FEDERAL RESERVE BANK OF CLEVELAND

Board of Governors of the Federal Reserve System

2015 JUL -6 P 3:30

Annual Report of Holding Companies—FR Y-6

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, Marlene K. Barkheimer
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.

Signature of Holding Company Director and Official

03/27/2015
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 1883219
C.I. _____

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2014
Month / Day / Year

N/A
Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address
Community Independent Bancorp, Inc.
Legal Title of Holding Company

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

West Salem	OH	44287
City	State	Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Brenda Strunk	CFO
Name	Title

419-496-2641
Area Code / Phone Number / Extension

419-281-2413
Area Code / FAX Number

exec@farmersstate-oh.com
E-mail Address

https://www.farmersstate-oh.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

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

COMMUNITY INDEPENDENT BANCORP, INC.
11 SOUTH MAIN ST. P.O. BOX 801
WEST SALEM, OHIO 44287

ANNUAL REPORT OF BANK HOLDING COMPANIES FR-Y6

ITEM 1 : BANK HOLDING COMPANY FINANCIAL STATEMENTS

B. ANNUAL REPORTS TO SHAREHOLDERS - The annual report to shareholders for the year ended December 31, 2014, required by this section is attached to this filing as Exhibit 1.

ITEM 2a: ORGANIZATION CHART

Community Independent Bancorp, Inc. owns 100% of the stock of Farmers State Bank. In addition, it owns 100% of the non-voting stock of CIB Insurance Agency, Inc. The voting class of stock for the insurance agency is, by Ohio Revised Code, held by natural persons. These persons act as directors for the corporation. Community Independent Bancorp, Inc. also owns 100% of the stock of CIB Appraisal Service, Inc. Exhibit 2 shows the relationship of these corporations.

ITEM 2b: Domestic Branch Listing

The Domestic Branch Listing required by this section was emailed to Structure@clev.frb.org.

ITEM 3: SHAREHOLDERS

1. The following table sets forth, as of December 31, 2014, the name and address of each person who owns of record or who is known by the Board of Directors to be the beneficial owner of more than five percent (%) of the Corporation's outstanding common stock, the number of shares beneficially owned by such person and the percentage of the Corporation's outstanding common stock so owned.

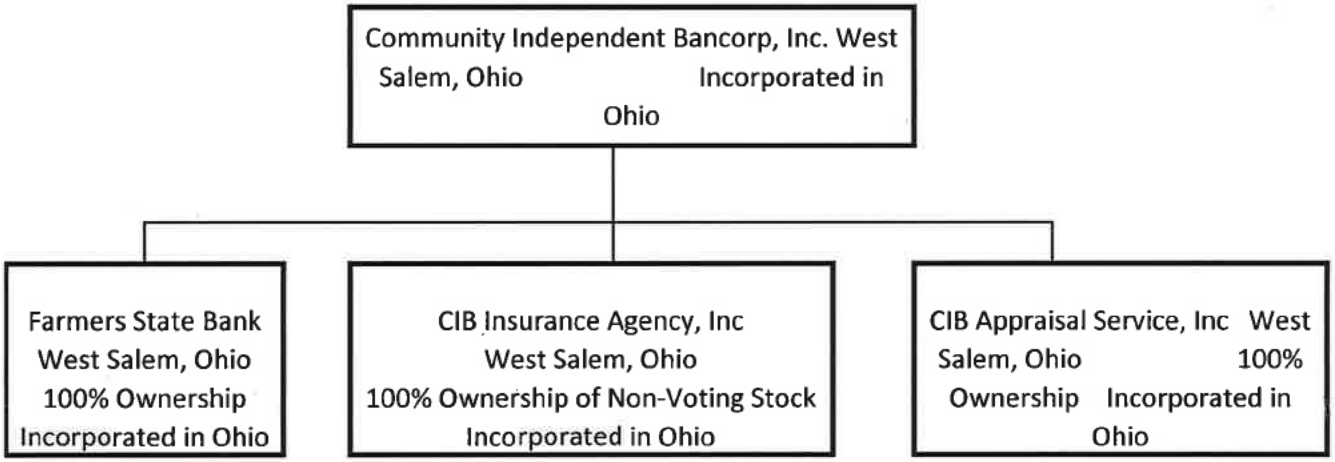
Name and Address	Shares Beneficially Owned	% of Outstanding Common Stock Beneficially Owned
1. Smarco Inc. (ESOP) PO Box 232 Millersburg, OH 44654	23,928	6.58%

ITEM 4. DIRECTORS AND OFFICERS

The information requested by this item is attached to this filing as Exhibit 3.

Exhibit 2

Form FR Y-6



Results: A list of branches for your depository institution: FARMERS STATE BANK (ID_RSSD: 327220).
This depository institution is held by COMMUNITY INDEPENDENT BANCORP, INC. (1883219) of WEST SALEM, OH.
The data are as of 12/31/2014. Data reflects information that was received and processed through 01/07/2015.

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)	327220	FARMERS STATE BANK	11 SOUTH MAIN ST.	WEST SALEM	OH	44287	WAYNE	UNITED STATES	5514	0	FARMERS STATE BANK	327220	
Change	Oct-15	Limited Service	1847202	ASHLAND BRANCH	2017 BANEY RD.	ASHLAND	OH	44805	ASHLAND	UNITED STATES	218796	1	FARMERS STATE BANK	327220	Drive thru only
OK		Full Service	3667507	EAST MAIN STREET BRANCH	1690 E MAIN ST	ASHLAND	OH	44805	ASHLAND	UNITED STATES	218797	2	FARMERS STATE BANK	327220	
OK		Full Service	3398339	MARSHALLVILLE BRANCH	10 N. MAIN ST.	MARSHALLVILLE	OH	44645	WAYNE	UNITED STATES	446056	3	FARMERS STATE BANK	327220	
OK		Full Service	3667516	RITTMAN BRANCH	205 NORTH MAIN STREET	RITTMAN	OH	44270	WAYNE	UNITED STATES	456610	4	FARMERS STATE BANK	327220	

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31-Dec-14

Report Item: 4 Directors and Officers

(1)Name, City, State, Country	(2)Principal Occupation if other than with BHC	(3)(a)Title & Position w/ BHC	(3)(b)Title & Position w/ Bank	(3)(b)Title & Position w/ Insurance Co.	(3)(b)Title & Position w/ Appraisal Co.	(3)('c) Title & Position w/ other Business	(4)(a)(b) % of voting shares in BHC and Subs	(4)('c) Other Companies if 25% or more of voting shares held
Brenda Strunk, West Salem, OH, USA	N/A	N/A	VP & CFO	N/A	N/A	N/A	.18% BHC	N/A
Frances Samson, Orrville, OH, USA	N/A	N/A	VP/SR Lender	N/A	N/A	N/A		N/A
Darren Eikleberry, West Salem, OH, USA	N/A	N/A	CIO	N/A	N/A	N/A	.25% BHC	N/A
Cystal Gibbs, West Salem, OH, USA	N/A	N/A	HR	N/A	N/A	N/A	0.12% BHC	N/A

Marlene K Barkheimer (3)('c) attachement

Wooster Local Foods Co-Op, Inc, (Treasurer)
Friends of Hospice, Wayne Co., Ohio, (Treasurer/Director)
Wayne Co. Community Foundation (Director)
Epcor (Director)
AU- COBE (Advisory Board Director)
Wayne Co. Childrens Services (Advisory Board Director)
Lodi Community Hospital (Director)
Akron General Systems (Board Director)

Dan McNaull (3)('c) attachement

Firelands Electric Co-Op, Board President
Ohio Rural Electric Co-Op, Trustee

Carl Schlatter (3)('c) attachement

Apostolic Christian Nursing Home, Director
Gateway Woods Childrens home, Director

Exihibit 3

FORM FR Y-6

31-Dec-14

Report Item: 4 Directors and Officers

(1)Name, City, State, Country	(2)Principal Occupation if other than with BHC	(3)(a)Title & Position w/ BHC	(3)(b)Title & Position w/ Bank	(3)(b)Title & Position w/ Insurance Co.	(3)(b)Title & Position w/ Appraisal Co.	(3)('c) Title & Position w/ other Business	(4)(a)(b) % of voting shares in BHC and Subs	(4)('c) Other Companies if 25% or more of voting shares held
Marlene K Barkheimer West Salem,OH, USA	N/A	President & CEO, Director	President & CEO, Director	President & Director	President/ Director	Please see attached	4.88% BHC 20.0% INS	N/A
Donald S Buren, West Salem,OH, USA	Buren Ins Group, Inc.	Director	Director	N/A	Director	Holmes/Wayne Electric Co-Op-Trustee	1.93% BHC	N/A
Donald Bowman, Ashland, OH, USA	CPA, VP Baker, Bowman & Co.	Director	Director	N/A	N/A		.06% BHC	N/A
Daniel McNaull, Ashland, OH, USA	Owner, Ashland Implement	Director	Director	Director	N/A	Please see attached	.96% BHC 20.0% Ins	Ashland Implement (25%) MCX Corp (25%)
Bruce Keener West Salem, Oh, USA	Commodity Blenders, Inc. and Bruce Keener Trucking,	N/A	Director	N/A	N/A	N/A	.69% BHC	Commodity Blenders (50%) Bruce Keener Trucking (50%)
Carlton Schlatter, West Salem, USA	President, Tri-County Animal Clinic	Director	Director	Chairman	Chairman	Please see attached	1.43% BHC 20.0% Ins	Tri-County Animal Clinic (50%)
Betty E Eichel, West Salem, OH, USA	N/A	Secretary	Secretary	Secretary	Secretary	N/A	.26% BHC	N/A
Michael P Welch, Ashland, OH, USA	N/A	Director	Vice President & Director	Director	N/A	N/A	.43% BHC 20.0%Ins	GHS Rentals, LTD (25%)
R Scott Wertz, West Salem, OH, USA	Owner, Wertz Electric	Chairman	Chairman	Director	N/A	N/A	1.34% BHC 20.0% Ins	Wertz Electric (100%)