

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies

BANKING SUPERVISION
& REGULATION

2017 MAR 21 - 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)); 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, James O. Miller

Name of the Holding Company Director and Official

Chairman of the Board, 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.

1246533

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

Civista Bancshares, Inc.

Legal Title of Holding Company

100 E. Water Street

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

Sandusky

City

OH

State

44870

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Kelli M. Lottman

Name

Accounting Manager

Title

419-627-4656

Area Code / Phone Number / Extension

419-627-4625

Area Code / FAX Number

kmlottman@civistabank.com

E-mail Address

www.civb.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."

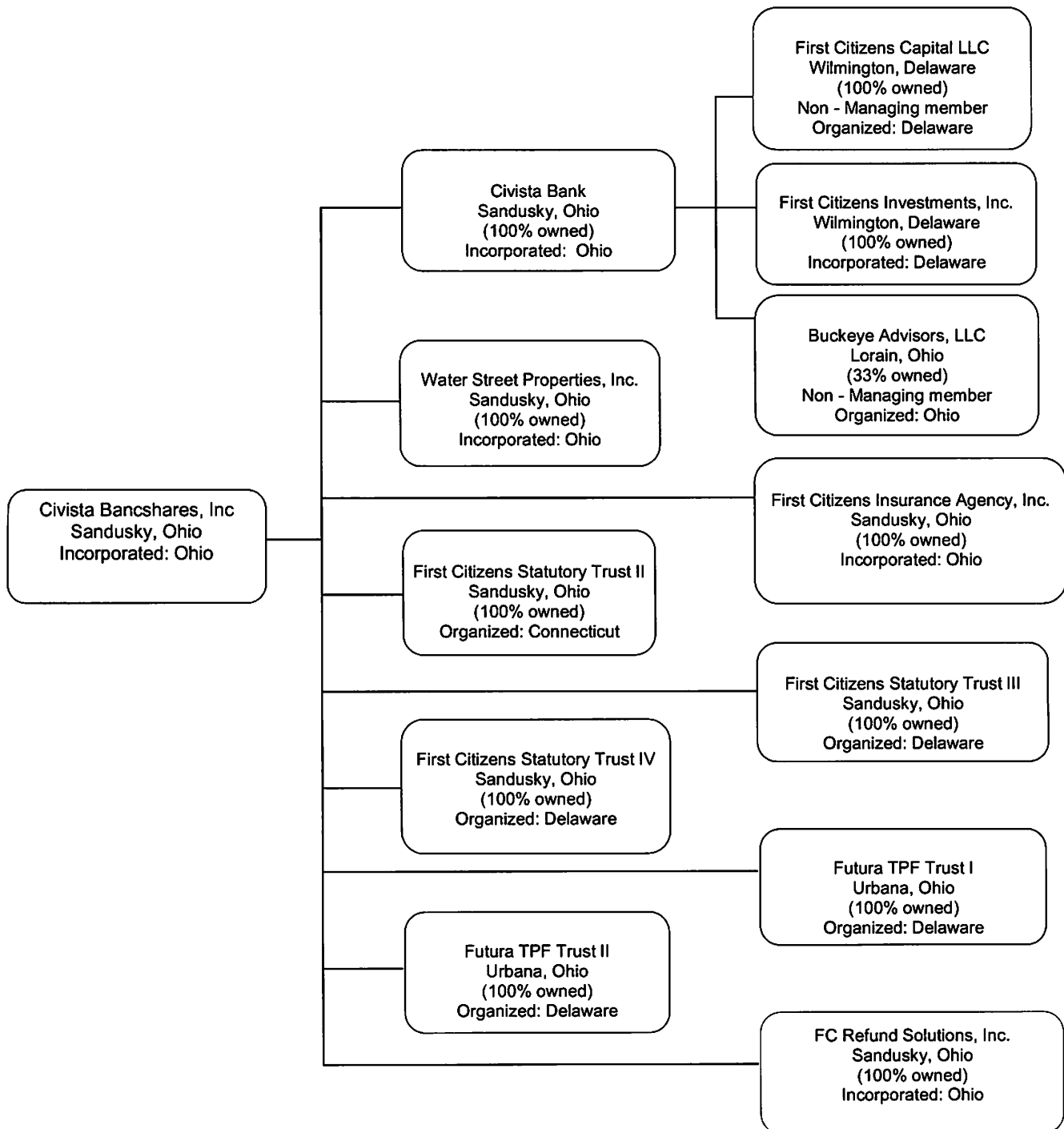
For Use By Tiered Holding Companies

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	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical Location (if different from mailing address)	Physical Location (if different from mailing address)
Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
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Physical Location (if different from mailing address)	Physical Location (if different from mailing address)
Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical Location (if different from mailing address)	Physical Location (if different from mailing address)

Civista Bancshares, Inc

Organization Chart - 2016



*LEI is N/A, unless noted.

Results: A list of branches for your holding company: CIVISTA BANCSHARES, INC (1246533) of SANDUSKY, 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 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)	542528	CIVISTA BANK	100 E. WATER STREET	SANDUSKY	OH	44870	ERIE	UNITED STATES	8205	0	CIVISTA BANK	542528	
OK		Full Service	3317866	SUMMIT COUNTY FINANCIAL SRV CTR BR	529 NORTH CLEVELAND MASSILLON ROAD	AKRON	OH	44333	SUMMIT	UNITED STATES	211944	37	CIVISTA BANK	542528	
OK		Full Service	3358908	BERLIN HEIGHTS BRANCH	24 MAIN STREET	BERLIN HEIGHTS	OH	44814	ERIE	UNITED STATES	222813	4	CIVISTA BANK	542528	
OK		Full Service	969817	CASTALIA BANKING COMPANY BRANCH, THE	208 SOUTH WASHINGTON STREET	CASTALIA	OH	44824	ERIE	UNITED STATES	7089	12	CIVISTA BANK	542528	
OK		Full Service	2837077	WHIPP ROAD BRANCH	29 WEST WHIPP RD.	DAYTON	OH	45459	MONTGOMERY	UNITED STATES	Not Required	Not Required	CIVISTA BANK	542528	
OK		Full Service	2893925	DUBLIN FINANCIAL SERVICE BRANCH	6400 PERIMETER DRIVE	DUBLIN	OH	43016	FRANKLIN	UNITED STATES	211945	38	CIVISTA BANK	542528	
OK		Full Service	266226	GREENWICH BRANCH	13 MAIN STREET	GREENWICH	OH	44837	HURON	UNITED STATES	222132	24	CIVISTA BANK	542528	
OK		Full Service	3187920	HUBER HEIGHTS BRANCH	7455 OLD TROY PIKE	HUBER HEIGHTS	OH	45424	MONTGOMERY	UNITED STATES	Not Required	Not Required	CIVISTA BANK	542528	
OK		Full Service	3358917	HURON BRANCH	410 CLEVELAND ROAD EAST	HURON	OH	44839	ERIE	UNITED STATES	357391	7	CIVISTA BANK	542528	
OK		Full Service	3675856	SPRINGBORO PIKE BRANCH	9700 SPRINGBORO PIKE	MIAMISBURG	OH	45342	MONTGOMERY	UNITED STATES	Not Required	Not Required	CIVISTA BANK	542528	
OK		Full Service	555724	NEW WASHINGTON BRANCH	102 SOUTH KIBLER STREET	NEW WASHINGTON	OH	44854	CRAWFORD	UNITED STATES	1371	14	CIVISTA BANK	542528	
OK		Full Service	438126	DRIVE-IN BRANCH	207 MILAN AVENUE	NORWALK	OH	44857	HURON	UNITED STATES	211808	9	CIVISTA BANK	542528	
OK		Full Service	3290642	EAST SEMINARY STREET BRANCH	36 EAST SEMINARY STREET	NORWALK	OH	44857	HURON	UNITED STATES	430244	13	CIVISTA BANK	542528	
OK		Full Service	1888063	PLAIN CITY OFFICE	320 S. JEFFERSON AVE.	PLAIN CITY	OH	43064	MADISON	UNITED STATES	269985	35	CIVISTA BANK	542528	
OK		Full Service	3759907	PLYMOUTH BRANCH	49 SANDUSKY STREET	PLYMOUTH	OH	44865	HURON	UNITED STATES	211851	23	CIVISTA BANK	542528	
OK		Full Service	3658505	PORT CLINTON BRANCH	185 S.E. CATAWBA ROAD	PORT CLINTON	OH	43452	OTTAWA	UNITED STATES	446242	27	CIVISTA BANK	542528	
OK		Full Service	140522	QUINCY BRANCH	101 SOUTH MIAMI STREET	QUINCY	OH	43343	LOGAN	UNITED STATES	239008	30	CIVISTA BANK	542528	
OK		Full Service	905020	RUSSELLS POINT BRANCH	330 SOUTH ORCHARD ISLAND ROAD	RUSSELLS POINT	OH	43348	LOGAN	UNITED STATES	232735	36	CIVISTA BANK	542528	
OK		Full Service	450829	EAST PERKINS BRANCH	2100 EAST PERKINS AVENUE	SANDUSKY	OH	44870	ERIE	UNITED STATES	228685	3	CIVISTA BANK	542528	
OK		Full Service	572721	PERKINS BRANCH	702 WEST PERKINS AVENUE	SANDUSKY	OH	44870	ERIE	UNITED STATES	228683	1	CIVISTA BANK	542528	
OK		Full Service	576224	MANSFIELD AVE BRANCH	156 MANSFIELD AVE	SHELBY	OH	44875	RICHLAND	UNITED STATES	211894	20	CIVISTA BANK	542528	
OK		Full Service	453428	NORTH GAMBLE STREET BRANCH	200 NORTH GAMBLE STREET	SHELBY	OH	44875	RICHLAND	UNITED STATES	211895	21	CIVISTA BANK	542528	
OK		Full Service	694726	SHILOH BRANCH	23 WEST MAIN STREET	SHILOH	OH	44878	RICHLAND	UNITED STATES	211650	25	CIVISTA BANK	542528	
OK		Full Service	233022	601 SCIOTO STREET BRANCH	601 SCIOTO STREET	URBANA	OH	43078	CHAMPAIGN	UNITED STATES	4498	31	CIVISTA BANK	542528	
OK		Limited Service	232922	NORTH BRANCH	504 NORTH MAIN ST	URBANA	OH	43078	CHAMPAIGN	UNITED STATES	Not Required	Not Required	CIVISTA BANK	542528	
OK		Full Service	232520	WEST LIBERTY BRANCH	205 SOUTH DETROIT STREET	WEST LIBERTY	OH	43357	LOGAN	UNITED STATES	211937	33	CIVISTA BANK	542528	
OK		Full Service	2949859	WILLARD BRANCH	119 BLOSSOM CENTRE BOULEVARD	WILLARD	OH	44890	HURON	UNITED STATES	357070	17	CIVISTA BANK	542528	

**FR Y-6 Report
FYE 12/31/2016
Civista Bancshares, Inc.
Sandusky, Ohio**

Report Item 3: N/A

Y6 Item 3 (2)-Shareholders >5% 2016 Fiscal Year

<u>First</u>	<u>MI</u>	<u>Last</u>	<u>City</u>	<u>State</u>	<u>Country</u>	<u>Shares</u>	<u>Common Shares Which Can Be Aquired Upon Conversion of Depository Shares Within 60 Days</u>	<u>Total Shares</u>	<u>Share%</u>	<u>Non Aff Title</u>	<u>Non Aff Co.</u>	<u>Civista Banc- shares, Inc.</u>	<u>Civista Bank</u>
George	L	Mylander	Sandusky	OH	USA	403,183.000	0.000	7,595,545	5.308%	Chairman Emeritus/ Retired Educator & City Official	Firelands Regional Medical Center	Director Emeritus	Director Emeritus

2016	Y6 Item 4-Insiders					Common Shares Which Can Be Acquired Upon Conversion of Depository Shares Within 60 Days										Percent Ownership of Non Aff. Companies		Civista Bancshares, Inc.		Civista Bank		Water Street Properties, Inc.	First Citizens Insurance Agency, Inc.	FC Refund Solutions Inc	% Ownership of all Subsidiaries
First John	MI O	Last Bacon	City Sandusky	State OH	Country USA	Shares in Civista Bancshares 10,055,000	Preferred Shares	Convert to Common 3.197	Total Shares 8,343,509	Share% 0.121%	Non Aff Title President/CEO	Non Aff Co. The Mack Iron Works Company, Inc.	Percent Ownership of Non Aff. Companies 68.000%	Civista Bancshares, Inc.	Civista Bank Director	Water Street Properties, Inc. N/A	First Citizens Insurance Agency, Inc. N/A	FC Refund Solutions Inc N/A	% Ownership of all Subsidiaries 0.000%						
John	A	Betts	Milan	OH	USA	1,660,000	400,000	3.197	1,278,772	8,343,509	0.035%			Senior Vice President	Senior Vice President/Risk Management Officer & Audit Liaison Director	N/A	N/A	N/A							
Barry	W	Boerger	Mechanicsburg	OH	USA	8,457,208		3.197	0.000	8,343,509	0.101%	Self-Employed	Farmer	100.000%	N/A		N/A	N/A	N/A	0.000%					
Thomas	A	Depler	Shelby	OH	USA	21,962,000	2,400,000	3.197	7,672,634	8,343,509	0.355%	Attorney	Poland, Depler & Shepherd Co. LPA	33.000%	Director	Director	N/A	N/A	N/A	0.000%					
												Weber Alley Developers, LLC	50.000%												
												John C. Depler Trust	100.000%	Senior Vice President	Executive Vice President/Chief Operating Officer Director	N/A	N/A	Senior Vice President	0.000%						
Richard	J	Dutton	Troy	OH	USA	8,725,000	400,000	3.197	1,278,772	8,343,509	0.120%						N/A	N/A	Senior Vice President	0.000%					
Blythe	A	Friedley	New Washington	OH	USA	86,650,000	200,000	3.197	639,386	8,343,509	1.046%	Owner/President	Friedley & Co. Agency, Inc.	100.000%	N/A		N/A	Director	N/A	0.000%					
James	D	Heckelman	Norwalk	OH	USA	24,605,936	5,000,000	3.197	15,984,655	8,343,509	0.486%	Founder	Dan-Mar Co., Inc.		Director Emeritus	Director Emeritus	N/A	N/A	N/A	0.000%					
Allen	R	Maurice	Urbana	OH	USA	58,931,000	4,000,000	3.197	12,787,724	8,343,509	0.858%	Attorney	Wagner, Maurice & Davidson, Co., LPA	50.000%	Director	Director	N/A	N/A	N/A	0.000%					
												Advocate Title Agency, Inc.	33.333%												
James	E	McGookey	Sandusky	OH	USA	4,444,000	1,040,000	3.197	3,324,808	8,343,509	0.093%				Senior Vice President/General Counsel/Corporate Secretary	Executive Vice President/General Counsel/Corporate Secretary	Director	Director	Director	0.000%					
Todd	A	Michel	Huron	OH	USA	795,975	400,000	3.197	1,278,772	8,343,509	0.025%				Senior Vice President	Senior Vice President/Controller	N/A	N/A	N/A	0.000%					
James	O	Miller	Sandusky	OH	USA	13,959,000	2,000,000	3.197	6,393,862	8,343,509	0.244%				Chairman of the Board/President/Chief Executive Officer Director	Chairman of the Board/Chief Executive Officer Director	Director	Director	Director	0.000%					
Dennis	E.	Murray, Jr.	Sandusky	OH	USA	26,471,000		3.197	0.000	8,343,509	0.317%	Attorney	Murray & Murray Co. LPA	12.000%			N/A	N/A	N/A	0.000%					
												M & M Investments III, LLC	14.000%												
Allen	R	Nickles	Sandusky	OH	USA	103,020,000	3,200,000	3.197	10,230,179	8,343,509	1.356%	CPA, CFE, FCPA, CFF, CICA, Partner	Payne, Nickles & Company	20.000%	Director	Director	N/A	N/A	N/A	0.000%					
												PN Real Estate	25.000%												
												Norwalk Properties	16.670%												
Dennis	G	Shaffer	Marblehead	OH	USA	2,482,000	400,000	3.197	1,278,772	8,343,509	0.045%				Executive Vice President	President	Director	N/A	N/A	N/A	0.000%				
Harry		Singer	Lyndhurst	OH	USA	4,650,000																			
												Sandusco, Inc	28.630%	N/A	Director	N/A	N/A	N/A							
J	W	Springer	Huron	OH	USA	1,000,000		3.197	0.000	8,343,509	0.012%	President/CEO	Sandboro Limited Partnership	10.000%		Director	N/A	N/A	N/A	0.000%					
Paul	J	Stark	Westlake	OH	USA	4,970,000	600,000	3.197	1,918,159	8,343,509	0.083%		Industrial Nut Corp	less than 10%	Senior Vice President	Senior Vice President/Chief Credit Officer	N/A	N/A	N/A	0.000%					
David	A	Voight	Sandusky	OH	USA	12,753,634	1,600,000	3.197	5,115,090	8,343,509	0.214%		Schlessman Seed Co.	14.900%	Director	Director	N/A	Director	N/A	0.000%					
												Erie Seed Co.	20.000%												
Daniel	J	White	Huron	OH	USA	835,803	24,000,000	3.197	76,726,343	8,343,509	0.921%	International Business Consultant	NCOF LLC	32.000%	Director	Director	N/A	N/A	N/A	0.000%					
												100 Furniture Parkway LLC	32.000%												
												DanYo Ltd	78.000%												
												SLK Software	30.000%												
Gerald	B	Wurm	New Washington	OH	USA	65,675,717	9,000,000	3.197	28,772,379	8,343,509	1.128%	Owner/President	Wurm's Woodworking Co., Inc.	15.000%	N/A	Director	N/A	N/A	N/A	0.000%					
												Wurm Development LLC	50.000%												
												Jackson Landing LLC	39.000%												
												Creative Plastics International, Inc.	39.000%												
												New Washington Development LLC	11.000%												
												WWC Property Management LLC	50.000%												