

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

STATISTICS & ANALYSIS
DEPARTMENT

2014 APR -2 P 12:44

FEDERAL RESERVE BANK
OF CLEVELAND

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, CHAD L HOFFMAN

Name of the Holding Company Director and Official

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

03/28/2014

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.

1250651

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

RICHWOOD BANCSHARES, INC.

Legal Title of Holding Company

28 N FRANKLIN STREET

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

RICHWOOD

City

OH

State

43344

Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

SETH V TAYLOR

Name

CFO

Title

740-943-2317

Area Code / Phone Number / Extension

740-943-2138

Area Code / FAX Number

staylor@richwoodbank.com

E-mail Address

www.richwoodbank.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

REPORT ITEM 1: 3 COPIES OF ANNUAL REPORT ARE ENCLOSED.

REPORT ITEM 2: a) THE RICHWOOD BANKING COMPANY, INC. (RICHWOOD, OHIO) IS A 100% OWNED SUBSIDIARY OF RICHWOOD BANCSHARES, INC. (RICHWOOD, OHIO)

b) COMPLETED ONLINE, COPY INCLUDED

REPORT ITEM 3: 1) SEE ATTACHED

2) N/A

REPORT ITEM 4: SEE ATTACHED

Results: A list of branches for your depository institution: **RICHWOOD BANKING COMPANY, INC., THE** (ID_RSSD: 150727).
This depository institution is held by **RICHWOOD BANCSHARES, INC. (1250651)** of **RICHWOOD, 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	UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Office)	150727	RICHWOOD BANKING COMPANY, INC., THE	28 N FRANKLIN ST	RICHWOOD	OH	43344	UNION	STATES	8201	0	RICHWOOD BANKING COMPANY, INC., THE	150727	
OK		Full Service	4362694	DELAWARE OFFICE	1512 W. WILLIAM STREET	DELAWARE	OH	43015	DELAWARE	STATES	521847	5	RICHWOOD BANKING COMPANY, INC., THE	150727	
OK		Full Service	4125590	HUNTSVILLE BRANCH	4848 NAPOLEON STREET	HUNTSVILLE	OH	43324	LOGAN	STATES	493617	4	RICHWOOD BANKING COMPANY, INC., THE	150727	
OK		Full Service	338329	LA RUE BRANCH	26 NORTH HIGH STREET	LA RUE	OH	43332	MARION	STATES	211678	3	RICHWOOD BANKING COMPANY, INC., THE	150727	
OK		Full Service	2541507	MARYSVILLE OFFICE	249 WEST FIFTH STREET	MARYSVILLE	OH	43040	UNION	STATES	228656	2	RICHWOOD BANKING COMPANY, INC., THE	150727	
OK		Full Service	88820	PLAIN CITY BRANCH	601 WEST MAIN STREET	PLAIN CITY	OH	43064	UNION	STATES	228655	1	RICHWOOD BANKING COMPANY, INC., THE	150727	

Richwood Bancshares, Inc.
FR Y-6 Report Item 3 - Securities Holders
(1)(a) (1)(b) (1)(c)
As of December 31, 2013

<u>(1)(a)</u> <u>Name and Address</u>	<u>(1)(b)</u> <u>Country</u>	<u>(1)(c)</u> <u>Number</u> <u>Of Stocks</u>	<u>(1)(c)(cont)</u> <u>Percentage</u> <u>Of Stock</u>
ESTHER ANDERSON RICHWOOD, OHIO	USA	94,772	7.41 %

Richwood Bancshares, Inc.
FR Y-6 Report Item 4 - Insiders
(1) (2) (3)(a)(b)(c) and (4)(a)(c)
As of December 31, 2013

(1) <u>Name and Address</u>	(2) <u>Principal Occupation</u>	(3)(a) <u>Title With Holding Company</u>	(3)(b) <u>Title With Bank</u>	(3)(c) <u>Title With Other</u>	(4)(a) <u>Percentage Of Stock With Holding Company</u>	(4)(c) <u>Other Company Ownership</u>
Dan J Anderson Richwood, Ohio	Realtor	Director	Director	N/A	1.75%	Anderson & Sons (33%)
David R Boerger Marysville, Ohio	N/A	Director	Executive Vice President	N/A	0.14%	N/A
Chad L Hoffman Richwood, Ohio	N/A	President/CEO	President/CEO	N/A	0.22%	N/A
Nancy K Hoffman Richwood, Ohio	N/A	Director	Director	N/A	0.82%	Hoffman Farms (25%)
Richard A Johnston London, Ohio	Oil Distributor	Director	Director	President R. Johnston, Inc.	3.43%	R. Johnston, Inc. (100%)
Mark Leibold Marysville, Ohio	CPA	Director	Director	Partner Conrad, Leibold & Woerner, CPA's	0.22%	CPA Firm (33%)
Jeff Marsh Marysville, Ohio	Executive	Director	Director	Staff Executive Scott's Miracle Gro	0.07%	N/A
Jean Smith Marysville, Ohio	Accounting	Director	Director	N/A	0.03%	N/A
Kyle Stofcheck Richwood, Ohio	Funeral Home Director	Director	Director	President Stofcheck Funeral Home, inc.	0.14%	Stofcheck Funeral Home, Inc. (50%)
Joe Wiley Richwood, Ohio	Realtor	Director	Director	N/A	0.77%	N/A
Kevin A Ackerman Richwood, Ohio	N/A	N/A	CIO	N/A	0.00%	N/A
Marsha K Davis Richwood, Ohio	N/A	N/A	COO	N/A	0.09%	N/A
Brian Gehres Marysville, Ohio	N/A	N/A	Chief Credit Officer	N/A	0.05%	N/A
Michael E Karcher Marysville, Ohio	N/A	N/A	Chief Lending Officer	N/A	0.04%	N/A
Shelley Pfeiffer Richwood, Ohio	N/A	N/A	Chief Human Resource Officer	N/A	0.00%	N/A
Seth V Taylor Richwood, Ohio	N/A	N/A	CFO	N/A	0.05%	N/A