Board of Governors of the Federal Reserve System



to be an

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)(A) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)(A)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

NOTE: The Annual Report of Holding Companias must be signed by one director of the top-tier holding company. This individual should elso 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.

James V. Dionise	
Name of the Holding Company Director and Official	Mars National Bancorp, In
President, Chief Executive Officer and Director	Legal Title of Holding Company
Title of the Holding Company Director and Official	145 Grand Avenue, PO Bo
attest that the Annual Report of Holding Companies (including	(Mailing Address of the Holding Comp
the supporting attachments) for this report date has been pre-	Mars
pared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.	City St
With respect to information reporting individuals contained in this	Physical Location (if different from ma
With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this	Person to whom questions at

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 3/15/17 Bate of Signature
8	For holding companies <u>not</u> registered with the SEC- indicale status of Annual Report to Shareholders: Is included with the FR Y-6 report will be sent under separate cover ts not prepared
	For Federal Reserve Bank Use Only RSSD ID C.I.

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.

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

December 31, 2016

Month / Day / Year

N/A

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

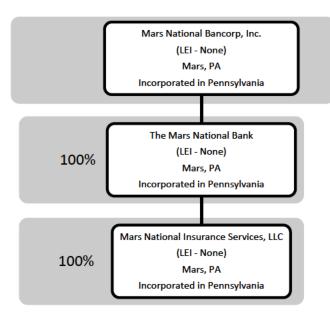
Reporter's Name, Street, and Mailing Address

C. x 927 any) Street / P O Box PA 16046 tate Zip Code iling address) bout this report should be directed: Exec VP, Treasurer & CFO Michael J. Kirk Name Title 724-625-1555 X231 Area Code / Phone Number / Extension 724-625-8570 Area Code / FAX Number mkirk@marsbank.com E-mail Address htips://marsbank.com

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

is confidential treatment requested for any portion 0=No of this report submission? 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."

Public reporting burden for this information collection is estimated to vary from 1.3 to 10t hours per response, with an average of 5.50 hours per response, including time to gather and maintain data in tha 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 2055t, and to the Office of Managemant and Budget, Paperwork Reduction Project (7100-0297), Washington, OC 20503,



Results: A list of branches for your holding company: MARS NATIONAL BANCORP, INC. (4655266) of MARS, PA. The data are as of 12/31/2016. Data reflects information that was received and processed through 01/10/2017.

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)	978622	MARS NATIONAL BANK, THE	145 GRAND AVENUE	MARS	PA	16046	BUTLER	UNITED STATES	5069	0	MARS NATIONAL BANK, THE	978622	
OK		Full Service	2121655	PENN BRANCH	600 P TTSBURGH ROAD	BUTLER	PA	16002	BUTLER	UNITED STATES	216955	4	MARS NATIONAL BANK, THE	978622	
OK		Full Service	979124	CRANBERRY BRANCH	20246 ROUTE 19	CRANBERRY TWP	PA	16066	BUTLER	UNITED STATES	216954	3	MARS NATIONAL BANK, THE	978622	
Change		Full Service	81625	RICHLAND BRANCH	5552 WILLIAM FLYNN HIGHWAY	GIBSONIA	PA	15044	ALLEGHENY	UNITED STATES	216952	1	MARS NATIONAL BANK, THE	978622	
OK		Full Service	4139663	HERITAGE CREEK OFFICE	21: SCHARBERRY LANE	MARS	PA	16046	BUTLER	UNITED STATES	492725	6	MARS NATIONAL BANK, THE	978622	

Form FR Y-6

Legal Title of Holding Company: Mars National Bancorp, Inc. Fiscal Year End: December 31, 2016

Report Item 3: Securities Holders 1(a)(b)(c) and 2(a)(b)(c)

***Instructions Please complete all items in red, in addition to including all applicable securities holders for Items 1 and 2 for each holding company in your organization. If there are none for either item, please include "None" or "N/A." (Please see Appendix A of the report instructions for an example of how to report Items 1 and 2.) 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, set at the space where you would like the line break. Institution's Note: Pursuant to applicable Board of Governors of the Federal Reserve System regulations and the instructions for the FRY-6, the share totals and percentages include shares held directly and attributed to the person through acting in concert.

			Securities holders not listed in 3(11)(a) through 3(11)(c).	That had ownership, control, or holdings of 5	% or more with power to vote during the				
Current securities holders with ownership, con	trol, or holdings of 5% or more with powe	r to vote as of fiscal year ending 12-31-2016.	securities noiders 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 12-31-2016.						
1(a) Name, City, State, Country	1(b) Country of Citizenship or Incorporation	1(c) Number and Percentage of Each Class of Voting Securities (Please include type of security.)	2(a) Name, City, State, Country	2(b) Country of Citizenship or Incorporation	2(c) Number and Percentage of Each Class of Voting Securities (Please include type of security.)				
Janet L. van Buskirk Balentine, Mars, PA, United States	United States	21,184 shares/26.48%	NZA	81/A	NI/A				
Dianne Dobson Howard, Girard, PA, United States	United States	15,952 shares/19.94%	N/A	N/A	N/A N/A				
Charles A. Norton, Mars, PA, United States	United States	15,952 shares/19.94%	N/A	N/A	N/A				
Patricia Sutton van Buskirk, Mars, PA, United States	United States	21,184 shares/26.48%	N/A	N/A	N/A				
Barbara van Buskirk, Portsmouth, N.H., United States	United States	21,184 shares/26.48%	N/A	N/A	N/A				
Above individuals presented as acting in concert									
View Developer Francisco									
Van Buskirk family Janet L. van Buskirk Balentine, Mars, PA, United States									
Patricia Sutton van Buskirk, Mars, PA, United States									
Barbara van Buskirk, Portsmouth, N.H., United States									
Dobson Howard family									
Dianne Dobson Howard, Girard, PA, United States									
Charles A. Norton, Mars, PA, United States									
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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.

Returned Returned Fund Returned Fund Fund <th>Institution's Note: Pursuant to applicable Board</th> <th>of Governors of the Federal Reserve System regulati</th> <th>ions and the instructions for the FR Y-6, the</th> <th>share totals and percentages include shares h</th> <th>held directly and indirectly and attributed to</th> <th>the person through acting in concert.</th> <th></th> <th></th>	Institution's Note: Pursuant to applicable Board	of Governors of the Federal Reserve System regulati	ions and the instructions for the FR Y-6, the	share totals and percentages include shares h	held directly and indirectly and attributed to	the person through acting in concert.		
Bith Clapp. Andrea XM, PAL, March Marcolan XM, March Ma	(1) Name, City, State, Country	Company	(3)(a) Title & Position with Holding Company	Title & Position with Subsidiaries	Title & Position with Other Companies	Percentage of Voting Shares in Holding	Percentage of Voting Shares in Subsidiaries	partnerships) if 25% or more of Voting Securities are Held (list names of companies and percentage of
μml μ abox Bachen March (black) kml abox Bachen March (black) <t< td=""><td>Dallas C. Hipple, Renfrew, PA, United States</td><td>Retired - Mars National Bank (formerly President and Chief Executive Officer)</td><td></td><td>Chairman of the Board</td><td>N/A</td><td>600 shares/0.75%</td><td>N/A</td><td>N/A</td></t<>	Dallas C. Hipple, Renfrew, PA, United States	Retired - Mars National Bank (formerly President and Chief Executive Officer)		Chairman of the Board	N/A	600 shares/0.75%	N/A	N/A
Rinu dench Misch Model Aund Softward Model man Audit Comput Maximum Audit Compu	Janet L. van Buskirk Balentine, Mars, PA, United		Principal securities holder and Vice Chairman of the Board	Vice Chairman of the Board	Settlement Officer, Everest Settlement	21,184 shares/26.48%	N/A	N/A
B Chever Developed Notes Hard Montes There Have Undergy Developed Notes Have		President/Treasurer)						
General Resource Decide Decide <thdecide< th=""> <</thdecide<>	Dr. Daniel J. Cole, Wexford, PA, United States	President, James Austin Company Medical Doctor, Three Rivers Urology			Medical Doctor, Three Rivers Urology	1,097 shares/1.37% 1,531 shares/1.91%		1.92.4.5
J.hyber, P.K. Unsd Shite Selent, Byes and Select Company Nector Pector	Kenneth R. Fleeson, Cranberry Twp., PA, United				Inc.		13/73	1.967.5
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Mchail Mcm Mcm Mcm Starw Mcm Mcm </td <td>James V. Dionise, Wexford, PA, United States</td> <td></td> <td>President and Chief Executive Officer</td> <td>President and Chief Executive Officer</td> <td></td> <td></td> <td>N/A</td> <td>N/A</td>	James V. Dionise, Wexford, PA, United States		President and Chief Executive Officer	President and Chief Executive Officer			N/A	N/A
Charles Aborto, Mars, Publick States Image sourcites folder NA NA 1.958 share/19.9% NA NA Britels Juntowskilve Streed Finde Streed working Streed Proge sourcites folder NA 1.138 share/26.4% NA NA Britels Juntowskilve Streed Proge sourcites folder NA NA 1.138 share/26.4% NA NA Britels Juntowskilve Streed Proge sourcites folder NA NA NA NA NA Britels Juntowskilve Streed Proge sourcites folder NA NA NA NA NA Britels Juntowskilve Streed Proge sourcites folder NA NA NA NA NA Streed	Michael J. Kirk, Pittsburgh, PA, United States	Patirad - Pracidant and Chief Evenutive Officer of				155 shares/0.19%	N/A	N/A
Barbara van Buskirk, Pertsmouth, NH, Uhiel Setting Minopel secting in Control NA 21.84 sens/26.48%, NA NA NA Barbara van Buskirk, Pertsmouth, NH, Uhiel Setting Finance	Charles A. Norton, Mars, PA, United States	the Bank			1.577.5		1.47.7.5	13273
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