

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)); 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.

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, Michael C. Spragg

Name of the Holding Company Director and Official

Secretary

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.

Michael C. Spragg President & CEO

Signature of Holding Company Director and Official

03/03/2014

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

C.I.

2257620

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.

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.

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

December 31, 2013

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Gillmor Financial Service, Inc.

Legal Title of Holding Company

P.O. Box 88, 8034 Main St.

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

Old Fort OH 44861

City State Zip Code

8034 Main St., Old Fort, OH 44861

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Joseph Berger

Controller

Name

Title

419-547-6312 1802

Area Code / Phone Number / Extension

419-447-6190

Area Code / FAX Number

jberger@oldfortbank.com

E-mail Address

www.oldfortbank.com

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

Item 1. Annual Reports to shareholders will be mailed under separate cover.

Item 2. Organizational Chart

GILLMOR FINANCIAL SERVICES, INC.
8034 MAIN STREET
OLD FORT, OH 44861
Incorporated in Ohio

THE OLD FORT BANKING COMPANY
8034 MAIN ST.
Old Fort, OH 44861
Incorporated in Ohio
Ownership: 100%

OLD FORT PROPERTIES, LLC
8034 Main St.
Old Fort, OH 44861
Incorporated in Ohio
Ownership: 100%
Managing

Item 2b: Domestic Branch Listing:

Sent Electronically

ANNUAL REPORT OF BANK HOLDING COMPANY - FR Y-6 AS OF 12/31/13

Item 3 (1) Shareholders

List each shareholder, of record, that directly or indirectly owns, controls, or holds with power to vote 5 percent or more of any class of voting securities of the bank holding company.

Name Address	Country of Citizenship	Number of Shares	Percentage
Dianne G. Krumsee Powel, OH [REDACTED]	USA	116,862	36.6%
Karen L. Gillmor Dublin, OH [REDACTED]	USA	48,559	15.2%

Item 3 (2) None

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Item 4

List each principal shareholder, director, trustee, partner, executive officer or person exercising similar functions.

Name Address	Principal Occupation	Title/Position	Number of Shares	Percentage
Dianne G. Krumsee Powel, OH [REDACTED]	Chairman of the Board / GFS	Chairman & Director / GFSI & OFBC DeNovo Director / TGR Financial Services, Inc. Free I LLC, Partner	116,862	36.63% 26.30% < 1% 10.00%
Michael C. Spragg Findlay, OH [REDACTED]	President & CEO / OFBC	Director / GFSI & OFBC	2,035	0.64%
Dr. Wade Young Fremont, OH [REDACTED]	President /Wade E. Young, MD Inc.	Director / GFSI & OFBC Wade E. Young, MD Inc. WEYO Enterprises, LLC, Sec-Treas. PPP, LLC Heidleberg University, Trustee TASA, LLC, Board of Managers Fremont Country Club, Secretary	15,433	4.84% 100.00% 0.00% 15.00% 0.00% 2.50% 0.00%
George Kidd, Jr. Hancock, NH [REDACTED]	President Emeritus / Tiffin University	Director / GFSI & OFBC	450	0.14%

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Ron Burns Fostoria, OH [REDACTED]	President / Corporate One Benefits	Director / GFSI & OFBC Corporate One Benefits, Inc Financial Design Agency TAR Properties LLC, Partner Fostoria Renovation LLC, Partner Free I LLC, Partner SMI Inc., Owner	650	0.20% 100.00% 49.00% 33.33% 10.00% 12.30% 12.50%
William D. Tea Clyde, OH [REDACTED]	President / Town & Country RV Center	Director / GFSI & OFBC WDM Properties LLP, Partner B&B Properties LLP, Partner Town & Country RV Center, President Tea's Mobile Home Estates, Partner Clyde Flier Football, Vice President	1,640	0.51% 33.00% 50.00% 33.00% 33.00% 0.00%
Harold F. Hawk Jr. Fremont, OH [REDACTED]	President / Crown Battery Mfg. Co.	Director / GFSI & OFBC Crown Battery Mfg Co. Crown Battery of Canada , Ltd Canada, Inc Reaco Battery Service Grace Lutheran Church - Chair, Endowment Board Freeman Company - Board Member Fremont Area Foundation - Trustee Sandusky County EDC - Trustee Battery Council International - Director	850	0.27% 90.00% 90.00% 90.00% 90.00% 0.00% 0.00% 0.00% 0.00% 0.00%
Julie Gillmor Horne Lincoln, NE	Program Corrdinator/ University of Nebraska	Director / GFSI & OFBC	12,926	4.05%

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Jon C. Ballinger Findlay, OH [REDACTED]	President / Ballinger Industries	Director / GFSI & OFBC Ballinger Industries B & B Land Ballinger Family Partnership	3,505	1.10% 98.00% 50.00% 20.00%
Karen L. Gillmor Dublin, OH [REDACTED]		Principle Shareholder	48,559	15.22%
Michael Daniel, CPA Tiffin, OH [REDACTED]	CFO / OFBC	Executive Officer / OFBC MCAT Homes, LLC	414	0.13% 25.00%
Douglas A. Pence Tiffin, OH [REDACTED]	Senior VP / OFBC	Executive Officer / OFBC	640	0.20%
Mark M. Malone Lima, OH [REDACTED]	Senior VP / OFBC	Executive Officer / OFBC The Mortgage BancCorp - Director	135	0.04% 0.00%

Results: A list of branches for your depository institution: OLD FORT BANKING COMPANY, THE (ID_RSSD: 564324).
This depository institution is held by GILLMOR FINANCIAL SERVICES, INC. (2257620) of OLD FORT, OH.
The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

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)	564324	OLD FORT BANKING COMPANY, THE	8034 MAIN STREET	OLD FORT	OH	44861	SENECA	UNITED STATES	6575		0	OLD FORT BANKING COMPANY, THE	564324
ok		Full Service	307222	BETTSVILLE BRANCH	238 STATE STREET	BETTSVILLE	OH	44815	SENECA	UNITED STATES	222066		1	OLD FORT BANKING COMPANY, THE	564324
ok		Full Service	3668175	CLYDE BRANCH	651 WEST MCPHERSON HIGHWAY	CLYDE	OH	43410	SANDUSKY	UNITED STATES	418424		7	OLD FORT BANKING COMPANY, THE	564324
ok		Full Service	4393737	SUGARCREEK TWP. BRANCH	6430 WILMINGTON PIKE	DAYTON	OH	45459	GREENE	UNITED STATES	530111		11	OLD FORT BANKING COMPANY, THE	564324
ok		Full Service	3823611	FINDLAY FINANCIAL CENTER BRANCH	15030 FLAG CITY DRIVE	FINDLAY	OH	45840	HANCOCK	UNITED STATES	481905		9	OLD FORT BANKING COMPANY, THE	564324
ok		Full Service	3668193	FOSTORIA BRANCH	599 PLAZA DRIVE	FOSTORIA	OH	44830	WOOD	UNITED STATES	222070		5	OLD FORT BANKING COMPANY, THE	564324
ok		Full Service	3668184	FREMONT BRANCH	300 WEST STATE STREET	FREMONT	OH	43420	SANDUSKY	UNITED STATES	222071		6	OLD FORT BANKING COMPANY, THE	564324
ok		Limited Service	3907892	FREMONT NORTH BRANCH	2140 ENTERPRISE DRIVE, SUITE A	FREMONT	OH	43420	SANDUSKY	UNITED STATES	466947		8	OLD FORT BANKING COMPANY, THE	564324
ok		Full Service	2357708	DOWNTOWN TIFFIN BRANCH	33 E MARKET ST.	TIFFIN	OH	44883	SENECA	UNITED STATES	222069		4	OLD FORT BANKING COMPANY, THE	564324
ok		Full Service	1356964	TIFFIN BRANCH	634 WEST MARKET ST.	TIFFIN	OH	44883	SENECA	UNITED STATES	222068		3	OLD FORT BANKING COMPANY, THE	564324