

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

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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)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). 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. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I, Stephen E. Varckette

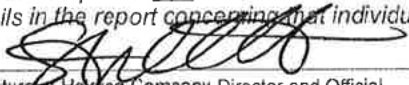
Name of the Holding Company Director and Official

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

3-15-17

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. _____

This report form is to be filed by all top-tier bank holding companies, top-tier savings and loan holding companies, and U.S. intermediate 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, 2016

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Andover Bancorp, Inc.

Legal Title of Holding Company

PO Box 1300

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

Andover

OH

44003

City

State

Zip Code

600 East Main Street, Andover, OH 44003

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Christie Joslin

Controller

Name

Title

440-293-7256

Area Code / Phone Number / Extension

440-293-6155

Area Code / FAX Number

cjoslin@andoverbankohio.com

E-mail Address

www.andoverbancorp.com

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

Is confidential treatment requested for any portion of this report submission?

0=No

1=Yes

0

In accordance with the General Instructions for this report (check only one),

1. a letter justifying this request is being provided along with the report ☐
2. a letter justifying this request has been provided separately ☐

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

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.

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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City State Zip Code

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Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

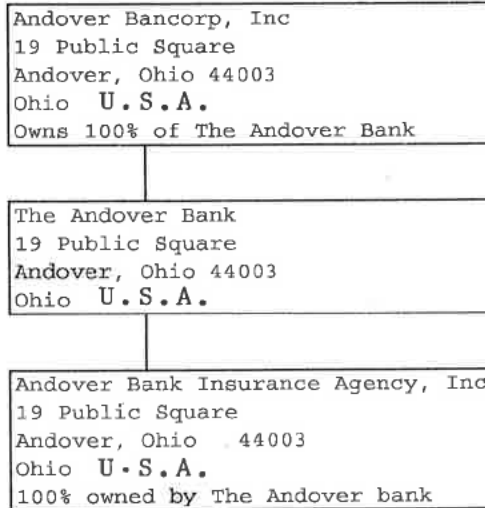
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

Physical Location (if different from mailing address)

REPORT ITEMS:

1. Andover Bancorp, Inc. does prepare an annual report for its shareholders.
One copy of the annual report is attached.
- 2 a. Organization Chart
Andover Bancorp, Inc. owns 100% of the shares of The Andover Bank and is its only subsidiary.



**LEI is n/a unless noted

- 2 b. Domestic Branch Listing
Submitted via e-mail on 03/21/17
3. (1) a. Andover Bank Employee's Stock Ownership Plan
19 Public Square, Andover, Ohio U.S.A.
- b. Ohio, U.S.A.
- c. 256,128 shares, 10.29% of the Common Stock
3. (2) NA
- 4 a. See attached list

Results: A list of branches for your depository institution: ANDOVER BANK, THE (ID: 855D: 27614).
This depository institution is held by ANDOVER BANKCORP, INC. (1071313) of ANDOVER, OH.
The data are as of 12/31/2016. Data reflects information that was received and processed through 01/10/2017.

Reconciliation and Verification Steps:

1. In the Data Action column of each branch row, enter one or more of the act o's 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 Procedures

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.

Notes:

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://idonline.frbreserve.gov>.

* FDIC UNIFORM, Office Number, and ID_855D columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_855D*	Branch Name	Street Address	City	State	Zip Code	County	Country	FDIC UNIFORM*	Office Number*	Head Office	Head Office ID_855D*	Comments
		Full Service (Head Office)	27614	ANDOVER BANK, THE	50 PUBLIC SQUARE	ANDOVER	OH	44003-0510	ASHTABULA	UNITED STATES	1839	0	ANDOVER BANK, THE	27614	
		Full Service	3050295	ASHTABULA BRANCH	1650 WEST 15TH STREET	ASHTABULA	OH	44004	ASHTABULA	UNITED STATES	185358	6	ANDOVER BANK, THE	27614	
		Full Service	167118	AUSTINBURG BRANCH	1650 STATE ROUTE 46 & COLLEGE AVENUE	AUSTINBURG	OH	44010	ASHTABULA	UNITED STATES	122837	1	ANDOVER BANK, THE	27614	
		Full Service	315535	CONNEAUT BRANCH	319 STATE STREET	CONNEAUT	OH	44030	ASHTABULA	UNITED STATES	122841	5	ANDOVER BANK, THE	27614	
		Full Service	118700	GENEVA BRANCH	465 SOUTH BROADWAY	GENEVA	OH	44041	ASHTABULA	UNITED STATES	122886	3	ANDOVER BANK, THE	27614	
Close	11/30/2016	Full Service	300531	ALF RANGLAND BANKING CENTER (SOUTH JEFFERSON)	200 SOUTH CHESTNUT STREET	JEFFERSON	OH	44047	ASHTABULA	UNITED STATES	178371	7	ANDOVER BANK, THE	27614	
		Full Service	200913	JEFFERSON BANKING CENTER	200 NORTH CHESTNUT STREET	JEFFERSON	OH	44047	ASHTABULA	UNITED STATES	122840	4	ANDOVER BANK, THE	27614	
		Full Service	402324	MADISON BANKING CENTER	6611 N HEDGE RD	MADISON	OH	44057	LAKE	UNITED STATES	152755	8	ANDOVER BANK, THE	27614	
		Full Service	107320	C - MOUNTAIN NATIONAL BANK OF NORTHWESTERN PENNSYLVANIA	51 E STATE ST	ALBION	PA	16401	ERIE	UNITED STATES	Not Required	Not Required	ANDOVER BANK, THE	27614	
Close	11/30/2016	Full Service	38123	C - AUSTINVILLE BRANCH	5091 MADISON STREET	CRANESVILLE	PA	16410	ERIE	UNITED STATES	Not Required	Not Required	ANDOVER BANK, THE	27614	
		Full Service	60723	C - HOBOKEN BRANCH	212 PLUM STREET	CHANDLER	PA	16412	ERIE	UNITED STATES	Not Required	Not Required	ANDOVER BANK, THE	27614	
		Full Service	291935	C - LEBES BRANCH	200 ZIMMERLY ROAD	ERIE	PA	16506	ERIE	UNITED STATES	Not Required	Not Required	ANDOVER BANK, THE	27614	
Close	11/30/2016	Full Service	38120	WEST PRINCETON BRANCH	13704 EDGE ROAD	WEST PRINCETON	PA	16443	ERIE	UNITED STATES	Not Required	Not Required	ANDOVER BANK, THE	27614	

1. Name: Stuart W. Cordell
Address: Ashtabula, Ohio U.S.A.
Title: Director , Andover Bancorp, Inc.
Director, Andover Bank
Shares: Holding Company shares- 2,083 (0.08%)
Principal Occupation: Attorney, Partner Warren & Young PLLC
2. Name: Nicholas J. Jammal
Address: Ashtabula, Ohio U.S.A.
Title: Director, Andover Bancorp, Inc.
Director, Andover Bank
Shares: Holding Company Shares- 2,750 (0.11%)
Principal Occupation: President & CEO, Ashtabula Rubber Co.
10% ownership
Director, Ashtabula Rubber Injection Co.
10% ownership
3. Name: A.David Morrow
Address: Chardon, Ohio U.S.A.
Title: Director, Andover Bancorp, Inc.
Director, Andover Bank
Shares: Holding Company Shares- 5,600 (0.23%)
Principal Occupation: Retired/Business Owner
4. Name: Richard J. Mole
Address: Northfield, Ohio U.S.A.
Title: Director, Andover Bancorp, Inc.
Director, Andover Bank
Shares: Holding Company Shares- 4,300 (0.17%)
Principal Occupation: Visiting Assistant Professor/Hiram College
5. Name: Robert L. Taylor
Address: Austinburg, Ohio U.S.A.
Title: Director, Andover Bancorp, Inc.
Director, Andover Bank
Shares: Holding Company Shares- 12,500 (0.50%)
Principal Occupation: Retired/Educator
6. Name: Martin R. Cole
Address: Jefferson, Ohio U.S.A.
Title: Chairman, Andover Bancorp, Inc.
Chairman, Andover Bank
Shares: Holding Company Shares- 5,050 (0.20%)
Principal Occupation: Chairman, Andover Bank
7. Name: Edward J. Pollander
Address: Andover, Ohio U.S.A.
Title: Director, Andover Bancorp, Inc.
Director, Andover Bank
Shares: Holding Company Shares- 1,900 (0.08%)
Principal Occupation: Dentist
8. Name: Stephen E. Varckette
Address: Geneva, Ohio U.S.A.
Title: President & CEO, Andover Bancorp, Inc.
President & CEO, Andover Bank
Shares: Holding Company Shares- 1,750 (0.07%)
Principal Occupation: President & CEO, Andover Bank

9. Name: Andover Bank Employees Stock Ownership Plan
Address: Andover, Ohio U.S.A.
Title: ESOP

Shares: Holding Company Shares- 256,128 (10.29%)
Principal Occupation: ESOP, Andover Bank

- 4 b. The individuals listed do not have title or position with any other company
Unless noted above.
- 4 c. The individuals listed do not have title or position with any other company
Unless noted above.

	# Shares	% of Common Stock
ESOP	256,128	10.29%✓
Stuart Cordell	2,083	0.08%✓
Nicholas Jammal	2,750	0.11%✓
A. David Morrow	5,600	0.22%✓
Richard Mole	4,300	0.17%✓
Robert Taylor	12,500	0.50%✓
Martin Cole	5,050	0.20%✓
Edward Pollander	1,900	0.08%✓
Steve Varckette	1,750	0.07%✓

Total Shares Outstanding	2,489,553
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