

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

2016 JUL 13 A 10:58

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, Steven C. Wainwright

Name of the Holding Company Director and Official

Trustee

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.

Steven C. Wainwright
Signature of Holding Company Director and Official

02/06/2018

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.

4452401

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, 2017

Month / Day / Year

n/a

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

Reporter's Name, Street, and Mailing Address

2012 Waterford Commercial and Savings Bank
Shareholders Voting Trust

Legal Title of Holding Company

PO Box 65

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

Waterford OH 45786

City State Zip Code

20115 State Route 339, Waterford, Ohio

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Loretta Murphy Vice President

Name Title

740-984-2357

Area Code / Phone Number / Extension

740-984-4460

Area Code / FAX Number

lmurphy@waterfordbank.com

E-mail Address

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.

n/a

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)

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Form FR Y-6

**2012 Waterford Commercial & Savings Bank Shareholders Voting Trust
Waterford, Ohio
Fiscal Year Ending December 31, 2017**

Report Item

1: The bank holding company uses the Annual Disclosure Statement prepared by The Waterford Commercial and Savings Bank for its securities holders. The holding company is not registered with the SEC. As specified by the appropriate Reserve Bank a copy is enclosed.

2(a): Organizational Chart:

2012 Waterford Commercial & Savings Bank Shareholders Voting Trust
LEI Number—N/A
Waterford, Ohio
United States of America
Incorporated in Ohio

59%--Waterford Commercial & Savings Bank
LEI Number—N/A
20115 State Route 339
Waterford, OH 45786
United States of America
Incorporated in Ohio

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

3(1): Securities Holders:

(1)(a) Harold R and Diane W Tuten, Marietta, Ohio, USA
(1)(b) USA
(1)(c) 24,415 Shares—20% Common Stock

(1)(a) Doris Wainwright, Beverly, Ohio, USA
(1)(b) USA
(1)(c) 25,610 Shares—21% Common Stock

3(2): None

4: Attachment.

Results: A list of branches for your holding company: 2012 WATERFORD COMMERCIAL & SAVINGS BANK SHAREHOLDERS VOTING TRUST (4452401) of WATERFORD, OH.
The data are as of 12/31/2017. Data reflects information that was received and processed through 01/04/2018.

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)	324229	WATERFORD COMMERCIAL AND SAVINGS BANK, THE	20115 ST RT 339	WATERFORD	OH	45786	WASHINGTON	UNITED STATES	Not Required	Not Required	WATERFORD COMMERCIAL AND SAVINGS BANK, THE	324229	
ok		Full Service	3667486	CROOKSVILLE BRANCH	250 WEST MAIN STREET	CROOKSVILLE	OH	43731	PERRY	UNITED STATES	Not Required	Not Required	WATERFORD COMMERCIAL AND SAVINGS BANK, THE	324229	

Report Item 4

Name, City, State Country	Principal Occupation if other than with holding company	Title & Position with holding co	Title & Position with Subsidiaries: only Subsidiary-Waterford Commercial and Savings Bank	Title & Position with other Businesses (include names of other businesses	Percentage of Voting Shares in Holding Company	Percentage of Voting Shares in Subsidiaries	List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies & percentage of voting securities held
Steven C. Wainwright Waterford, Ohio USA	Owner Wainwright's Fine Jewelry	Trustee	Chairman of the Board/Director	Owner Wainwright's Fine Jewelry	2%	1%	n/a
Doris Wainwright Beverly, Ohio USA	n/a	Trustee	n/a	n/a	21%	13%	n/a
Harold Tuten Marietta, Ohio USA	n/a	Trustee	n/a	n/a	20%	12%	n/a