

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) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)); section 10(b)(2) of the Home Owners' Loan Act (12 U.S.C. § 1467a(b)(2)); sections 102 (a)(1), 165, and 618 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (12 U.S.C. §§ 5311(a)(1), 5365, and 1850a(c)(1)); and sections 8(a) and 13(a) of the International Banking Act of 1978 (12 U.S.C. §§ 3106(a) and 3108(a)). 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.

Date of Report (top-tier holding company's fiscal year-end):  
 12-31-2023

Month / Day / Year

Reporter's Name, Street, and Mailing Address

FIRST BLANCHESTER BANCSHARES, INC

Legal Title of Holding Company

121 E. MAIN STREET

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

BLANCHESTER OHIO 45107

City State Zip Code

121 E. MAIN STREET, BLANCHESTER, OHIO 45107

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

ERIN WHITAKER SENIOR VICE PRESIDENT

Name Title

937/783-2451

Area Code / Phone Number / Extension

937/783-4277

Area Code / FAX Number

ewhitaker@fnbblanchester.com

E-mail Address

www.fnbblanchester.com

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

I, R. DOUGLAS NAYLOR  
 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.

R. Douglas Naylor  
 Signature of Holding Company Director and Official  
 01-12-2024

Date of Signature

<b>For Federal Reserve Bank Use Only</b>	
RSSD ID _____	
C.I. _____	

Is confidential treatment requested for any portion of this report submission? .....	0=No 1=Yes	<input type="checkbox"/> 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 .....		<input type="checkbox"/>
2. a letter justifying this request has been provided separately ...		<input type="checkbox"/>
NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."		

**Report Item 1: Annual Report to Shareholders**

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

## Checklist

The checklist below is provided to assist the holding company in filing all the necessary responses and verifying changes from the prior year to the various report items. The completed checklist should be submitted with the report. Please see section A of the General Instructions for additional guidance.

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### Verification of Changes

All Reporters must respond to the following questions by checking the Yes or No box below, as appropriate.

Did the holding company have changes to any reportable FR Y-6 items (2a, 2b, 3, or 4) from the prior year?

- Yes    No

If checked Yes, complete the remaining checklist for Report Items 2a, 2b, 3, and 4. For each Report Item, indicate whether there are changes from the prior year by checking Yes or No below. See section A of the General Instructions for additional information.

**Report Item 2a: Organization Chart**

- Yes    No

If checked Yes, the Reporter must submit the organization chart as specified in Report Item 2.a instructions.

**Report Item 2b: Domestic Branch Listing**

- Yes    No

If checked Yes, the Reporter must submit the domestic branch listing as specified in Report Item 2.b instructions.

**Report Item 3: Securities Holders**

- Yes    No

If checked Yes, the Reporter must submit the information as specified in Report Item 3 instructions.

**Report Item 4: Insiders**

- Yes    No

If checked Yes, the Reporter must submit the information as specified in Report Item 4 instructions.

### REPORT ITEM 3: SHAREHOLDERS – EXHIBIT 6

Section 1: Shareholders owning 5% or more of the bank holding company at the end of the fiscal year

**a.) Jacqueline Osborne Mears**

Portage, OH USA

b.) USA

c.) 5,000 common shares 8.69%

**a.) Susan Cheryl Beebe**

Blanchester, Ohio USA

b.) USA

c.) 4,232 common shares 7.36%

**a.) Tracie Doll**

Independence, KY USA

b.) USA

c.) 3,500 common shares 6.08%

**a.) Kenen M. Edgington**

Cincinnati, Ohio USA

b.) USA

c.) 3,482 common shares 6.05%

**a.) Parker Beebe, Trustee of the Donald S. Hadley Restated Trust**

Blanchester, Ohio USA

b.) USA

c.) 3,033 common shares 5.27%

Section 2.: Shareholders owning 5% or more during the year N/A

REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS

Connie Penquite  
Blanchester, Ohio  
USA

2. PRINCIPAL OCCUPATION

Bank Officer

3. TITLE OF POSITION WITH

A. Bank Holding Company  
Shareholder

B. Bank  
Officer- Assistant Vice President

C. Other Business Company  
None

4. NUMBER OF SHARES & PERCENTAGE

A. Bank Holding Company  
25 shares-.04%

B. Bank  
None

C. Other Business  
None

REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS

Erin Whitaker  
Blanchester, Ohio  
USA

2. PRINCIPAL OCCUPATION

Bank Officer

3. TITLE OF POSITION WITH

- A. Bank Holding Company  
Shareholder
  
- B. Bank  
Officer- Senior Vice President
  
- C. Other Business Company  
None

4. NUMBER OF SHARES & PERCENTAGE

- A. Bank Holding Company  
10 shares-.02%
  
- B. Bank  
None
  
- C. Other Business  
None

REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS

David E. Brown  
Loveland, Ohio  
USA

2. PRINCIPAL OCCUPATION

Certified Public Accountant

3. TITLE OF POSITION WITH

A. Bank Holding Company  
Director

B. Bank  
Director

C. Other Business Company  
The Caruso Logistics- Senior Vice President of Logistics

4. NUMBER OF SHARES & PERCENTAGE

A. Bank Holding Company  
2,445 – 4.25%

B. Bank  
None

C. Other Business  
None

REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS

Michael M. Cottle  
Ripley, Ohio  
USA

2. PRINCIPAL OCCUPATION

Retired banker

3. TITLE OF POSITION WITH

A. Bank Holding Company  
Chairman/Director

B. Bank  
Chairman/Director

C. Other Business Company  
None

4. NUMBER OF SHARES & PERCENTAGE

A. Bank Holding Company  
100 shares - .17%

B. Bank  
None

C. Other Business  
None

REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS

Ronald J. McHenry  
Pleasant Plain, Ohio  
USA

2. PRINCIPAL OCCUPATION

Retired Attorney

3. TITLE OF POSITION WITH

A. Bank Holding Company  
Director

B. Bank  
Director

C. Other Business Company  
1. Lyons, McHenry & Dunlap- Partner

4. NUMBER OF SHARES & PERCENTAGE

A. Bank Holding Company  
320 - .56%

B. Bank  
None

C. Other Business- Retired attorney  
1. Retired



REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS

R. Douglas Naylor  
Blanchester, Ohio  
USA

2. PRINCIPAL OCCUPATION

Banker

3. TITLE OF POSITION WITH

A. Bank Holding Company  
President & C.E.O.

B. Bank  
President & C.E.O.

C. Other Business Company  
N/A

4. NUMBER OF SHARES & PERCENTAGE

A. Bank Holding Company  
100 shares - .17%

B. Bank  
N/A

C. Other Business  
N/A

REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS

James C. West  
Midland, Ohio  
USA

2. PRINCIPAL OCCUPATION

Sales

3. TITLE OF POSITION WITH

A. Ferno Washington  
Director of International Sales

B. Bank  
Director

C. Other Business Company  
N/A

4. NUMBER OF SHARES & PERCENTAGE

A. Bank Holding Company  
150 shares - .26%

B. Bank  
N/A

C. Other Business  
N/A