

FEDERAL RESERVE BANK
OF CLEVELAND

Board of Governors of the Federal Reserve System



2016 SEP 30 P 2: 07

Annual Report of Holding Companies—FR Y-6

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, **Brian J. Smith**

Name of the Holding Company Director and Official

President/Chief Executive Officer

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.

35831726

Date of Report (top-tier holding company's fiscal year-end):

June 30, 2016

Month / Day / Year

5493000M096YV1VLKD70

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

Reporter's Name, Street, and Mailing Address

WFSB Mutual Holding Company

Legal Title of Holding Company

190 North Main Street

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

Washington

PA

15301

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Janet L. Brandtonies

Vice President/Controller

Name

Title

724-206-1035

Area Code / Phone Number / Extension

724-229-8867

Area Code / FAX Number

jbrandtonies@mywashingtonfinancial.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

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.

WFSB, Inc.

Legal Title of Subsidiary Holding Company

190 North Main Street

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

Washington

PA

15301

City

State

Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

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State

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City

State

Zip Code

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

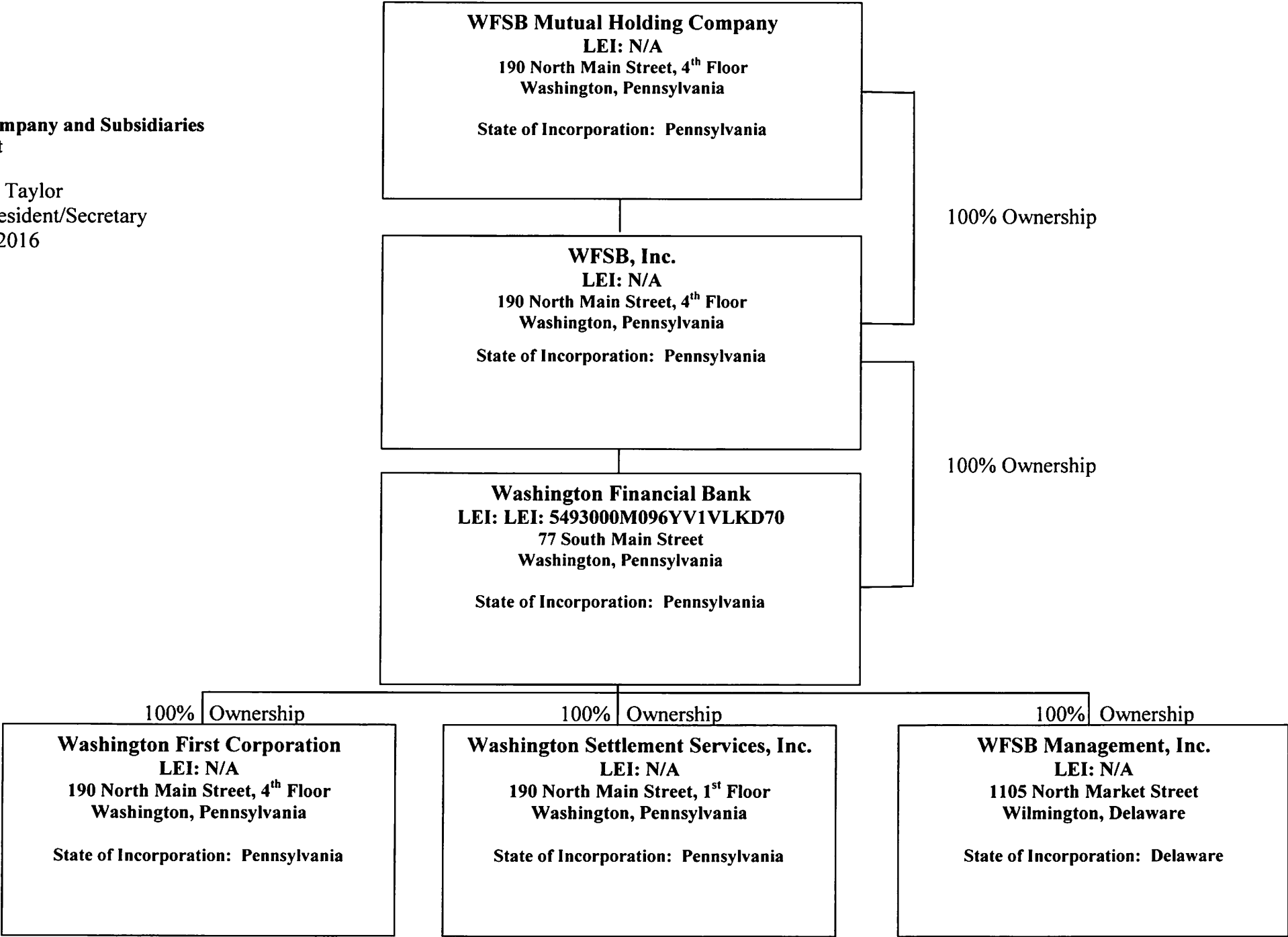
State

Zip Code

Physical Location (if different from mailing address)

**olding Company and Subsidiaries
ture Chart**

uzanne L. Taylor
r. Vice President/Secretary
January 4, 2016



Results: A list of branches for your depository institution: **WASHINGTON FINANCIAL BANK (ID_RSSD: 282075)**.
This depository institution is held by **WFSB MUTUAL HOLDING COMPANY (3831326)** of **WASHINGTON, PA**.
The data are as of **06/30/2016**. Data reflects information that was received and processed through **07/11/2016**.

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 |
|-------------|----------------|----------------------------|-----------------|---|----------------------|------------|-------|----------|------------|---------------|--------------|----------------|---------------------------|----------------------|----------|
| | | Full Service (Head Office) | 282075 | WASHINGTON FINANCIAL BANK | 77 SOUTH MAIN STREET | WASHINGTON | PA | 15301 | WASHINGTON | UNITED STATES | 42354 | 0 | WASHINGTON FINANCIAL BANK | 282075 | |
| | | Full Service | 4143987 | CANONSBURG BRANCH #3 | 160 EAST PIKE STREET | CANONSBURG | PA | 15317 | WASHINGTON | UNITED STATES | 275328 | 2 | WASHINGTON FINANCIAL BANK | 282075 | |
| | | Full Service | 4143996 | HICKORY BRANCH #8 | 220 MAIN STREET | HICKORY | PA | 15340 | WASHINGTON | UNITED STATES | 275332 | 102 | WASHINGTON FINANCIAL BANK | 282075 | |
| | | Full Service | 4144005 | MCMURRAY - ROUTE 19 BRANCH #4 | 3616 WASHINGTON RD | MCMURRAY | PA | 15317 | WASHINGTON | UNITED STATES | 275329 | 3 | WASHINGTON FINANCIAL BANK | 282075 | |
| | | Full Service | 4144041 | MCMURRAY - VALLEY BROOK ROAD BRANCH #12 | 430 VALLEY BROOK RD | MCMURRAY | PA | 15317 | WASHINGTON | UNITED STATES | 356620 | 103 | WASHINGTON FINANCIAL BANK | 282075 | |
| | | Full Service | 4461823 | SOUTH MAIN STREET BRANCH #1 | 77 SOUTH MAIN STREET | WASHINGTON | PA | 15301 | WASHINGTON | UNITED STATES | Not Required | Not Required | WASHINGTON FINANCIAL BANK | 282075 | |
| | | Full Service | 4144023 | TYLERDALE BRANCH #6 | 98 E WYLIE AVE | WASHINGTON | PA | 15301 | WASHINGTON | UNITED STATES | 275331 | 101 | WASHINGTON FINANCIAL BANK | 282075 | |
| | | Full Service | 4144050 | WASHINGTON CROWN CENTER BRANCH #7 | 1500 W CHESTNUT ST | WASHINGTON | PA | 15301 | WASHINGTON | UNITED STATES | 275330 | 100 | WASHINGTON FINANCIAL BANK | 282075 | |
| | | Full Service | 4144069 | WASHINGTON MALL PLAZA BRANCH #14 | 255 MURLAND AVE | WASHINGTON | PA | 15301 | WASHINGTON | UNITED STATES | 359820 | 104 | WASHINGTON FINANCIAL BANK | 282075 | |

Form FR Y-6
WFSB Mutual Holding Company
Fiscal Year Ending June 30, 2016

| | | | | | |
|--|--|--------------|--|--|--------------|
| Report Item 3: Securities Holders Items (1)(a)(b)(c) | | | Items (2)(a)(b)(c) | | |
| Current securities holders with ownership, control or holdings of 5% or more with the power to vote as of fiscal year 06-30-2016 | | | Securities holders not listed in 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 06-30-2016 | | |
| (1)(a) Name City, State, Country | (1)(b) Country of Citizenship or Incorporation | Items (1)(c) | (2)(a) Name City, State, Country | (2)(b) Country of Citizenship or Incorporation | Items (2)(c) |
| N/A | | | N/A | | |

Form FR Y-6
WFSB Mutual Holding Company
Fiscal Year Ending June 30, 2016

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

| (1) Name, City, State Country | (2) Principal Occupation if other than with Holding Company | (3) (a) Title & Position with Holding Company | (3) (b) Title & Position with Subsidiaries (include names of subsidiaries) | (3) (c) Title & Position with Other Businesses (include names of other businesses) | (4) (a) Percentage of Voting Shares in Holding Company | (4) (b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4) (c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
|--|---|--|---|--|---|--|---|
| Mary Lyn Drewitz Washington, PA USA | Of Counsel, Goldfarb, Posner, Beck, DeHaven & Drewitz | Director & Chairman | Director & Chairman WFSB, Inc. Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | None |
| D. Jackson Milhollan Washington, PA USA | President Precision Marshall Steel Company | Director & Vice Chairman | Director & Vice Chairman WFSB, Inc. Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Precision Industries, Inc. (53% Voting Shares) TAJA General Partnership (55% Ownership) |
| Martin P. Beichner, Jr. Washington, PA USA | President Accutrex Products, Inc. | Director | Director WFSB, Inc. Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Accutrex Products Inc. (54% Ownership) ATX Partners (33.3% Ownership) |
| R. Carlyn Belczyk Washington, PA USA | Guthrie, Belczyk & Associates, P.C. | Director | Director WFSB, Inc. Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Guthrie, Belczyk & Associates, P.C. (50% Ownership) |

Form FR Y-6
WFSB Mutual Holding Company
Fiscal Year Ending June 30, 2016

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

| (1) Name, City, State Country | (2) Principal Occupation if other than with Holding Company | (3) (a) Title & Position with Holding Company | (3) (b) Title & Position with Subsidiaries (include names of subsidiaries) | (3) (c) Title & Position with Other Businesses (include names of other businesses) | (4) (a) Percentage of Voting Shares in Holding Company | (4) (b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4) (c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
|--|---|--|---|--|---|--|---|
| William M. Campbell Washington, PA USA | Retired President Camalloy, Inc. | Director | Director WFSB, Inc. Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Campbell Stainless Products Co. (President/part-owner 50% Ownership) Camalloy (Retired - no ownership) |
| James R. Proudfit Washington, PA USA | Vice President Proudfit Insurance | Director | Director WFSB, Inc. Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | N/A |
| Telford W. Thomas Frederick, MD USA | Retired President The Washington Hospital | Director | Director WFSB, Inc. Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | N/A |
| Louis E. Waller Canonsburg, PA USA | President Waller Corporation | Director | Director WFSB, Inc. Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Waller Corporation (51% Ownership) Waller Family Partnership (18% Real Estate Holding) |

Form FR Y-6
WFSB Mutual Holding Company
Fiscal Year Ending June 30, 2016

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

| (1) Name, City, State Country | (2) Principal Occupation if other than with Holding Company | (3) (a) Title & Position with Holding Company | (3) (b) Title & Position with Subsidiaries (include names of subsidiaries) | (3) (c) Title & Position with Other Businesses (include names of other businesses) | (4) (a) Percentage of Voting Shares in Holding Company | (4) (b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4) (c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
|--|---|--|---|--|---|--|--|
| Brian J. Smith McMurray, PA USA | Refer to 3(b) | Director & President/CEO | Director & President/CEO WFSB, Inc. Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Mouse Mountain Farm (Partner, 30% Ownership) |
| John S. Milinovich McMurray, PA USA | Refer to 3(b) | Exec. Vice President/ Treasurer/CFO | Vice President/Treasurer WFSB, Inc. Executive Vice President/Treasurer/CFO/ Finance Division Manager Washington Financial Bank Vice President/Treasurer Washington First Corporation Washington Settlement Services, Inc. Director/Treasurer/Secretary WFSB Management, Inc. | N/A | None | None | Milinovich Land Co., Inc. (Director, 25% Ownership) John S. Milnovich -FHLB Director Fees (Sole Proprietor, 100% ownership) |
| Suzanne L. Taylor Washington, PA USA | Refer to 3(b) | Sr. Vice President/Secretary | Secretary WFSB, Inc. Sr. Vice President/Secretary/ Administrative Services Div. Manager Washington Financial Bank Secretary Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | N/A |

Form FR Y-6
WFSB Mutual Holding Company
Fiscal Year Ending June 30, 2016

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

| (1) Name, City, State Country | (2) Principal Occupation if other than with Holding Company | (3) (a) Title & Position with Holding Company | (3) (b) Title & Position with Subsidiaries (include names of subsidiaries) | (3) (c) Title & Position with Other Businesses (include names of other businesses) | (4) (a) Percentage of Voting Shares in Holding Company | (4) (b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4) (c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
|---|---|--|---|--|---|--|---|
| Michael L. Chaido McMurray, PA USA | Refer to 3(b) | Sr. Vice President/Chief Operations Officer | Sr. Vice President/Chief Operations Officer Washington Financial Bank | N/A | None | None | Chaido Family Real Estate Holding Partnership (Managing Partner, 20% ownership) |
| Jeanine M. Fallon Venetia, PA USA | Refer to 3(b) | Sr. Vice President/Community Banking/Sales Manager | Sr. Vice President/Community Banking/Sales Manager Washington Financial Bank | N/A | None | None | N/A |
| Edward R. Ermine Connellsville USA | Refer to 3(b) | Sr. Vice President/Chief Credit Officer | Sr. Vice President/Chief Credit Officer Washington Financial Bank | N/A | None | None | N/A |
| Delbert D. Hague, Jr. Rochester, PA USA | Refer to 3(b) | Sr. Vice President/Residential Lending Division Manager | Sr. Vice President/Residential Lending Division Manager Washington Financial Bank Sr. Vice President Washington Settlement Services, Inc. | N/A | None | None | N/A |
| William J. King Munhall, PA USA | Refer to 3(b) | Sr. Vice President/Commercial Banking Manager | Sr. Vice President/Commercial Banking Manager Washington Financial Bank | N/A | None | None | N/A |
| Harry A. Stiffler, Jr. Washington, PA USA | Refer to 3(b) | Sr. Vice President/General Counsel | Sr. Vice President/General Counsel Washington Financial Bank | N/A | None | None | McDonald Land Company, Inc. (Vice President, 0% ownership) |

Form FR Y-6
WFSB Mutual Holding Company
Fiscal Year Ending June 30, 2016

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

| (1) Name, City, State Country | (2) Principal Occupation if other than with Holding Company | (3) (a) Title & Position with Holding Company | (3) (b) Title & Position with Subsidiaries (Include names of subsidiaries) | (3) (c) Title & Position with Other Businesses (Include names of other businesses) | (4) (a) Percentage of Voting Shares in Holding Company | (4) (b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries) | (4) (c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
|---|---|--|--|--|---|--|---|
| Robert B. Vettorel Washington, PA USA | Refer to 3(b) | Sr. Vice President/Wealth Management Division Manager | Sr. Vice President/Wealth Management Division Manager Washington Financial Bank | N/A | None | None | Vettorel Asset Management, LLC (Owner/President, 100% ownership) Network King, LLC (Owner/President, 39% ownership) |
| Janet L. Brandtonies Washington, PA USA | Refer to 3(b) | Vice President/Controller | Vice President/Controller Washington Financial Bank | N/A | None | None | N/A |

Form FR Y-6
WFSB, Inc.
Fiscal Year Ending June 30, 2016

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

| (1) Name, City, State Country | (2) Principal Occupation if other than with Holding Company | (3) (a) Title & Position with WFSB, Inc. | (3) (b) Title & Position with Subsidiaries (include names of subsidiaries) | (3) (c) Title & Position with Other Businesses (include names of other businesses) | (4) (a) Percentage of Voting Shares in Holding Company | (4) (b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries) | (4) (c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
|--|---|--|---|--|---|--|--|
| Mary Lyn Drewlitz Washington, PA USA | Of Counsel, Goldfarb, Posner, Beck, DeHaven & Drewlitz | Director & Chairman | Director & Chairman Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | None |
| D. Jackson Milhollan Washington, PA USA | President Precision Marshall Steel Company | Director & Vice Chairman | Director & Vice Chairman Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Precision Industries, Inc. (53% Voting Shares) TAJA General Partnership (55% Ownership) |
| Martin P. Beichner, Jr. Washington, PA USA | President Accutrex Products, Inc. | Director | Director Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Accutrex Products Inc. (54% Ownership) ATX Partners (33.3% Ownership) |

Form FR Y-6
WFSB, Inc.
Fiscal Year Ending June 30, 2016

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

| (1) Name, City, State Country | (2) Principal Occupation if other than with Holding Company | (3) (a) Title & Position with WFSB, Inc. | (3) (b) Title & Position with Subsidiaries (Include names of subsidiaries) | (3) (c) Title & Position with Other Businesses (Include names of other businesses) | (4) (a) Percentage of Voting Shares in Holding Company | (4) (b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4) (c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
|--|---|--|---|--|---|--|--|
| R. Carlyn Belczyk Monessen, PA USA | Secretary/Treasurer/Shareholder Guthrie, Belczyk & Associates, P.C. | Director | Director Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Guthrie, Belczyk & Associates, P.C. (50% Ownership) |
| William M. Campbell Washington, PA USA | Retired President Camalloy, Inc. | Director | Director Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Campbell Stainless Products Co. (President/part-owner 50% Ownership) Camalloy (Retired - no ownership) |
| James R. Proudfit Washington, PA USA | Vice President Proudfit Insurance | Director | Director Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | N/A |
| Telford W. Thomas Fredenck, MD USA | Retired President The Washington Hospital | Director | Director Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | N/A |
| Louis E. Waller Canonsburg, PA USA | President Waller Corporation | Director | Director Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Waller Corporation (51% Ownership) Waller Family Partnership (18% Real Estate Holding) |

Form FR Y-6
WFSB, Inc.
Fiscal Year Ending June 30, 2016

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

| (1) Name, City, State Country | (2) Principal Occupation if other than with Holding Company | (3) (a) Title & Position with WFSB, Inc. | (3) (b) Title & Position with Subsidiaries (include names of subsidiaries) | (3) (c) Title & Position with Other Businesses (include names of other businesses) | (4) (a) Percentage of Voting Shares in Holding Company | (4) (b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4) (c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
|--|---|--|---|--|---|--|---|
| Brian J. Smith McMurray, PA USA | Refer to 3(b) | Director & President/CEO | Director & President/CEO Washington Financial Bank Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Mouse Mountain Farm (Partner, 30% Ownership) |
| | | | Director/Chairman/President/CEO WFSB Management, Inc. | | | | |
| John S. Millnovich McMurray, PA USA | Refer to 3(b) | Vice President/Treasurer | Executive Vice President/Treasurer/CFO/ Finance Division Manager Washington Financial Bank Vice President/Treasurer Washington First Corporation Washington Settlement Services, Inc. Director/Treasurer/Secretary WFSB Management, Inc. | N/A | None | None | Milinovich Land Co., Inc. (Director, 25% Ownership) John S. Millnovich -FHLB Director Fees (Sole Proprietor, 100% ownership) |
| Suzanne L. Taylor Washington, PA USA | Refer to 3(b) | Secretary | Sr. Vice President/Secretary/ Administrative Services Div. Manager Washington Financial Bank Secretary Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | N/A |

Form FR Y-6
Washington Financial Bank
Fiscal Year Ending June 30, 2016

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

| (1) Name, City, State Country | (2) Principal Occupation if other than with Holding Company | (3) (a) Title & Position with Washington Financial Bank | (3) (b) Title & Position with Subsidiaries (include names of subsidiaries) | (3) (c) Title & Position with Other Businesses (include names of other businesses) | (4) (a) Percentage of Voting Shares in Holding Company | (4) (b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4) (c) List names of other companies (includes partnerships) If 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
|--|---|--|--|--|---|--|--|
| Mary Lyn Drewitz Washington, PA USA | Of Counsel, Goldfarb, Posner, Beck, DeHaven & Drewitz | Director & Chairman | Director & Chairman Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | None |
| D. Jackson Milhollan Washington, PA USA | President Precision Marshall Steel Company | Director & Vice Chairman | Director & Vice Chairman Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Precision Industries, Inc. (53% Voting Shares) TAJA General Partnership (55% Ownership) |
| Martin P. Belchner, Jr. Washington, PA USA | President Accutrex Products, Inc. | Director | Director Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Accutrex Products Inc. (54% Ownership) ATX Partners (33.3% Ownership) |

Form FR Y-6
Washington Financial Bank
Fiscal Year Ending June 30, 2016

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

| (1) Name, City, State Country | (2) Principal Occupation if other than with Holding Company | (3) (a) Title & Position with Washington Financial Bank | (3) (b) Title & Position with Subsidiaries (Include names of subsidiaries) | (3) (c) Title & Position with Other Businesses (include names of other businesses) | (4) (a) Percentage of Voting Shares in Holding Company | (4) (b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4) (c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
|--|---|--|--|--|---|--|---|
| R. Carlyn Belczyk Monessen, PA USA | Secretary/Treasurer/Shareholder Guthrie, Belczyk & Associates, P.C. | Director | Director Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Guthrie, Belczyk & Associates, P.C. (50% Ownership) |
| William M. Campbell Washington, PA USA | Retired President Camalloy, Inc. | Director | Director Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Campbell Stainless Products Co. (President/part-owner 50% Ownership) Camalloy (Retired - no ownership) |
| James R. Proudfit Washington, PA USA | Vice President Proudfit Insurance | Director | Director Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | N/A |
| Telford W. Thomas Frederick, MD USA | Retired President The Washington Hospital | Director | Director Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | N/A |
| Louis E. Waller Canonsburg, PA USA | President Waller Corporation | Director | Director Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Waller Corporation (51% Ownership) Waller Family Partnership (18% Real Estate Holding) |

Form FR Y-6
Washington Financial Bank
Fiscal Year Ending June 30, 2016

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

| (1) Name, City, State Country | (2) Principal Occupation if other than with Holding Company | (3) (a) Title & Position with Washington Financial Bank | (3) (b) Title & Position with Subsidiaries (include names of subsidiaries) | (3) (c) Title & Position with Other Businesses (include names of other businesses) | (4) (a) Percentage of Voting Shares in Holding Company | (4) (b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4) (c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
|--|---|---|--|--|---|--|---|
| Brian J. Smith McMurray, PA USA | Refer to 3(b) | Director & President/CEO | Director & President/CEO Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Mouse Mountain Farm (Partner, 30% Ownership) |
| John S. Milinovich McMurray, PA USA | Refer to 3(b) | Executive Vice President/Treasurer/CFO/ Finance Division Manager | Vice President/Treasurer Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | Milinovich Land Co., Inc. (Director, 25% Ownership) John S. Milinovich -FHLB Director Fees (Sole Proprietor, 100% ownership) |
| Suzanne L. Taylor Washington, PA USA | Refer to 3(b) | Sr. Vice President/Secretary/ Administrative Services Div. Manager | Secretary Washington First Corporation Washington Settlement Services, Inc. | N/A | None | None | N/A |
| Michael L. Chaido McMurray, PA USA | Refer to 3(b) | Sr. Vice President/Chief Operations Officer | N/A | N/A | None | None | Chaido Family Real Estate Holding Partnership (Managing Partner, 20% ownership) |

Form FR Y-6
Washington Financial Bank
Fiscal Year Ending June 30, 2016

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

| (1) Name, City, State Country | (2) Principal Occupation if other than with Holding Company | (3) (a) Title & Position with Washington Financial Bank | (3) (b) Title & Position with Subsidiaries (include names of subsidiaries) | (3) (c) Title & Position with Other Businesses (include names of other businesses) | (4) (a) Percentage of Voting Shares in Holding Company | (4) (b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4) (c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
|---|---|--|--|--|---|--|---|
| Edward R. Ermine Connellsville, PA USA | Refer to 3(b) | Sr. Vice President/Chief Credit Officer | N/A | N/A | None | None | N/A |
| Jeanine M. Fallon Venetia, PA USA | Refer to 3(b) | Sr. Vice President/Community Banking Division/Sales Manager | N/A | N/A | None | None | N/A |
| Delbert O. Hague, Jr. Rochester, PA USA | Refer to 3(b) | Sr. Vice President/Retail Lending Division Manager | Sr. Vice President Washington Settlement Services, Inc. | N/A | None | None | N/A |
| William J. King Munhall, PA USA | Refer to 3(b) | Sr. Vice President/Commercial Banking Manager | N/A | N/A | None | None | N/A |
| Harry A. Stiffler, Jr. Washington, PA USA | Refer to 3(b) | Sr. Vice President/General Counsel | N/A | N/A | None | None | McDonald Land Company, Inc. (Vice President, 0% ownership) |
| Lee D. Truax McKeesport, PA USA | Refer to 3(b) | Sr. Vice President/Chief Risk and Compliance Officer | N/A | N/A | None | None | N/A |
| Robert B. Vettorel Washington, PA USA | Refer to 3(b) | Sr. Vice President/Wealth Management Division Lending Manager | N/A | N/A | None | None | Vettorel Asset Management, LLC (Owner/President, 100% ownership) Network King, LLC (Owner/President, 39% ownership) |

Form FR Y-6
Washington First Corporation
Fiscal Year Ending June 30, 2016

Report Item 4: Insiders

(1), (2), (3){a}{b}{c}, and (4){a}{b}{c}

| (1) Name, City, State Country | (2) Principal Occupation if other than with Holding Company | (3) (a) Title & Position with Washington First Corporation | (3) (b) Title & Position with Subsidiaries (Include names of subsidiaries) | (3) (c) Title & Position with Other Businesses (Include names of other businesses) | (4) (a) Percentage of Voting Shares in Holding Company | (4) (b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries) | (4) (c) List names of other companies (Includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
|--|---|---|--|--|---|--|---|
| Mary Lyn Drewitz Washington, PA USA | Partner/Attorney Goldfarb, Posner, Beck, DeHaven & Drewitz | Director & Chairman | N/A | N/A | None | None | None |
| D. Jackson Mühollan Washington, PA USA | President Precision Marshall Steel Company | Director & Vice Chairman | N/A | N/A | None | None | Precision Industries, Inc. (53% Voting Shares) TAJA General Partnership (55% Ownership) |
| Martin P. Belchner, Jr. Washington, PA USA | President Accutrex Products, Inc. | Director | N/A | N/A | None | None | Accutrex Products Inc. (54% Ownership) ATX Partners (33.3% Ownership) |
| R. Carlyn Belczyk Monessen, PA USA | Secretary/Treasurer/Shareholder Guthrie, Belczyk & Associates, P.C. | Director | N/A | N/A | None | None | Guthrie, Belczyk & Associates, P.C. (50% Ownership) |
| William M. Campbell Washington, PA USA | Retired President Camalloy, Inc. | Director | N/A | N/A | None | None | Campbell Stainless Products Co. (President/part-owner 50% Ownership) Camalloy (Retired - no ownership) |

Form FR Y-6
Washington First Corporation
Fiscal Year Ending June 30, 2016

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

| (1) Name, City, State Country | (2) Principal Occupation if other than with Holding Company | (3) (a) Title & Position with Washington First Corporation | (3) (b) Title & Position with Subsidiaries (include names of subsidiaries) | (3) (c) Title & Position with Other Businesses (include names of other businesses) | (4) (a) Percentage of Voting Shares in Holding Company | (4) (b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4) (c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
|--|---|---|--|--|---|--|---|
| James R. Proudfit Washington, PA USA | Vice President Proudfit Insurance | Director | N/A | N/A | None | None | N/A |
| Telford W. Thomas Frederick, MD USA | Retired President The Washington Hospital | Director | N/A | N/A | None | None | N/A |
| Louis E. Waller Canonsburg, PA USA | President Waller Corporation | Director | N/A | N/A | None | None | Waller Corporation (51% Ownership) Waller Family Partnership (18% Real Estate Holding) |
| Brian J. Smith McMurray, PA USA | Refer to 3(b) | Director & President/CEO | N/A | N/A | None | None | Mouse Mountain Farm (Partner, 30% Ownership) |
| John S. Milinovich McMurray, PA USA | Refer to 3(b) | Vice President/Treasurer | N/A | N/A | None | None | Milinovich Land Co., Inc. (Director, 25% Ownership) John S. Milinovich -FHLB Director Fees (Sole Proprietor, 100% ownership) |
| Suzanne L. Taylor Washington, PA USA | Refer to 3(b) | Secretary | N/A | N/A | None | None | |

Form FR Y-6
Washington Settlement Services, Inc.
Fiscal Year Ending June 30, 2016

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

| (1) Name, City, State Country | (2) Principal Occupation if other than with Holding Company | (3) (a) Title & Position with Washington Settlement Services, Inc. | (3) (b) Title & Position with Subsidiaries (Include names of subsidiaries) | (3) (c) Title & Position with Other Businesses (include names of other businesses) | (4) (a) Percentage of Voting Shares In Holding Company | (4) (b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries) | (4) (c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
|--|---|---|--|--|---|--|---|
| Mary Lyn Drewitz Washington, PA USA | Partner/Attorney Goldfarb, Posner, Beck, DeHaven & Drewitz | Director & Chairman | N/A | N/A | None | None | None |
| D. Jackson Milhollan Washington, PA USA | President Precision Marshall Steel Company | Director & Vice Chairman | N/A | N/A | None | None | Precision Industries, Inc. (53% Voting Shares) TAJA General Partnership (55% Ownership) |
| Martin P. Beichner, Jr. Washington, PA USA | President Accutrex Products, Inc. | Director | N/A | N/A | None | None | Accutrex Products Inc. (54% Ownership) ATX Partners (33.3% Ownership) |
| R. Carlyn Belczyk Washington, PA USA | Guthrie, Belczyk & Associates, P.C. | Director | N/A | N/A | None | None | Guthrie, Belczyk & Associates, P.C. (50% Ownership) |
| William M. Campbell Washington, PA USA | Retired President Camalloy, Inc. | Director | N/A | N/A | None | None | Campbell Stainless Products Co. (President/part-owner 50% Ownership) Camalloy (Retired - no ownership) |
| James R. Proudfit Washington, PA | Vice President Proudfit Insurance | Director | N/A | N/A | None | None | N/A |

Form FR Y-6
Washington Settlement Services, Inc.
Fiscal Year Ending June 30, 2016

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

| (1) Name, City, State Country | (2) Principal Occupation if other than with Holding Company | (3) (a) Title & Position with Washington Settlement Services, Inc. | (3) (b) Title & Position with Subsidiaries (Include names of subsidiaries) | (3) (c) Title & Position with Other Businesses (include names of other businesses) | (4) (a) Percentage of Voting Shares In Holding Company | (4) (b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries) | (4) (c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
|---|---|---|--|--|---|--|---|
| USA | | | | | | | |
| Tefford W. Thomas Frederick, MD USA | Retired President The Washington Hospital | Director | N/A | N/A | None | None | N/A |
| Louis E. Waller Canonsburg, PA USA | President Waller Corporation | Director | N/A | N/A | None | None | Waller Corporation (51% Ownership) Waller Family Partnership (18% Real Estate Holding) |
| Brian J. Smith McMurray, PA USA | Refer to 3(b) | Director & President/CEO | N/A | N/A | None | None | Mouse Mountain Farm (Partner, 30% Ownership) |
| Delbert O. Hague, Jr. Rochester, PA USA | Refer to 3(b) | Sr. Vice President | N/A | N/A | None | None | N/A |
| John S. Milinovich McMurray, PA USA | Refer to 3(b) | Vice President/Treasurer | N/A | N/A | None | None | Milinovich Land Co., Inc. (Director, 25% Ownership) John S. Milinovich - FHLB Director Fees (Sole Proprietor, 100% ownership) |
| Suzanne L. Taylor Washington, PA | Refer to 3(b) | Secretary | N/A | N/A | None | None | N/A |

Form FR Y-6
WFSB Management, Inc.
June 30, 2016

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

| (1) Name, City, State Country | (2) Principal Occupation if other than with Holding Company | (3) (a) Title & Position with WFSB Management, Inc. | (3) (b) Title & Position with Subsidiaries (include names of subsidiaries) | (3) (c) Title & Position with Other Businesses (include names of other businesses) | (4) (a) Percentage of Voting Shares in Holding Company | (4) (b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4) (c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
|---|---|---|--|--|---|--|---|
| Brian J. Smith McMurray, PA USA | Refer to 3(a) | Director/Chairman/President/CEO | N/A | N/A | None | None | Mouse Mountain Farm (Partner, 30% Ownership) |
| John S. Milinovich McMurray, PA USA | Refer to 3(a) | Director/Secretary/Treasurer | N/A | N/A | None | None | Milinovich Land Co., Inc. (Director, 25% Ownership) John S. Milinovich -FHLB Director Fees (Sole Proprietor, 100% ownership) |
| William K. Langan USA | | Director/Vice President | N/A | N/A | None | None | |
| Heather Hill USA | | Assistant Secretary/Assistant Treasurer | N/A | N/A | None | None | |