

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, Dale T. Luebke

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.

Dale T. Luebke
Signature of Holding Company Director and Official

03/15/2024

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

Minster Financial Corp

Legal Title of Holding Company

PO Box 90

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

Minster

OH

45865

City

State

Zip Code

95 W. Fourth Street

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Connie Meiring

VP Operations, Board Sec.

Name

Title

419.628.2351

Area Code / Phone Number / Extension

419.628.4227

Area Code / FAX Number

cmeiring@minsterbank.com

E-mail Address

minsterbank.com (bank's) no website for holding company

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."

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.

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December 31, 2023

Report Item 3: Shareholders

Current Shareholders with ownership, control, or holdings of 5% or more with power to vote as of 12/31/23			Shareholders 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 12/31/23		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number & Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number & Percentage of Each Class of Voting Securities
John R. Eiting Marie E. Eiting (spouse) Portland/OR/USA	USA	59,975 -- 5.5831% 31,040 -- 2.8895% Common Stock	N/A		

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December 31, 2023

Report Item 4: Directors & Officers

(1)(2)(3)(a)(b)(c) and (4)(a)(b)(c)

(1) Names & Address (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 of subsidiaries)	(3)(c) Title & Position with Other Businesses (Include name of other businesses)	(4)(a) Percentage of Voting Shares in Bank 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)
Mark A. Henschen New Knoxville/ OH/USA	N/A	Director, Chairman	Director, Chairman (Minster Bank)	Relay Life Science – Advisory Board	1.0332%	None	N/A
Daniel A. Bensman Anna/OH/USA	Attorney At Law, FGKS Law	Director	Director (Minster Bank)	German Farmers Mutual Insurance Co. – Director FGKS Law – Shareholder/Director/ Treasurer	0.1544%	None	N/A
Robin K. Brandt New Bremen/ OH/USA	Vice President, Crown Equipment Corp.	Director	Director (Minster Bank)	Gast Construction – Secretary	0.0759%	None	Gast Construction – 100%
Mark S. Dominik St. Marys/OH/ USA	Retired	Director	Director (Minster Bank)	None	0.00%	None	N/A
Sean P. Dorsten Minster/OH/USA	President, H.A. Dorsten, Inc.	Director	Director (Minster Bank)	Dorsten Industries – Partner Dorsten Enterprises – Partner HAD Developers, LLC – Member Partner	0.2371%	None	HAD Developers, LLC – 90% H.A. Dorsten – 73%

(1) Names & Address (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 of subsidiaries)	(3)(c) Title & Position with Other Businesses (Include name of other businesses)	(4)(a) Percentage of Voting Shares in Bank 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)
Brian T. Holter Troy/OH/USA	Property Manager, Premier Health	Director	Director (Minster Bank)	The Holter Companies, Inc. – Principal Owner	0.00%	None	The Holter Companies – 100%
Robert D. Parker New Bremen/OH USA	Controller, St. Marys Foundry	Director	Director (Minster Bank)	None	0.3677%	None	N/A
Lonnie D. Pedersen Wapakoneta/OH USA	Chief Operating Officer, Telephone Service Co.	Director	Director (Minster Bank)	Telcom Insurance Group - Director	0.2695%	None	N/A

(1) Names & Address (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 of subsidiaries)	(3)(c) Title & Position with Other Businesses (Include name of other businesses)	(4)(a) Percentage of Voting Shares in Bank 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)
Constance H. Meiring Minster/OH/USA	N/A	V.P. of Operations Officer	V.P of Operations Officer (Minster Bank)	N/A	0.2066%	None	N/A
Clifton R. Perryman Minster/OH/USA	N/A	Chief Financial Officer	Chief Financial Officer (Minster Bank)	N/A	0.0465%	None	N/A
Dale T. Luebke Ft. Loramie/OH/ USA	N/A	President & CEO/ Director	President & CEO/ Director (Minster Bank)	9304 Properties, LLC - Member	0.3542%	None	9304 Properties, LLC – 33%
Daniel F. Heitmeyer Sidney/OH/USA	N/A	V.P. of Commercial Banking	V.P. of Commercial Banking (Minster Bank)	HW Properties LTD- Manager	0.2173%	None	HW Properties LTD – 100%
Alicia R. Hershberger Minster/OH/USA	N/A	V.P. of Retail Banking	V.P. of Retail Banking (Minster Bank)	N/A	0.0044%	None	N/A