**Board of Governors of the Federal Reserve System**

# 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)); 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.

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.

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, Chad L Hoffman
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

4-2-2018
Date of Signature

*For holding companies not registered with the SEC–*
Indicate status of Annual Report to Shareholders:

- [x] 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 1250651
C.I.

Date of Report (top-tier holding company's fiscal year-end):
12/31/2017
Month / Day / Year

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

Reporter's Name, Street, and Mailing Address

RICHWOOD BANCSHARES, INC
Legal Title of Holding Company

28 N FRANKLIN ST
(Mailing Address of the Holding Company) Street / P.O. Box

| RICHWOOD | OH | 43344 |
|---|---|---|
| City | State | Zip Code |

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Seth V Taylor — CFO
Name — Title

740-943-2317
Area Code / Phone Number / Extension

740-943-3563
Area Code / FAX Number

staylor@richwoodbank.com
E-mail Address

www.richwoodbank.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."

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 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.

**Richwood Bancshares, Inc.**
**28 N Franklin Street**
**Richwood, Ohio 43344**

**FR Y-6 Summary as of December 31, 2017**

**Report Item 1:**
Three copies of annual report enclosed.

**Report Item 2(a):**
Attached.

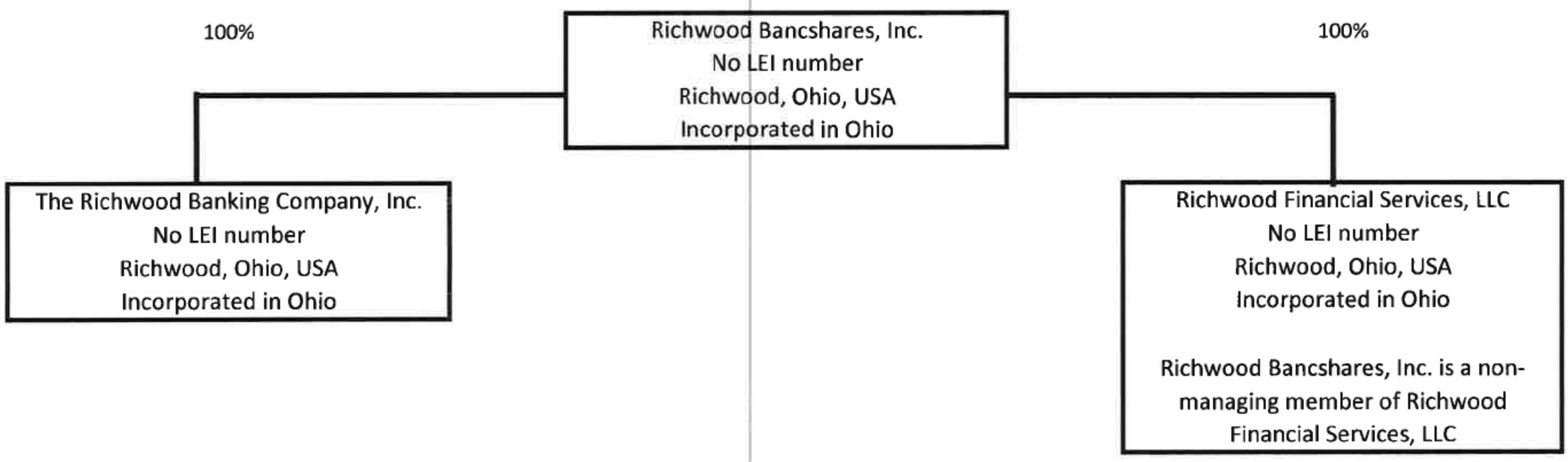
**Report Item 2(b):**
Completed online, copy attached.

**Report Item 3(1):**
Attached.

**Report Item 3(2):**
Not applicable.

**Report Item 4:**
Attached.

**Richwood Bancshares, Inc.**
**Form FR Y-6 - Organizational Chart**
**Fiscal Year Ending December 31, 2017**



**Results: A list of branches for your holding company:** RICHWOOD BANCSHARES, INC. (1250651) of RICHWOOD, 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) | 150727 | RICHWOOD BANKING COMPANY, INC., THE | 28 N FRANKLIN ST | RICHWOOD | OH | 43344 | UNION | UNITED STATES | Not Required | Not Required | RICHWOOD BANKING COMPANY, INC., THE | 150727 | |
| OK | | Full Service | 4362694 | DELAWARE OFFICE | 1512 W. WILLIAM STREET | DELAWARE | OH | 43015 | DELAWARE | UNITED STATES | Not Required | Not Required | RICHWOOD BANKING COMPANY, INC., THE | 150727 | |
| OK | | Full Service | 4125590 | HUNTSVILLE BRANCH | 4848 NAPOLEON STREET | HUNTSVILLE | OH | 43324 | LOGAN | UNITED STATES | Not Required | Not Required | RICHWOOD BANKING COMPANY, INC., THE | 150727 | |
| OK | | Full Service | 338329 | LA RUE BRANCH | 26 NORTH HIGH STREET | LA RUE | OH | 43332 | MARION | UNITED STATES | Not Required | Not Required | RICHWOOD BANKING COMPANY, INC., THE | 150727 | |
| OK | | Full Service | 2541507 | MARYSVILLE OFFICE | 249 WEST FIFTH STREET | MARYSVILLE | OH | 43040 | UNION | UNITED STATES | Not Required | Not Required | RICHWOOD BANKING COMPANY, INC., THE | 150727 | |
| OK | | Full Service | 88820 | PLAIN CITY BRANCH | 601 WEST MAIN STREET | PLAIN CITY | OH | 43064 | UNION | UNITED STATES | Not Required | Not Required | RICHWOOD BANKING COMPANY, INC., THE | 150727 | |

**Richwood Bancshares, Inc.**
**FR Y-6 Report Item 3 - Securities Holders**
**(1)(a) (1)(b) (1)(c)**
**As of December 31, 2017**

| (1)(a) Name and Address | (1)(b) Country | (1)(c) Number Of Stocks | (1)(c)(cont) Percentage Of Stock |
|---|---|---|---|
| ESTHER ANDERSON<br>RICHWOOD, OHIO | USA | 94,772 | 7.20% |

**Richwood Bancshares, Inc.**
**FR Y-6 Report Item 4 - Insiders**
**(1) (2) (3)(a)(b)(c) and (4)(a)(c)**
**As of December 31, 2017**

| (1)<br>Name and Address | (2)<br>Principal Occupation | (3)(a)<br>Title With Holding Company | (3)(b)<br>Title With Bank | (3)(c)<br>Title With Other | (4)(a)<br>Percentage Of Stock With Holding Company | (4)(c)<br>Other Company Ownership |
|---|---|---|---|---|---|---|
| Dan J Anderson<br>Richwood, Ohio / USA | Realtor | Director | Director | Retired | 1.00% | Anderson & Sons (33%) |
| David R Boerger<br>Marysville, Ohio /USA | Executive Vice President | Director | Executive Vice President | N/A | 0.16% | N/A |
| Chad L Hoffman<br>Richwood, Ohio / USA | President/CEO | President/CEO | President/CEO | N/A | 0.33% | N/A |
| Nancy K Hoffman<br>Richwood, Ohio / USA | Retired | Director | Director | Retired | 1.00% | Hoffman Farms (25%) |
| Richard A Johnston<br>London, Ohio / USA | Retired | Director | Director | Retired | 2.00% | R. Johnston, Inc. (100%) |
| Mark Leibold<br>Marysville, Ohio /USA | CPA | Director | Director | Partner<br>Conrad, Leibold & Woerner, CPA's | 0.45% | CPA Firm (33%) |
| Jeff Marsh<br>Marysville, Ohio /USA | Retired | Director | Director | Retired | 3.00% | N/A |
| Jean Smith<br>Marysville, Ohio /USA | Accounting | Director | Director | Parrott Implement | 0.03% | N/A |
| Kyle Stofcheck<br>Richwood, Ohio / USA | Funeral Home Director | Director | Director | President<br>Stofcheck Funeral Home, Inc. | 0.23% | Stofcheck Funeral Home, Inc. (50%) |
| Joe Wiley<br>Richwood, Ohio / USA | Realtor | Director | Director | N/A | 1.00% | N/A |