

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.

I, Thomas J. Fraser

Name of the Holding Company Director and Official

Director, 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

3/27/2024

Date of Signature

For Federal Reserve Bank Use Only

RSSD ID _____
 C.I. _____

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

December 31, 2023

Month / Day / Year

Reporter's Name, Street, and Mailing Address

First Mutual Holding Co.

Legal Title of Holding Company

14806 Detroit Ave.

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

Lakewood

OH

44107

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Andrew D. Shook

Senior Vice President, CFO

Name

Title

216-529-2643

Area Code / Phone Number / Extension

216-221-0344

Area Code / FAX Number

ashook@firstmutualholding.com

E-mail Address

www.firstmutualholding.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

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."

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.

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

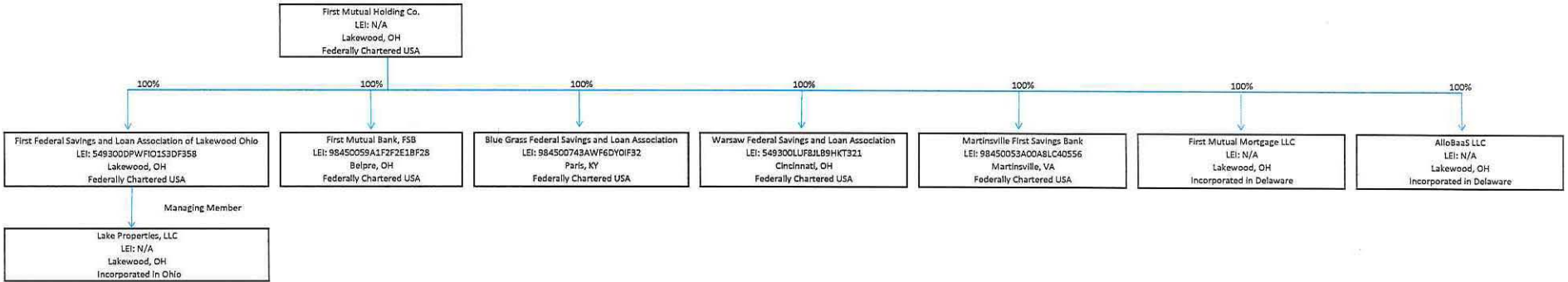
- Yes No

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

Form FR Y-6

Legal Title of Holding Company: **First Mutual Holding Co.**
Fiscal Year End: **December 31, 2023**

Report Item 2a: Organizational Chart



Form FR Y-6

Legal Title of Holding Company: **First Mutual Holding Co.**
 Fiscal Year End: **December 31, 2023**

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

***Instructions: Please complete all items in red, in addition to including all applicable insiders for items 1, 2, 3, and 4 for each holding company in your organization. If a certain item is not applicable to an insider, please include "None" or "N/A."
 (Please see Appendix A of the report instructions for an example of how to report items 1, 2, 3, and 4.) Once complete, please print sheet and include in your hardcopy of the report.
 ***Data Entry Tip: If you would like to add a line break within an individual cell, select Alt + Enter at the space where you would like the line break.
 Institution's Note: (If you would like to include a note, please add it here.)

(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 Companies (Include names of other companies)	(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 Huffman, Westlake, OH, USA	Attorney	Director	Director - First Federal Savings and Loan Association of Lakewood Ohio	Partner Huffman Hunt & Klym, LLC	Mutual: No Stock		Huffman, Hunt & Klym, LLC 33%
Rebecca Ruppert McMahon, Westlake, OH USA	Attorney	Director	Director - First Federal Savings and Loan Association of Lakewood Ohio; Member First Mutual Mortgage LLC	CEO, Cleveland Metropolitan Bar Association	Mutual: No Stock		None
Ronald W. Dees, Westlake, OH, USA	Managing Director	Director & Chairman	Member & Chairman - First Mutual Mortgage LLC; Member and Chairman, AlloBaas LLC	Managing Director, Crestview Capital, LLC; Member & Chairman, Ascot Valley Foods; Director, Tradefull Inc.	Mutual: No Stock		Steko- Octet LLC - 25% Bow Tie Investments LLC - 50% Innerbelt Partners LLC - 50% Crestview Capital LLC - 100% Ronald W. Dees LLC - 100% Barron Capital Partners LLC - 100%
W. Charles Gelger III, Lakewood, OH, USA	President Gelger's Clothing & Sports	Director	Director & Chairman - First Federal Savings and Loan Association of Lakewood Ohio	President Charley Gelger's Haberdashery, Inc.	Mutual: No Stock		Charley Gelger's Haberdashery, Inc. 50%
Sue B. Workman, Tierra Verde, FL, USA	Leadership Coach	Director	Member, AlloBaas LLC	None	Mutual: No Stock		Warren St. Charles Investments, LLC 50%
Sara Stehlik, Chagrin Falls, OH, USA	Retired	Director	None	None	Mutual: No Stock		None
Thomas J. Fraser, Lakewood, OH, USA	None	Director/President & CEO	Managing Officer First Federal Savings and Loan Association of Lakewood Ohio; Member, AlloBaas LLC; Member First Mutual Mortgage LLC	None	Mutual: No Stock		None
Paul V. Capka, Rocky River, OH, USA	None	Sr. VP / Chief Credit Officer	Sr. VP / Chief Credit Officer First Federal Savings and Loan Association of Lakewood Ohio; Director, Martinsville First Savings Bank, Martinsville, Virginia	None	Mutual: No Stock		None
David T. Shaw, Lakewood, OH, USA	None	EVP/Chief Operating Officer / Secretary	Sr. VP/Chief Administrator/Secretary First Federal Savings and Loan Association of Lakewood Ohio; Secretary, First Mutual Bank, FSB; Director, Blue Grass Federal Savings Bank, Paris Kentucky	None	Mutual: No Stock		None
Brian J. Pinkerton, Wadsworth, OH, USA	None	Sr. VP / Chief Risk Officer	Sr. VP / Chief Risk Officer, First Federal Savings and Loan Association of Lakewood Ohio; Director, First Mutual Bank, FSB, Belleire, Ohio	None	Mutual: No Stock		None
Andrew D. Shook, Kirtland OH, USA	None	Sr. VP / CFO & Treasurer	Sr. VP / CFO & Treasurer, First Federal Savings and Loan Association of Lakewood Ohio	None	Mutual: No Stock		None
Jennifer A. Raynor, Lakewood, OH USA	None	Sr. VP / Chief Strategy Officer	Sr. VP Chief Strategy Officer, First Federal Savings and Loan Association of Lakewood Ohio	None	Mutual: No Stock		None
Debra B. Kaput, Richfield, OH USA	None	Sr. VP / Chief Human Resource Officer	Sr. VP / Chief Human Resources Officer, First Federal Savings and Loan Association of Lakewood Ohio	None	Mutual: No Stock		None
Wendy L. Wilson, Cincinnati, OH USA	Consultant & CFO	Director	None	Independent Consultant & Owner at WLW Consulting LLC; Director of Finance & Business Services at Cincinnati Nature Center	Mutual: No Stock		WLW Consulting LLC, 100% of single member LLC
Kathleen Dockory, Walton Hills, OH USA	None	Sr. VP / Chief Information Officer	Member, AlloBaas LLC	None	Mutual: No Stock		None
Stephen D. Peterson, Bay Village, OH USA	Retired	Director	None	Owner, Peterson & McLeod Ltd. LLC	Mutual: No Stock		Peterson & McLeod Ltd. LLC 93%
Paul M. Thompson, Hebron, OH USA	None		President and CEO, First Mutual Mortgage LLC; Member, First Mutual Mortgage LLC		Mutual: No Stock		None
Rafael Alfonso, Washington DC, USA	Investor/ Entrepreneur	Director	None	Managing Partner, Radlén Legacy Partners	Mutual: No Stock		None