

Board of Governors of the Federal Reserve System

FEDERAL RESERVE BANK
OF CLEVELAND



Annual Report of Holding Companies—FR Y-6

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, Mickey C. Schwarzbek

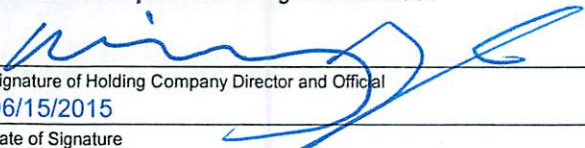
Name of the Holding Company Director and Official

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
06/15/2015
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 2705680
C.I. _____

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

SHERWOOD BANC CORPORATION

Legal Title of Holding Company

PO BOX 4546

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

SHERWOOD OH 43556

City State Zip Code

105 N HARRISON STREET

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

MICKEY C. SCHWARZBEK PRESIDENT/CEO

Name Title

419-899-2111

Area Code / Phone Number / Extension

419-899-4535

Area Code / FAX Number

mickey.schwarzbek@sherwoodstatebank.com

E-mail Address

www.sherwoodstatebank.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."

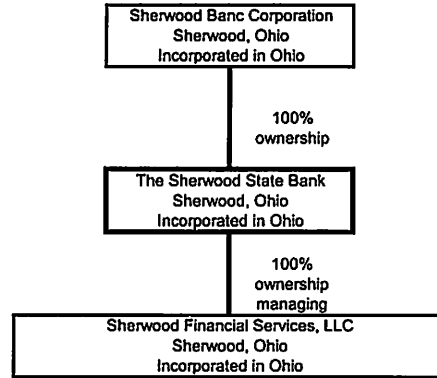
No

Form FR Y-6
Sherwood Banc Corporation
Sherwood, OH
Fiscal Year Ending 12/31/2014

Report Item

1: The bank holding company prepares an annual report for the shareholders.
Enclosed are three copies of the report.

2: Organizational Chart



2b: Domestic branch listing provided to the Federal Reserve Bank.

Results: A list of branches for your depository institution: **SHERWOOD STATE BANK, THE (ID_RSSD_546320)**.
 This depository institution is held by **SHERWOOD BANC CORPORATION (2705680)** of **SHERWOOD, 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)	546320	SHERWOOD STATE BANK, THE	105 NORTH HARRISON STREET	SHERWOOD	OH	43556	DEFIANCE	UNITED STATES	104121		0	SHERWOOD STATE BANK, THE	546320
OK		Full Service	2962465	DEFIANCE BRANCH	400 THIRD STREET	DEFIANCE	OH	43512	DEFIANCE	UNITED STATES	358524		1	SHERWOOD STATE BANK, THE	546320
OK		Full Service	3636174	RIDGEVILLE CORNERS BRANCH	20478 US HIGHWAY 6	RIDGEVILLE CORNERS	OH	43555	HENRY	UNITED STATES	359905		2	SHERWOOD STATE BANK, THE	546320

Form FR Y-6
Sherwood Banc Corporation
Sherwood, OH
Fiscal Year Ending 12/31/2014

Report Item 3: Securities Holders

Current Shareholders with ownership, control or holdings of 5%
or more with power to vote as of 12-31-14.

(1) a Name & Address (City, State, Country)	(1) b Country of Citizenship or Incorporation	(1) c Number and % of Each Class of Voting Securities
John E Moats Trust Bryan, OH	USA	9,720 - 4.02% Common Stock
Mark C Moats Defiance, OH	USA	6,400 - 2.65% Common Stock
Mary Alice Moats Winterhaven, FL	USA	6,508 - 2.69% Common Stock

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.

N/A

Form FR Y-6
Sherwood Banc Corporation
Sherwood, Ohio
Fiscal Year Ending 12/31/2014

Report Item 4: Insiders

(1) Name & Address (City, State, Country)	(2) Principal Occupation	(3) (a) Title & Position w/ Bank Holding Co	(3) (b) Title & Position w/ subsidiaries	(3)c Title & Position w/ other business	(4) (a) % of voting shares in Bank Holding Co	(4) (b) % of voting shares other subsidiaries	(4) c List names and other companies
James Weaner Defiance, OH [REDACTED] USA	Attorney	Director	Director	Partner	0.170%	n/a	n/a
Lynn Bergman Cecil, OH [REDACTED] USA	Retired	Secretary	Secretary	n/a	0.120%	n/a	n/a
John Wirth Sherwood, OH [REDACTED] USA	Grocery Store	Chairman of the Board	Chairman of the Board	President	0.450%	n/a	n/a
Mickey Schwarzbek Defiance, OH [REDACTED] USA	Sherwood State	President/CEO	President/CEO	n/a	0.360%	n/a	n/a
Edward Yoder Defiance, OH [REDACTED] USA	Retired	Director	Director	n/a	0.120%	n/a	n/a
Wesley C. Moats Defiance, OH [REDACTED] USA	Auto Dealer	Director	Director	President	0.120%	n/a	n/a
Brian Miller Sherwood, OH [REDACTED] USA	Sherwood State	n/a	Vice President	n/a	1.130%	n/a	n/a
Sharon Colley Hicksville, OH [REDACTED] USA	Sherwood State	n/a	Controller Security Officer	n/a	0.120%	n/a	n/a
Wanda Edwards Hicksville, OH [REDACTED] USA	Sherwood State	n/a	AVP/Marketing	n/a	0.020%	n/a	n/a
Lynette Beardsley Sherwood, Oh [REDACTED] USA	Sherwood State	n/a	Retail Operations Officer	n/a	0.040%	n/a	n/a
Ryan Frederick Defiance, OH [REDACTED] USA	Sherwood State	n/a	Business Development	n/a	0.010%	n/a	n/a
John Kost Defiance, OH [REDACTED] USA	Sherwood State	n/a	Business Development	n/a	0.010%	n/a	n/a