

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):

December 31, 2023

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Mechanics Financial Corporation

Legal Title of Holding Company

2 South Main St.

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

Mansfield

OH

44902

City

State

Zip Code

Same

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Mark Masters

President & Director

Name

Title

419-524-0831

Area Code / Phone Number / Extension

419-522-0646

Area Code / FAX Number

mmasters@mymechanics.com

E-mail Address

None

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

I, **Mark E Masters**

Name of the Holding Company Director and Official

President & Director

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

3/28/24

For Federal Reserve Bank Use Only

RSSD ID _____
 C.I. _____

Is confidential treatment requested for any portion of this report submission?	0=No 1=Yes	<input type="checkbox"/> <input checked="" type="checkbox"/>
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 checked="" 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.

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
MECHANICS FINANCIAL CORPORATION
YEAR END DECEMBER 31, 2023

PUBLIC

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2023					Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2022		
(1) (a) Name, City, State, Country	(1)(b) Country	(1)(c) Number & Percentage of Each Class of Voting Shares			(2) (a) Name, City, State, Country	(2)(b) Country	(2)(c) Number & Percentage of Each Class of Voting Shares
Carlton S Fernyak II ¹ Trustee -Individual Trust Lucas, OH USA	USA	15,000	6.18%	Common stock	N/A	N/A	N/A
Carlton S Fernyak II ¹ Trustee - Three Trusts Lucas, OH USA	USA	19,410	8.00%	Common stock			
Fernyak Carlton S Family ¹ Acting in Concert Lucas, OH USA	USA	25,616	10.55%	Common stock			
John H. Siegenthaler ¹ Mansfield, OH USA	USA	13,500	5.56%	Common stock			
Sigenthaler John H Family ¹ Acting in Concert Mansfield, OH USA	USA	44,137	18.18%	Common stock			
Sigenthaler Thomas Family ¹ Acting in Concert Mansfield, OH USA	USA	37,180	15.32%	Common stock			
Sigenthaler Daniel L Family ¹ Acting in Concert Huron, OH USA	USA	32,450	13.37%	Common stock			
Bourns Courtney Family ¹ Acting in Concert West Hartford, CT USA	USA	12,845	5.29%	Common stock			
Bourns David L Family ¹ Acting in Concert Westport, MA USA	USA	12,695	5.23%	Common stock			
Quigley Nancy B Family ¹ Acting in Concert Saint Louis, MO USA	USA	12,780	5.27%	Common stock			

¹Reference 2023 FR Y-6 Item 3
Shareholders Confidential

**FORM FR Y-6
MECHANICS FINANCIAL CORPORATION
YEAR END DECEMBER 31, 2023**

(1) Name (City, State, Country)	(2) Principal Occupation if Other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names & address of subsidiaries)	(3)(c) Title & Position with other Businesses (include name of other businesses)	(4)(a) Percentage of Voting shares in Bank Holding Company (shares owned, and shares controlled but not owned)	(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)
Mark E Masters Lucas, OH USA	N/A	Director, President	Director, President, CEO (Mechanics Bank) Director, President (South Central Park, Inc.)	Board Member & Treasurer Richland County Growth Corp Masters Family Farm LLC Managing Member Trustee, Secretary North Central State College Board Member Richland County Development Group Trustee Ohio Bankers Benefit Trust	1.62%	None	N/A
Jason L Painley Lexington, OH USA	N/A	Executive Vice President, Treasurer	Director, Executive Vice President, CFO, Treasurer Director, VP, Treasurer (South Central Park, Inc.)	Board Member United Way of Richland County Chairman of Board Renaissance Theater Board President Ohio District 5 Area Agency on Aging Council Member Governance Council OhioHealth	0.80%	None	N/A

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Nicholas Gesouras Lexington, OH USA	N/A	Sr. Vice President, Secretary	Sr. Vice President, Secretary (Mechanics Bank) Director, VP, Secretary (South Central Park, Inc.)	Board Member, VP Raemelon Therapeutic Equestrian Center Board Member Westbrook Country Club Advisory Board Ohio State University-Mansfield Advisory Board Ashland University COBE Board Member Avita Health System Foundation	0.33%	None	N/A
Geneva Siegenthaler Cummins Mansfield, OH USA	Attorney currently not practicing	Director	Director (Mechanics Bank)	Board Member Mansfield-Richland County Public Library Chair Audit & Finance Committee of the Richland County Library Board Member & VP Friendly House Distribution Committee Member Conard Foundation Board Member Pediatric Development Center Board Member Catalyst Life Services	1.03%	None	N/A

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Geneva Siegenthaler Cummins Custodian of minor child Mansfield, OH USA	Attorney currently not practicing	Director	Director (Mechanics Bank)	Board Member Mansfield-Richland County Public Library Chair Audit & Finance Committee of the Richland County Library Board Member & VP Friendly House Distribution Committee Member Conard Foundation Board Member Pediatric Development Center Board Member Catalyst Life Services	0.02%	None	N/A
Jeffrey S Gorman Mansfield, OH USA	Exeutive Chairman The Gorman Rupp Co	Director	Director (Mechanics Bank)	Executive Chairman The Gorman Rupp Co.	4.87%	None	N/A
Justin T Marotta Mansfield, OH USA	Retired	Director	Director (Mechanics Bank)	Director Kingwood Center Gardens	0.12%	None	N/A
Thomas N Riester Mansfield, OH USA	Retired	Director	Director (Mechanics Bank)	N/A	1.03%	None	N/A
W Thomas Ross Mansfield, OH USA	Retired	Director	Director (Mechanics Bank)	N/A	2.71%	None	N/A

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Deborah M Schenk Mansfield, OH USA	Retired	Director	Director (Mechanics Bank)	Deputy Treasurer Mansfield City Schools Levy Committee	2.41%	None	N/A
John L Siegenthaler Mansfield, OH USA	President Lind Media Co.	Director	Director (Mechanics Bank)	President & Director Lind Media Company Partner Flats Capital Co., LLC Chair Ohio Health MedCentral Health System Governance Council Director Outdoor Advertising Association of Ohio Partner Lind SignSpring Group, LLC Health Care Partner Trustee 51 Club	4.17%	None	Date may be found in the confidential document
Jerod M Them Mansfield, OH USA	Attorney Weldon, Huston & Keyser LLP	Director	Director (Mechanics Bank)	Board Member Ontario Local Schools Board Member Homestead Place Board Member Ohio District 5 Area Agency on Aging Board Member Leppert Machine Company Board Member Milliron Foundation	0.02%	None	Date may be found in the confidential document

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Richard D Witchey III Mansfield, OH USA	Retired	Director	Director (Mechanics Bank)	Board Member Friendly House Distribution Committee Member Conard Foundation Board Member American Turned Products Erie, PA	0.01%	None	N/A
Fernyak Carlton S Family Various USA	Details may be found in the confidential document						
Siegenthaler John H Family Various USA	Details may be found in the confidential document						
Siegenthaler Thomas R Family Various USA	Details may be found in the confidential document						
Siegenthaler Daniel L Family Various USA	Details may be found in the confidential document						