0.11% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns less than 25% of any other business company's voting securities

- (1) Claire F. Johansen - Tiffin, Ohio (USA)
- (2) Principal occupation is Owner of Lane of Dreams Farm LLC
- (3)(a) Director of the bank holding company
- (3)(b) Director of the subsidiary
- (3)(c) Owner of Lane of Dreams Farm LLC
Trustee of Tiffin University (Vice Chair)
Member of 2502 East County Road LLC and Lane of Dreams Farm LLC
- (4)(a) Owns or controls 4,134 shares or 0.18% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns 50% of 2502 East County Road LLC
Owns 50% of Lane of Dreams Farm LLC

- (1) Stephen A. Kemper - Bellevue, Ohio (USA)
- (2) Principal occupation is Owner/President of Kemper Iron & Metal Company
- (3)(a) Director of the bank holding company
- (3)(b) Director of the subsidiary
- (3)(c) Owner/President of Kemper Iron & Metal Company
- (4)(a) Owns or controls 10,019 shares or 0.44% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns 100% of Kemper Iron and Metal Company

FORM FR Y-6
CROGHAN BANCSHARES, INC.
FREMONT, OHIO
FISCAL YEAR ENDING DECEMBER 31, 2013

Page 4

- (1) Daniel W. Lease – Fremont, Ohio (USA)
- (2) Principal occupation is Vice President Administration/CFO of WT Holdings LLC
- (3)(a) Director of the bank holding company
- (3)(b) Director of the subsidiary
- (3)(c) Vice President Administration/CFO of WT Holdings LLC
President of KL&L Construction, Inc.
- (4)(a) Owns or controls 5,433.7350 shares or 0.24% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns 100% of KL&L Construction, Inc.
Owns 22.50% of WT Holdings LLC

- (1) Barry F. Luse - Fremont, Ohio (USA)
- (2) Principal occupation is Senior Vice President & Trust Officer of the subsidiary
- (3)(a) Vice President/Secretary of the bank holding company
- (3)(b) Senior Vice President & Trust Officer of the subsidiary
- (3)(c) Affiliated with no other business companies
- (4)(a) Owns or controls 7,587 shares or 0.33% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns less than 25% of any other business company's voting securities

- (1) Thomas W. McLaughlin – Norwalk, Ohio (USA)
- (2) Principal occupation is Vice President/CFO of Underground Utilities, Inc.
- (3)(a) Director of the bank holding company
- (3)(b) Director of the subsidiary
- (3)(c) Vice President/CFO of Underground Utilities, Inc.
President/CEO of Wall Street Consulting, Inc.
- (4)(a) Owns or controls 4,817.3508 shares or 0.21% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns 100% of Wall Street Consulting, Inc.

FORM FR Y-6
CROGHAN BANCSHARES, INC.
FREMONT, OHIO
FISCAL YEAR ENDING DECEMBER 31, 2013

Page 5

- (1) Allan E. Mehlow - Fremont, Ohio (USA)
 - (2) Principal occupation is Chief Financial Officer of The Mosser Group/WMOG Inc.
 - (3)(a) Director of the bank holding company
 - (3)(b) Director of the subsidiary
 - (3)(c) Chief Financial Officer of The Mosser Group/WMOG Inc
Secretary/Treasurer of WMOG, Inc.
Secretary/Treasurer of Contractors Equipment, Inc.
Secretary/Treasurer of Telamon Construction, Inc.
Secretary/Treasurer of WMOG Investment, Inc.
Chief Financial Officer of Mosser Construction, Inc.
General Manager of Comprehensive Development Solutions, Ltd.
 - (4)(a) Owns or controls 3,773 shares or 0.17% of the bank holding company's stock
 - (4)(b) Owns or controls no stock in the subsidiary
 - (4)(c) Owns less than 25% of any other business company's voting securities
-
- (1) Kendall W. Rieman - Fremont, Ohio (USA)
 - (2) Principal occupation is Executive Vice President/CFO of the subsidiary
 - (3)(a) Vice President/Treasurer of the bank holding company
 - (3)(b) Executive Vice President/CFO of the subsidiary
 - (3)(c) Affiliated with no other business companies
 - (4)(a) Owns or controls 5,763.1160 shares or 0.25% of the bank holding company's stock
 - (4)(b) Owns or controls no stock in the subsidiary
 - (4)(c) Owns less than 25% of any other business company's voting securities
-
- (1) Rick M. Robertson - Fremont, Ohio (USA)
 - (2) Principal occupation is President/CEO of the subsidiary bank
 - (3)(a) President/CEO and Director of the bank holding company
 - (3)(b) President/CEO and Director of the subsidiary
 - (3)(c) Affiliated with no other business companies
 - (4)(a) Owns or controls 8,883 shares or 0.39% of the bank holding company's stock
 - (4)(b) Owns or controls no stock in the subsidiary
 - (4)(c) Owns less than 25% of any other business company's voting securities

FORM FR Y-6
CROGHAN BANCSHARES, INC.
FREMONT, OHIO
FISCAL YEAR ENDING DECEMBER 31, 2013

Page 6

- (1) Gary L. Zimmerman - Fremont, Ohio (USA)
- (2) Principal occupation is Owner/Partner/President of Swint-Reineck Hardware, Inc.
- (3)(a) Director of the bank holding company
- (3)(b) Director of the subsidiary
- (3)(c) Owner/Partner/President of Swint-Reineck Hardware, Inc.
- (4)(a) Owns or controls 3,920 shares or 0.17% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns 66.67% of Swint-Reineck Hardware, Inc.
Owns 25% of Swint-Reineck Company

Results: A list of branches for your depository institution: CROGHAN COLONIAL BANK, THE (ID_RSSD: 362717).
 This depository institution is held by CROGHAN BANCSHARES, INC. (1071726) of FREMONT, OH.
 The data are as of 12/31/2013. Data reflects information that was received and processed through 07/06/2014.

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 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)	362717	CROGHAN COLONIAL BANK, THE	323 CROGHAN ST	FREMONT	OH	43420	SANDUSKY	UNITED STATES	8416	0	CROGHAN COLONIAL BANK, THE	362717	
OK		Full Service	183314	BELLEVUE BRANCH	ONE UNION SQUARE	BELLEVUE	OH	44811	SANDUSKY	UNITED STATES	469	7	CROGHAN COLONIAL BANK, THE	362717	
OK		Full Service	732815	CLYDE BRANCH	100 NORTH MAIN STREET	CLYDE	OH	43410	SANDUSKY	UNITED STATES	184975	9	CROGHAN COLONIAL BANK, THE	362717	
OK		Full Service	562227	CURTICE BRANCH	7182 NORTH LUCAS ST	CURTICE	OH	43412	OTTAWA	UNITED STATES	Not Required	Not Required	CROGHAN COLONIAL BANK, THE	362717	
OK		Full Service	367413	BALLVILLE BRANCH	1600 RIVER STREET	FREMONT	OH	43420	SANDUSKY	UNITED STATES	229479	6	CROGHAN COLONIAL BANK, THE	362717	
OK		Full Service	3460173	FREMONT EAST	1315 EAST STATE STREET BRANCH	FREMONT	OH	43420	SANDUSKY	UNITED STATES	229475	2	CROGHAN COLONIAL BANK, THE	362717	
OK		Full Service	3036354	FREMONT NORTH BRANCH	910 SEAN DRIVE	FREMONT	OH	43420	SANDUSKY	UNITED STATES	444337	16	CROGHAN COLONIAL BANK, THE	362717	
OK		Full Service	488112	FREMONT WEST	2001 WEST STATE STREET	FREMONT	OH	43420	SANDUSKY	UNITED STATES	229474	1	CROGHAN COLONIAL BANK, THE	362717	
OK		Full Service	487610	GREEN SPRINGS BRANCH	200 NORTH BROADWAY STREET	GREEN SPRINGS	OH	44836	SANDUSKY	UNITED STATES	229476	3	CROGHAN COLONIAL BANK, THE	362717	
OK		Full Service	121110	MONROEVILLE BRANCH	11 MONROE STREET	MONROEVILLE	OH	44847	HURON	UNITED STATES	1367	8	CROGHAN COLONIAL BANK, THE	362717	
OK		Full Service	3387542	NORWALK BRANCH	60 WHITTLESEY AVENUE	NORWALK	OH	44857	HURON	UNITED STATES	441773	13	CROGHAN COLONIAL BANK, THE	362717	
OK		Full Service	378026	OAK HARBOR OFFICE	147 W WATER ST	OAK HARBOR	OH	43449	OTTAWA	UNITED STATES	Not Required	Not Required	CROGHAN COLONIAL BANK, THE	362717	
OK		Full Service	3289347	OREGON BRANCH	4157 NAVAREE AVENUE	OREGON	OH	43616	LUCAS	UNITED STATES	Not Required	Not Required	CROGHAN COLONIAL BANK, THE	362717	
OK		Full Service	3130412	PORT CLINTON BRANCH	3994 EAST HARBOR ROAD	PORT CLINTON	OH	43452	OTTAWA	UNITED STATES	364254	11	CROGHAN COLONIAL BANK, THE	362717	
OK		Full Service	2657828	PORT CLINTON OFFICE	2820 EAST HARBOR ROAD	PORT CLINTON	OH	43452	OTTAWA	UNITED STATES	Not Required	Not Required	CROGHAN COLONIAL BANK, THE	362717	
OK		Full Service	3036363	TIFFIN DOWNTOWN BRANCH	48 E MARKET STREET	TIFFIN	OH	44883	SENECA	UNITED STATES	272429	14	CROGHAN COLONIAL BANK, THE	362717	
OK		Full Service	3318612	TIFFIN WESTGATE BRANCH	796 W MARKET ST	TIFFIN	OH	44883	SENECA	UNITED STATES	431536	15	CROGHAN COLONIAL BANK, THE	362717	