

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

FEDERAL RESERVE BANK
OF CLEVELAND

2014 MAR 24 A 10:19

STATISTICS & ANALYSIS
DEPARTMENT

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)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. 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 and top-tier savings and loan 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.

I, Ronald D. Eschbach

Name of the Holding Company Director and Official

President

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

03/21/2014

Date of Signature

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

For Federal Reserve Bank Use Only

RSSD ID

C.I.

1129896

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

December 31, 2013

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Diamond BancShares, Inc.

Legal Title of Holding Company

PO Box 727

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

Antwerp

OH

45813

City

State

Zip Code

305 S. Main St., Antwerp, OH 45813

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Ronald D. Eschbach

President

Name

Title

419-258-5351

Area Code / Phone Number / Extension

419-258-9371

Area Code / FAX Number

reschbach@antwerpexchangebank.com

E-mail Address

www.antwerpexchangebank.com

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

Does the reporter request confidential treatment for any portion of this submission?

☐ Yes Please identify the report items to which this request applies:

☐ In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

☐ The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

☒ No

For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)
Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
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Physical location (if different from mailing address)	Physical location (if different from mailing address)
Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)

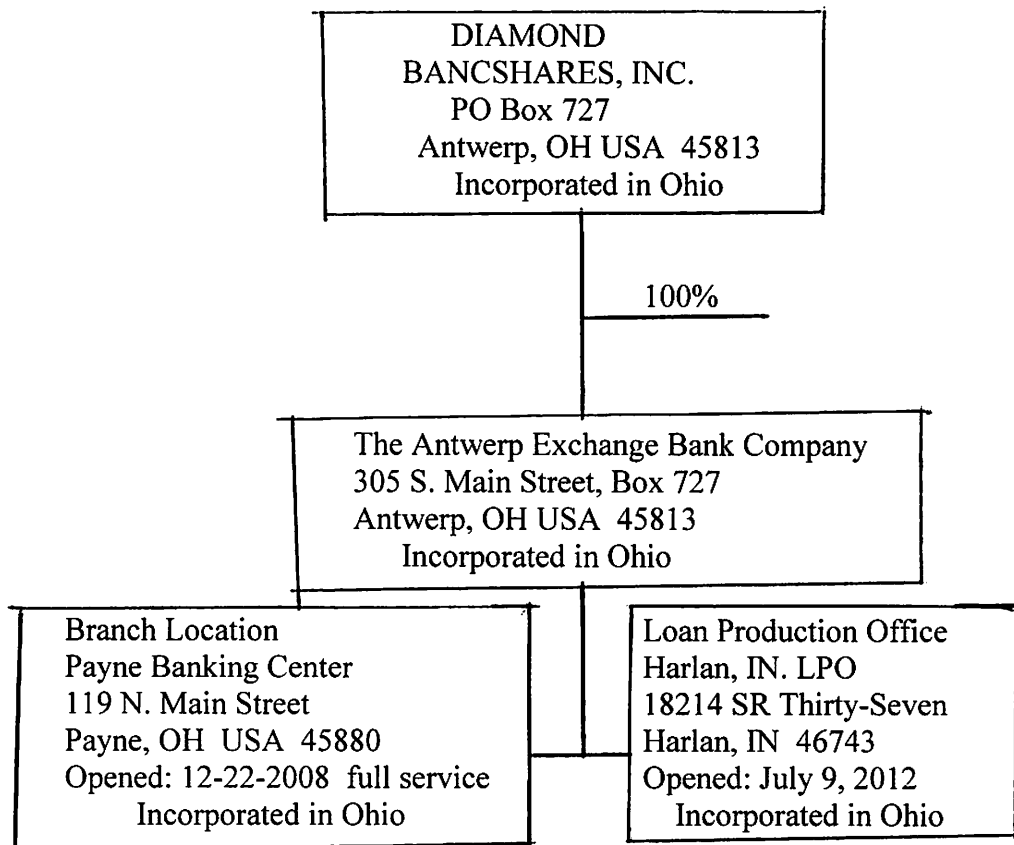
DIAMOND BANCSHARES, INC.
ANTWERP, OH 45813
FISCAL YEAR ENDING DECEMBER 31, 2013

Report Item 1: Annual report to shareholders

(a)The BHC does prepare an annual report for its shareholders.

Two copies of the annual report to shareholders are included with the FR Y-6 report

Report Item 2: Organizational Chart



Results: A list of branches for your depository institution: ANTWERP EXCHANGE BANK COMPANY, THE (ID_RSSD: 91615).
 This depository institution is held by DIAMOND BANKSHARES, INC. (1129696) of ANTWERP, OH.
 The data are as of 12/31/2013. Data reflects information that was received and processed through 02/07/2014.

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)	91615	ANTWERP EXCHANGE BANK COMPANY, THE	305 SOUTH MAIN ST	ANTWERP	OH	45813	PAULDING	UNITED STATES	9076		0	ANTWERP EXCHANGE BANK COMPANY, THE	91615
OK		Full Service	3921188	PAYNE BANKING CENTER	119 NORTH MAIN STREET	PAYNE	OH	45880	PAULDING	UNITED STATES	486588		1	ANTWERP EXCHANGE BANK COMPANY, THE	91615

Report Item 3: Shareholders

Current shareholders with ownership, control or holdings of 5% or more with power to vote as of 12/31/13.

(1)(a) Name & Address (City & State)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities
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(1)(a) NONE

(1)(b) N/A

(1)(c) N/A

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 12/31/13.

2(a) Hope E. Smith
Antwerp, OH. USA

2(b) USA

2(c) 8995 Shares 6.2834%
common stock

Report Item 4: Insiders

1. Name and Address: **Michael L. Arend**
Paulding, OH. [REDACTED] USA
2. Principal Occupation: Certified Public Accountant
3. Title or Position With: (a) Holding Company-Director
(b) Subsidiaries-Director, Antwerp Exchange Bank Co.
(c) Other Company-Treasurer @ Arend, Laukhuf & Stoller, Inc.;
Treasurer for MRDD campaign; Chairman for Finance
Committee of Divine Mercy Catholic Parrish; Trustee for Lela
Jeffery Trust
4. Number of Shares: (a) Holding Company—100 common shares .0698%
(b) Subsidiaries--None
(c) Other Company—Less than 25% ownership

1. Name and Address: **Joseph H. Barker**
Antwerp, OH [REDACTED] USA
2. Principal Occupation: Farmer
3. Title or Position With: (a) Holding Company – Director
(b) Subsidiaries – Director, Antwerp Exchange Bank Co
(c) Other Company-None
4. Number of Shares: (a) Holding Company – 392 common shares .2738%
(joint with spouse) - 2456 common shares 1.7156%
TOTAL SHARES 2848 common shares 1.9894%
(b) Subsidiaries – None
(c) Other Company - None

1. Name and Address: **Carol J. Chilcote**
Antwerp, OH [REDACTED] USA
2. Principal Occupation: Retired Teacher
3. Title or Position: (a) Holding Company – Chairman
(b) Subsidiaries – Chairman, Antwerp Exchange Bank Co
(c) Other Company-None
4. Number of Shares: (a) Holding Company – 7060 common shares 4.9317%
(b) Subsidiaries-None
(d) Other Company-None

1. Name and Address **Shawn R. Dooley**
Antwerp, OH [REDACTED] USA
2. Principal Occupation: Funeral Home Director
3. Title or Position: (a) Holding Company-Director
(b) Subsidiaries-Director, Antwerp Exchange Bank Co.
(c) Other Company- President, Dooley Funeral Home, Inc.;
Chairman, Antwerp Cemetery Assn.; Board member,
Paulding County American Cancer Society; member, Divine
Mercy Catholic Parrish Finance Committee
4. Number of Shares (a) Holding Company-50 common shares .0349%
(joint with Spouse) 1575 common shares 1.1002%
TOTAL SHARES- 1625 common shares 1.135%
(b) Subsidiaries-none
(c) Other Company- 100%

1. Name and Address: **Ronald D. Eschbach**
Antwerp, OH [REDACTED] USA
2. Principal Occupation: Banker
3. Title or Position: (a) Holding Company – Director, President & Treasurer
(b) Subsidiaries – Director & President
Antwerp Exchange Bank Co.
(c) Other Company – trustee, Antwerp Exchange Bank Co.
401(K) plan; Director, Great Lakes Bankers Bank
4. Number of Shares: (a) Holding Company – 500 common shares .3492%
(b) Subsidiaries - None
(c) Other Company - None

1. Name and Address: **John M. Kobee**
Antwerp, OH [REDACTED] USA
2. Principal Occupation: Banker
3. Title or Position: (a) Holding Company-Secretary & Asst. Treasurer
(b) Subsidiaries-Senior Vice President, CFO & Secretary,
Antwerp Exchange Bank Co
(e) Other Company- Board member, Paulding Co. Economic
Development; Pres. of N.W. Ohio Auditors Assn.; Board
member, Antwerp CIC; Board of Trustees of Paulding Co.
Hospital
4. Number of Shares: (a) Holding Company – 14 common shares .0097%
(b) Subsidiaries - None
(c) Other Company - None

1. Name and Address: **Timothy P. Yenser**
Antwerp, OH [REDACTED] USA
2. Principal Occupation: Businessman
3. Title or Position: (a) Holding Company - Director
(b) Subsidiaries – Director-Antwerp Exchange Bank Co.
(c) Other Company – Director, Vice President
C & Y Oil Co.
4. Number of Shares: (a) Holding Company – 200 common shares .1396%
(b) Subsidiaries - None
(c) Other Company – Less than 25% ownership

1. Name and Address: **Gordon D. Barnes**
Fort Wayne, IN [REDACTED] USA
2. Principal Occupation: Banker
3. Title or Position: (a) Holding Company—None
(b) Subsidiaries—Senior Vice President
Antwerp Exchange Bank Company
(c) Other Company—none
4. Number of Shares: (a) Holding Company—
5 common shares .0034%
(b) Subsidiaries—None
(c) Other Company--None

1. Name and Address: **Lora S. Longberry**
Antwerp, OH [REDACTED] USA
2. Principal Occupation: Banker
3. Title or Position: (a) Holding Company-Asst. Secretary
(b) Subsidiaries-Vice President
Antwerp Exchange Bank Company
(c) Other Company-None
4. Number of Shares: (a) Holding Company
24 common shares.0167%
(b) Subsidiaries-None
(c) Other Company-None

1. Name and Address: **Joyce R. Parrish**
Antwerp, OH [REDACTED] USA
2. Principal Occupation: Banker
3. Title or Position: (a) Holding Company-None
(b) Subsidiaries-Vice President
Antwerp Exchange Bank Company
(c) Other Company-None
4. Number of Shares (a) Holding Company
18 common shares.0125%
(b) Subsidiaries-None
(c) Other Company-None

1. Name and Address: **Geoffrey L. Hyman**
Payne, OH [REDACTED] USA
2. Principal Occupation: Banker
3. Title or Position: (a) Holding Company-None
(b) Subsidiaries-Vice President
Antwerp Exchange Bank Company
(c) Other Company; Recorder for Knights of Columbus;
Treasurer for Payne Chamber of Commerce
4. Number of Shares (a) Holding Company
61 common shares.0427%
(b) Subsidiaries-None
(c) Other Company-None

1. Name and Address: **Twila D. Demongeot**
Antwerp, OH [REDACTED] USA
2. Principal Occupation: Banker
3. Title or Position: (a) Holding Company—None
(b) Subsidiaries—Assistant Vice Pres., Antwerp Exchange Bank
Co.
© Other Company—Fiscal Officer of Carryall Twp.;
4. Number of Shares: (a) Holding Company
30 common shares .0209%
(b) Subsidiaries—None
(c) Other Company—None

1. Name and Address: **Keith L. Malfait**
Spencerville, IN [REDACTED] USA
2. Principal Occupation: Banker
3. Title or Position (a) Holding Company—None
(b) Subsidiaries—Vice President, Antwerp Exchange Bank Co.
and Harlan LPO
© Other Company—None
4. Number of Shares (a) Holding Company—None
(b) Subsidiaries—None
© Other Company--None