

Board of Governors of the Federal Reserve System

FEDERAL RESERVE BANK
 OF CLEVELAND



Annual Report of Holding Companies—FR Y-6

STATISTICS & ANALYSIS
 DEPARTMENT

2015 JUN 13 P 3:23

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.

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

December 31, 2014

Month / Day / Year

none

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

I, Robert E. Foster

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.

Reporter's Name, Street, and Mailing Address

Central Ohio Bancorp

Legal Title of Holding Company

107 N. Market St

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

Waverly

OH

45690

City

State

Zip Code

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.

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Kristen C. Boyer

CFO

Name

Title

740-947-2136 251

Area Code / Phone Number / Extension

740-947-9656

Area Code / FAX Number

kboyer@thefirstnational.com

E-mail Address

www.thefirstnational.com

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

Signature of Holding Company Director and Official

07/06/2015

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.

3015612

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."

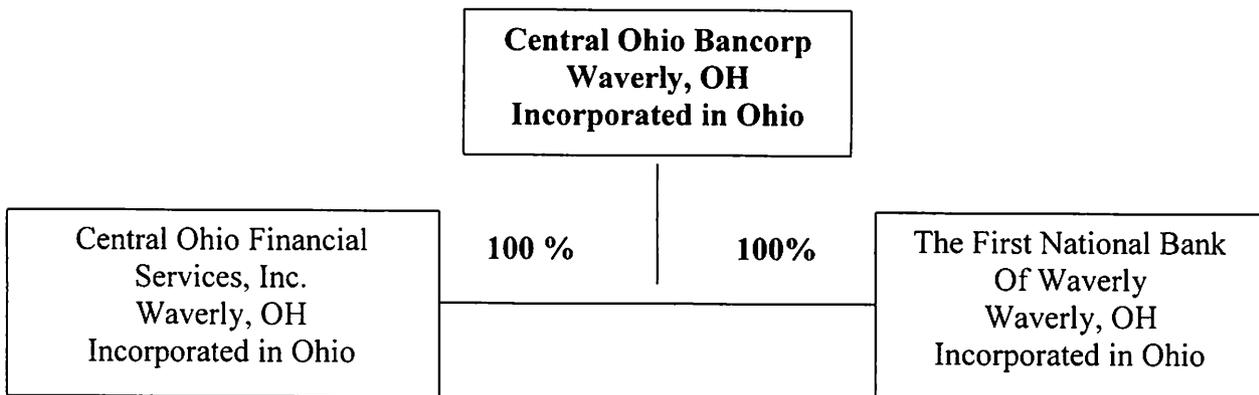
No

FORM FR Y-6
Central Ohio Bancorp
Waverly, Ohio
Fiscal Year ending December 31, 2014

Report Item:

1: The Bank Holding Company prepares an annual report for its shareholders and is not registered with the SEC. As specified by the Federal Reserve Bank, a copy is enclosed.

2a. Organizational Chart



2b: Domestic branch listing proved to the Federal Reserve Bank via email on 3/27/15.

FORM FR Y-6

**Central Ohio Bancorp
Waverly, Ohio
Fiscal Year ending December 31, 2014**

Report Item 3: Security holders
(1)(a) (b) (c) and (2) (a) (b)(c)

Current Shareholders with ownership, control or holdings Of 5% or more with power to vote as of 12-31-14			Shareholders not listed in (3)(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to Vote during the fiscal year ending 12-31-14		
(1)(a) Name (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Fred L. Foill, Jr. Waverly, OH	USA	75,291 – 15.06% of Central Ohio Bancorp Common Stock	None	N/A	N/A
Anthony C. Fish Waverly, OH	USA	52,207 – 10.44% of Central Ohio Bancorp Common Stock			
Kitty Foill Holloway Ft. Lauderdale, FL	USA	46,550 - 9.31% of Central Ohio Bancorp Common Stock			
Cynthia A. Or Gary L. Cormany Leesburg, FL	USA	31,618 - 6.32 % of Central Ohio Bancorp Common Stock			
Melinda Fish Kwedar Evanston, IL	USA	27,018 - 5.40% of Central Ohio Bancorp Common Stock			
Deborah F. Rowland Akron, OH	USA	26,633 - 5.33% of Central Ohio Bancorp Common Stock			
Cassie V. Wiltberger Waverly, OH	USA	61,007 - 12.20% of Central Ohio Bancorp Common Stock			

FORM FR Y-6

**Central Ohio Bancorp
Waverly, Ohio
Fiscal Year ending December 31, 2014**

Report Item 4: Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Names City, State, Country	(2) Principal Occupation If other than with Bank Holding Company	(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 (includes partnerships) if 25% or more of voting securities are held
Fred L. Foill, Jr. Waverly, OH	Construction	Secretary	Chairman of Bd. & Director First National Bank	President Foill, Inc. Waverly, OH	15.06%	None	N/A
Robert E. Foster Waverly, OH	N/A	President	President & Director First National Bank	N/A	1.76%	None	N/A
W. Chris Hanners, DDS. Chillicothe, OH	Dentist	Director	Vice Chairman of Bd. & Director First National Bank	Dentist Chris Hanners & Associates Piketon, OH	0.09%	None	N/A
Thomas W. Parfitt, CPA. Athens, OH	Accountant	Treasurer	Director First National Bank	Accountant Thomas W. Parfitt, CPA Waverly, OH	1.16%	None	N/A
Alan C. Fish Waverly, OH	Insurance	Director	Director First National Bank	Fish and Son Insurance Waverly, OH	0.77%	None	N/A
Cassie V. Wiltberger Waverly, OH	Retired	Director	Director First National Bank	Retired	12.20%	None	N/A
Elizabeth F. Lewis Waverly, OH	Homemaker	Director	Director First National Bank	N/A	2.44%	None	N/A

Results: A list of branches for your depository institution: FIRST NATIONAL BANK OF WAVERLY, THE (ID_RSSD: 263627). This depository institution is held by CENTRAL OHIO BANKCORP (3015612) of WAVERLY, OH. The data are as of 12/31/2014. Data reflects information that was received and processed through 01/07/2015.

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)	263627	FIRST NATIONAL BANK OF WAVERLY, THE	107 NORTH MARKET STREET	WAVERLY	OH	45690	PIKE	UNITED STATES	4507	0	FIRST NATIONAL BANK OF WAVERLY, THE	263627	
change	11/12/2014	Full Service	2831598	BEAVER BRANCH	310 Third St	BEAVER	OH	45613	PIKE	UNITED STATES	211989	3	FIRST NATIONAL BANK OF WAVERLY, THE	263627	
ok		Full Service	3536377	LATHAM BRANCH	13256 STATE ROUTE 124	PIKETON	OH	45661	PIKE	UNITED STATES	419454	5	FIRST NATIONAL BANK OF WAVERLY, THE	263627	
ok		Full Service	355728	PIKETON BRANCH	101 THORNTON DRIVE	PIKETON	OH	45661	PIKE	UNITED STATES	211987	1	FIRST NATIONAL BANK OF WAVERLY, THE	263627	
ok		Full Service	355326	BRISTOL VILLAGE BRANCH	625 FIFTH ST	WAVERLY	OH	45690	PIKE	UNITED STATES	211988	2	FIRST NATIONAL BANK OF WAVERLY, THE	263627	
ok		Full Service	2874139	KROGER BRANCH THE	220 WAVERLY PLAZA	WAVERLY	OH	45690	PIKE	UNITED STATES	211990	4	FIRST NATIONAL BANK OF WAVERLY, THE	263627	