Board of Governors of the Federal Reserve System



FEDERAL RESERV

Annual Report of Holding Companies FRY-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, W. Randy Mays

Name of the Holding Company Director and Official

Director / 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.

W. Land May Preside	dent/ceo
Signature of Holding Company Director and Official 06/09/2015	
Date of Signature	
For holding companies not registered with the Indicate status of Annual Report to Shareholders: is included with the FR Y-6 report will be sent under separate cover is not prepared	• SEC-
For Federal Reserve Bank Use Only RSSD ID 49365	

STATISTICS & ANALYSIS

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, 2014 Month / Day / Year N/A Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code) Reporter's Name, Street, and Mailing Address Liberty Federal Bancorp, MHC Legal Title of Holding Company 314 Park Avenue (Mailing Address of the Holding Company) Street / P.O. Box Ironton OH 45638 City State Zip Code Physical Location (if different from mailing address) Person to whom questions about this report should be directed: Gregory A. Walbright Secretary Name Title 740-532-2856 Area Code / Phone Number / Extension 740-532-3464 Area Code / FAX Number gwalbright@libbk.com E-mail Address Address (URL) for the Holding Company's web page

Does the reporter request confidential treatment for any portion of this

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."

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, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

submission?

⊠ No

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Annual Report of Holding Companies—FR V.8

Report at the close of but were as of the end of fiscal year

This report is required to law pectual 5(q)(1)(A) in the Rank Holding Gompany Art (12 13 to 1 \$ 12-4 (c)(1) 17 Serect R(a) of the International Banking Aut (12), a.C. S.S. under Sections "tjatiff 25 and 25A of the Foograf Reparts Act (12 Lists) \${ 245(a)(1), 602; and 5114; Secret 211 13(c) of Remarker K (2.0 138 § 211 13(c)), and Section 2.13.6(c) of Remarker K.12 CER § 225.50.0) and section. 3(c)(2)(H) of the Home Owners) Loan Art Return to the appropriate Federal Resnive Lank tim regard and the number of copies specifical

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For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

Liberty Federal B	Jancorp, Inc.								
Legal Title of Subsidiary	Holding Company		Legal Title of Subsidiary Holding Company						
314 Park Avenue	a								
	Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of t	he Subsidiary Holding Company)	Street / P.O. Box				
Ironton	ОН	45638	17-20 part 28-20-31 part 20-20-30 part 20-20-30						
City	State	Zip Code	City	State	Zip Code				
				SE-2018					
Physical Location (if diffe	erent from mailing address)		Physical Location (if	different from mailing address)					
Legal Title of Subsidiary	Holding Company		Legal Title of Subsidi	ary Holding Company					
(Mailing Address of the S	Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the	he Subsidiary Holding Company)	Street / P.O. Box				
City	State	Zip Code	City	State	Zip Code				
Physical Location (if diffe	erent from mailing address)		Physical Location (if	different from mailing address)					
Legal Title of Subsidiary	Holding Company		Legal Title of Subsidi	ary Holding Company					
(Mailing Address of the S	Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the	he Subsidiary Holding Company)	Street / P.O. Box				
City	State	Zip Code	City	State	Zip Code				
Physical Location (if diffe	erent from mailing address)		Physical Location (if	different from mailing address)					
Legal Title of Subsidiary	Holding Company		Legal Title of Subsidi	ary Holding Company					
(Mailing Address of the S	Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the	ne Subsidiary Holding Company)	Street / P.O. Box				
City	State	Zip Code	City	State	Zip Code				
Physical Location (if diffe	erent from mailing address)		Physical Location (if	different from mailing address)					

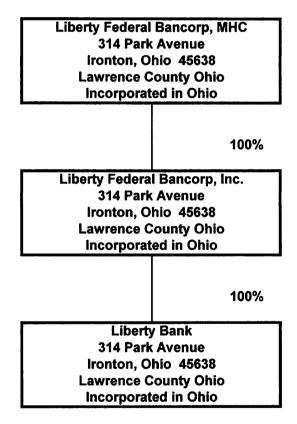
Form FR-Y6

Liberty Bank Ironton, Ohio Fiscal Year Ending December 31, 2014

Report Item

1: The bank holding company does not prepare an annual report and is not registered with the SEC.

2a: Organizational Chart



Form FR Y-6 Liberty Federal Bancorp, MHC Fiscal Year Ending December 31, 2014

Report Item 3: Securities holders

(1)(a)	(h)@ :	and i	(2)(عار	h\@

	ders with ownership, control of fiscal year ending 12-31-2		Securities holders not listed in 3(1)(a) through 3(1) [®] thathad ownership, control or holding of 5% or more with power to vote during the fiscal year ending 12-31-2014						
(1)(a) Name, City, State, Country	(1)(b) Country or Citizenship or Incorporation	(1)© Number and Percentage of Each Class of Voting Securities	(2)(a) Name, City State, Country	(2)(b) Country or Citizenship or Incorporation	(2)© Number and Percentage of Each Class of Voting Securities				
None			None						

Form FR Y-6 Liberty Federal Bancorp, Inc. Fiscal Year Ending December 31, 2014

Report Item 3: Securities holders

	ders with ownership, control of fiscal year ending 12-31-2		Securities holders not listed in 3(1)(a) through 3(1)© thathad ownership, control or holding of 5% or more with power to vote during the fiscal year ending 12-31-2014					
(1)(a) Name, City, State, Country	(1)(b) Country or Citizenship or Incorporation	(1)© Number and Percentage of Each Class of Voting Securities	(2)(a) Name, City State, Country	(2)(b) Country or Citizenship or Incorporation	(2)© Number and Percentage of Each Class of Voting Securities			
None			None					

Form FR Y-6 Liberty Federal Bancorp, MHC Fiscal Year Ending December 31, 2014

Report Item 4: Insiders

(1), (2)	(3)	(a)	(b)©,	and	(4)	(a)(I	၁)©
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(1)(a) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	ies are held (List names of companies and percentages of voting securities held)
			40.4	(3)© Title & Position			(4)© List names of other companies (Includes partnerships) If 25% or more of voting securit-

Form FR Y-6 Liberty Federal Bancorp, Inc. Fiscal Year Ending December 31, 2014

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

None	None	None	None	None	None	None	None
(1)(a) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)© Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	If 25% or more of voting securities are held (List names of companies and percentages of voting securities held)
				(2)0			List names of other companies (includes partnerships)

Results: A list of branches for your depository institution: LIBERTY BANK (ID_RSSD: 534073).

This depository institution is held by LIBERTY FEDERAL BANCORP, MHC (4099365) of IRONTON, OH.

The data are as of 12/31/2014. Data reflects information that was received and processed through 04/06/2015.

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
ОК	Full Service (Head Office)	534073 (LIBERTY BANK	314 PARK AVE.	IRONTON	ОН	45638	LAWRENCE	UNITED STATES	41297	C	LIBERTY BANK	534073	
CHANGE	7/27/2010 Full Service	4144920	ROME BRANCH	7510 COUNTY RD 107	PROCTORVILLE	ОН	45669	LAWRENCE	UNITED STATES	499267	1	LIBERTY BANK	534073	