

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

FEDERAL RESERVE
OF CLEVELAND
2016 JUN 17 10 51
STATISTICS & ANALYSIS
DEPARTMENT

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, 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. Randy Mays, President/CEO

Signature of Holding Company Director and Official

06/09/2015

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.

4099365

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 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

ALL INFORMATION CONTAINED HEREIN IS UNCLASSIFIED

[illegible]

Reserve may not be used to purchase shares of the corporation if the corporation is not authorized to issue such shares. (Section 108(b)(2)(B)(i)).

[illegible]

1. The first step is to identify the problem. This involves understanding the current situation and the goals that need to be achieved.

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(S) [REDACTED] (U) [REDACTED]

[illegible]

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Reserve System and are true and correct to the best of my knowledge and belief.

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2012-2013 Annual Report

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[illegible]

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U.S. GOVERNMENT PRINTING OFFICE: 1967

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1. ☐ The respondent is a member of the respondent's family.

2. ☐ The respondent is a member of the respondent's family.

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9. ☐ The respondent is a member of the respondent's family.

10. ☐ The respondent is a member of the respondent's family.

(The following information was obtained from the records of the Department of Social Services, State of New York, Office of the Commissioner of Social Services, Albany, New York.)

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 Bancorp, Inc.

Legal Title of Subsidiary Holding Company

314 Park Avenue

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

Ironton

OH

45638

City

State

Zip Code

Physical Location (if different from mailing address)

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Zip Code

Physical Location (if different from mailing address)

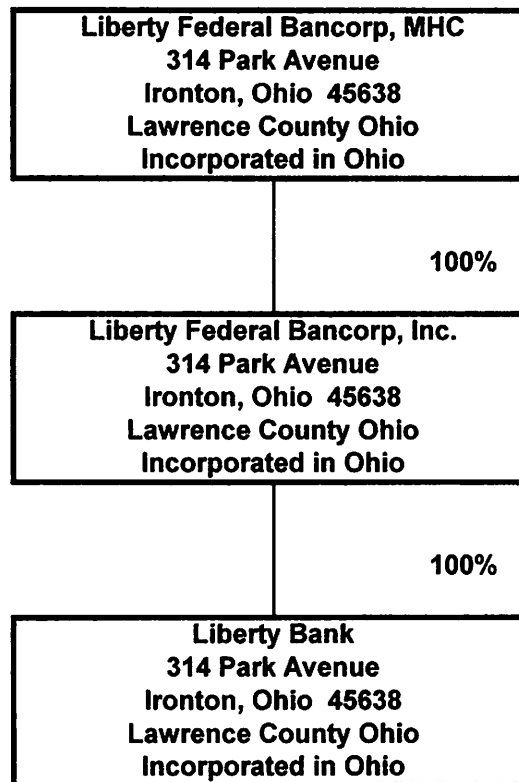
Form FR-Y6

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)(b)© and (2)(a)(b)©

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2014

Securities holders not listed in 3(1)(a) through 3(1)(c) that had 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)(c) Number and Percentage of Each Class of Voting Securities
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(2)(a) Name, City State, Country	(2)(b) Country or Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
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None

None

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

Report Item 3: Securities holders

(1)(a)(b)© and (2)(a)(b)©

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2014

Securities holders not listed in 3(1)(a) through 3(1)(c) that had 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)(c) Number and Percentage of Each Class of Voting Securities
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(2)(a) Name, City State, Country	(2)(b) Country or Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
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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)(b)©

[illegible]

Report Item 4: Insiders

[illegible]

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
OK		Full Service (Head Office)	534073	LIBERTY BANK	314 PARK AVE.	IRONTON	OH	45638	LAWRENCE	UNITED STATES	41297	0	LIBERTY BANK	534073	
CHANGE	7/27/2010	Full Service	4144920	ROME BRANCH	7510 COUNTY RD 107	PROCTORVILLE	OH	45669	LAWRENCE	UNITED STATES	499267	1	LIBERTY BANK	534073	