#### Board of Governors of the Federal Reserve System



#### RECEIVED SUPERVISION & REGULATION

# Annual Report of Holding Companies—FR Y-6

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.

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):

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, James Nicholson

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 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.

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December 31, 2015	5	
Month / Day / Year		
NA		
Reporter's Legal Entity Identifier	r (LEI) (20-Characte	er LEI Code)
Reporter's Name, Street,	, and Mailing A	ddress
North Valley Bancsha	res	
Legal Title of Holding Company		
PO BOX 1115		
(Mailing Address of the Holding	Company) Street /	P.O. Box
Zanesville	Ohio	₹ 43702-1115
City	State	Zip Code
2775 Maysville Pike, 2	Zanesville OH	43701
Physical Location (if different fro	m mailing address)	

Person to whom questions about this report should be directed: Thomas Petrokubi SVP & CFO

740-450-2265 ext 24 Area Code / Phone Number / Extension 740-450-2120 Area Code / FAX Number tpetrokubi@nvboh.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

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. 12/2015

Name

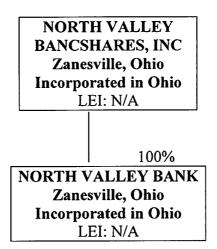
#### FORM FR Y-6

#### North Valley Bancshares, Inc Zanesville, Ohio Fiscal Year Ending December 31, 2015

Report Item 1: Annual Report to Shareholders.

North Valley Bancshares prepares an annual report for its shareholders and is not registered with the SEC. The 2015 Annual Report will be sent under separate cover.

Report Item 2a: Organization Chart



Report Item 2b: Domestic branch listing provided to the Federal Reserve Bank via email to structure@clev.frb.org on February 19, 2016.

Results: A list of branches for your holding company: NORTH VALLEY BANCSHARES, INC. (3264193) of ZANESVILLE, OH. The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

#### 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)	783910	NORTH VALLEY BANK	2775 MAYSVILLE PIKE	ZANESVILLE	ОН	43701	MUSKINGUM	UNITED STATES	1510		NORTH VALLEY BANK	783910	
ok		Full Service	4875747	BUCKEYE LAKE OFFICE	5245 WALNUT ROAD	BUCKEYE LAKE	ОН	43008	LICKING	UNITED STATES	Not Required	Not Required	NORTH VALLEY BANK	783910	,
ok		Full Service	2919870	CORNING BRANCH	112 NORTH VALLEY STREET	CORNING	ОН	43730	PERRY	UNITED STATES	360285	2	NORTH VALLEY BANK	783910	,
ok		Full Service	3361784	10 THIRD STREET BRANCH	10 THIRD STREET	MALTA	ОН	43758	MORGAN	UNITED STATES	4440		NORTH VALLEY BANK	783910	
ok		Full Service	3660254	MAYSVILLE PIKE BRANCH	2775 MAYSVILLE PIKE	ZANESVILLE	он	43701	MUSKINGUM	UNITED STATES	Not Required	Not Required	NORTH VALLEY BANK	783910	,
ok		Full Service	4499189	NORTH MAPLE BRANCH	3636 MAPLE AVE	ZANESVILLE	он	43701	MUSKINGUM	UNITED STATES	Not Required	Not Required	NORTH VALLEY BANK	783910	,

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## Form FR Y-6

# North Valley Bancshares, Inc. Fiscal Year Ending December 31, 2015

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

	h ownership, control or hold Fiscal year ending 12/31/15	ings of 5% or more	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 12/31/15					
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)( c) Number and Percentage of Each class of Voting Securities			
Clay P. Graham Zanesville, Ohio	USA	78,000 – 15.73% common stock	NOT APPLICABLE					
Bryan H. Graham Zanesville, Ohio	USA	76,231 – 15.38% Common stock						
James W. Ransbottom Roseville, Ohio	USA	28,098 –5.67% common stock						

Report Item 4: Insiders

(1),(2),(3)(a)(b)(c) and $(4)(a)(b)(c)$							·
(1) Names & Address (City, State, Country)	Principal Occupation if other than with Bank Holding	Title & Position with Bank Holding	& Position with Subsidiaries (Include		(4)(A)	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
William Altier	Oil & Gas Business	Director	North Valley Bank		1.72%		
Zanesville, Ohio			Director				
				Chairman Altheirs Oil Inc.			N/A

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

(1),(2),(3)(a)(b)(c) and $(4)(a)(b)(c)$							
(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	& Position with Subsidiaries (Include names of Subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
James Baemel			North Valley Bank				
Orient, Ohio			SVP & SBA Business				
			Lending Manager				
			_				

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

(1),(2),(3)(a)(b)(c) and $(4)(a)(b)(c)$						·	
(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	& Position with	& Position with Other Businesses (include names	(4)(A) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Bryan Graham Zanesville, Ohio	Automobile Dealer	Director	North Valley Bank Director		15.38%		
				President & Director - Graham Auto Group Co.		1	Graham Auto Group (49.5%)
				Director & Vice President Shelly & Sands Inc			Shelly & Sands (46.25%)
				Managing Member Dutro Real Estate LLC			Dutro Real Estate LLC (49.5%)
				Member Richland Real Estate			Richland Real Estate (49.5%)
				Member Zane Zenith Real Estate			Zane Zenith Real Estate (48.87%)

#### Report Item 4: Insiders

(1),(2),(3)(a)(b)(c) and (4)(a)(	b)(c)			· · · · · · · · · · · · · · · · · · ·			
(1) Names & Address (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 (Include names of Subsidiaries)	& Position with Other Businesses (include names	(4)(A) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Clay P. Graham	Attorney/Businessman	Director	North Valley Bank		15.73%		
Zanesville, Ohio	Titlesines, is desired		Director				
Zanesvine, Omo				Executive Chairman - Graham & Graham Co.,			Graham & Graham Co., LPA (100%)
				Executive Chairman - Zane - Zenith Inc.			Zane - Zenith Inc (51.13%)
				Vice President & Director - W.H Barker Inc			W.H. Barker Inc (25%)
				Vice President & Director - Burley Clay Products			Burley Clay Products (25%)
				Vice President & Director - ACCCO Inc.			ACCCO Inc. (25%)
				Vice President & Director - Valley Clay Mining Co.			Valley Clay Mining Co. (25%)
				Executive Chairman, - Shelly & Sands, Inc. (and subsidiaries)			Shelly & Sands, Inc. (46.75%)
				Managing Member Dutro Real Estate LLC			Dutro Real Estate LLC (50.5%)
				Executive Chairman - Graham Auto Group Co. (and subsidiaries)			Graham Auto Group Co. (50.5%)
				Managing Member Richland Real Estate			Richland /Real Estate LLC (50.5%)

Report Item 4: Insiders

(1),(2),(3)(a)(b)(c) and $(4)(a)(b)(c)$							
(1) Names & Address (City, State, Country)	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	& Position with Subsidiaries (Include names of Subsidiaries)	& Position with Other Businesses (include names	(4)(A) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting	(4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
J. Thomas Hill	Certified Public Accountant		North Valley Bank		1.18%		N/A
Somerset, Ohio			Director				
				President - McLain, Hill, Rugg & Associates			

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

(1),(2),(3)(a)(b)(c) and $(4)(a)(b)(c)$							
(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	& Position with Subsidiaries (Include names of Subsidiaries)	& Position with Other Businesses (include names of other businesses)	(4)(A) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) N/A	(4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Robert Kessler Zanesville OH	Businessman	Director	North Valley Bank Director		0.27%	IN/A	
				President - Kessler Sign Co.			Kessler Sign Co. (60%)
				Partner - Kessler Company			Kessler Co. (60%)
				Partner - Kesco Investments			Kesco Investmetns (33%)
				Partner - Kessler Group			Kessler Group (25%)
				President - Kess Motel			Kess - Motel (33%)
				Member - RRD603010			RRD603010 (33%)
				Secretary - K2 Media Inc.			K2 Media Inc (25%)

Report Item 4: Insiders

(1),(2),(3)(a)(b)(c) and (4)(a)(b)(c)							
(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	& Position with Subsidiaries (Include names of Subsidiaries)	& Position with Other Businesses (include names of other businesses)	(4)(A) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
James Nicholson		Director &	North Valley Bank	N/A	0.06%		N/A
North Canton, Ohio		President and CEO	Director, President &				
			CEO				
							_

Report Item 4: Insiders

(1),(2),(3)(a)(b)(c) and $(4)(a)(b)(c)$		·		···			
(1) Names & Address (City, State, Country) Fred A. O'Dell	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company Director	(3)(b) Title & Position with Subsidiaries (Include names of Subsidiarics) North Valley Bank	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(A) Percentage of Voting Shares in Bank	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) N/A
Newark, Ohio		Director	Director		0.5576		IN/A

Report Item 4: Insiders

(1),(2),(3)(a)(b)(c) and $(4)(a)(b)(c)$		<b>Y</b>					
(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	& Position with Subsidiaries (Include names of Subsidiaries)	& Position with Other Businesses (include names of other businesses)	(4)(A) Percentage of Voting Shares in Bank	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Julie L. Paxton			North Valley Bank	N/A	0.20%		N/A
Somerset, Ohio			Vice President & CLO				
						.,	

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

(2) (1) Principal Occupation if other than with Bank Holding Company  Thomas G. Petrokubi Galena, Ohio  (2) (2) (3)(a) (3)(b) Title & Position with Bank Holding Company  Treasurer  North Valley Bank Senior Vice President & CFO  (4)(A) (4)(b) Percentage of Voting Percentage of Voting Of voting securities held)  Percentage of Voting Percentage of Voting Of voting securities of of voting securities held)  North Valley Bank Senior Vice President & CFO  (4)(A) (4)(b) Percentage of Voting Percentage of Voting Of voting securities of voting of voting securities held)  N/A  (5) (6) (4)(A) Percentage of Voting Percentage of Voting Of voting securities of voting of voting securities held)  N/A  (6) (7) (4)(b) Percentage of Voting Percentage of Voting Of voting securities of voting of voting securities held)  N/A  (6) (7) (7) (8) (8) (8) (8) (8) (8) (9) (9) (1) (9) (9) (1) (1) (1) (1) (1) (1) (1) (1) (1) (2) (1) (1) (1) (2) (1) (1) (1) (1) (2) (1) (1) (1) (2) (1) (1) (1) (2) (1) (1) (2) (1) (1) (1) (2) (1) (1) (2) (1) (1) (2) (1) (1) (1) (2) (1) (1) (2) (1) (1) (1) (2) (1) (1) (2) (1) (1) (1) (2) (1) (1) (1) (2) (1) (1) (1) (2) (1) (1) (1) (1) (1) (2) (1) (1) (1) (1) (2) (1) (1) (1) (2) (1) (1) (1) (1) (1) (1) (2) (1) (1) (1) (1) (1) (1) (1) (1) (1) (1	
Galena, Ohio Senior Vice President	ide 5% or more ies are held ompanies

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

(1),(2),(3)(a)(b)(c) and (4)(a)(b)(c)			r	·-··-			
(1) Names & Address (City, State, Country)	Principal Occupation if other	(3)(a) Title & Position with Bank Holding Company	& Position with Subsidiaries (Include	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(A) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
James W. Ransbottom		Director			5.67%	N/A	
Roseville, Ohio							
,							
							W.H. Barker Inc (25%)
							Burley Clay Products
							(25%)
							ACCCO Inc. (25%)
							Valley Clay Mining Co. (25%)
				President - N.O.K. Oil & Gas Inc.			N.O.K. Oil & Gas Inc. (100%)
				President - Southside Equipment Management Co.			Southside Equipment Management Co. (50%)
				Owner - Southside Real Estate Management LLC			Southside Real Estate Management LLC (100%)

Report Item 4: Insiders

(1),(2),(3)(a)(b)(c) and (4)(a)(b)(c)							
(1) Names & Address (City, State, Country)	Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	& Position with Subsidiaries (Include names of Subsidiaries)	& Position with Other Businesses (include names of other businesses)	(4)(A) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Thomas J. Selock		Secretary	,	N/A	0.20%		N/A
Zanesville, Ohio			Senior Vice President				
			& Chief Operating Officer				
			Officer				
						-	
		•					Ì

Report Item 4: Insiders

(1),(2),(3)(a)(b)(c) and $(4)(a)(b)(c)$			· · · · · · · · · · · · · · · · · · ·				
(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding	& Position with Subsidiaries (Include	(3)(c) Title & Position with Other Businesses (include names of other businesses)	Shares in Bank	Percentage of Voting Shares in Subsidiaries (include names of	(4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
John Wait Granville, Ohio	Retired Banker		North Valley Bank Director	N/A	0.07%		N/A