

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)(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.

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, Edward James Largent III

Name of the Holding Company Director and Official

Westfield Group Leader, 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

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. \_\_\_\_\_

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.

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

Ohio Farmers Insurance Company

Legal Title of Holding Company

P.O. Box 5001

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

Westfield Center

OH

44251

City

State

Zip Code

One Park Circle, Westfield Center, OH 44251

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Joy Wendzicki

Staff Accountant

Name \*

Title

330-887-6093

Area Code / Phone Number / Extension

330-887-7626

Area Code / FAX Number

InsSLHC@westfieldgrp.com

E-mail Address

www.westfieldinsurance.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.

### Westfield Bancorp, Inc.

Legal Title of Subsidiary Holding Company

P.O. Box 5002

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

Westfield Center OH 44251  
City State Zip Code

Two Park Circle, Westfield Center, OH 44251

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

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**Form FR Y-6**

**Ohio Farmers Insurance Company**

**Westfield Center, Ohio**

**Fiscal Year Ending December 31, 2016**

Report Item 1: An Annual Report to Shareholders is not prepared for Ohio Farmers Insurance Company and Westfield Bancorp Inc.

Report Item 2a: Organizational Chart

Legal Name		Legal Entity Identifier (LEI)	City, State	State of Incorporation	Percentage Ownership
Ohio Farmers Insurance Company		N/A	Westfield Center, OH	Ohio	
	Westfield Insurance Company	N/A	Westfield Center, OH	Ohio	100%
	Westfield National Insurance Company	N/A	Westfield Center, OH	Ohio	100%
	American Select Insurance Company	N/A	Westfield Center, OH	Ohio	100%
	Old Guard Insurance Company	N/A	Westfield Center, OH	Ohio	100%
	Westfield Management Company	N/A	Westfield Center, OH	Ohio	85%
	Westfield Marketing LLC	N/A	Westfield Center, OH	Ohio	100% Managing Partner
	Westfield Services, Inc.	N/A	Westfield Center, OH	Ohio	100%
	Westfield Bancorp, Inc.	N/A	Westfield Center, OH	Ohio	100%
	Westfield Bank, FSB	HDU55UX4CXD9YSL1U194	Westfield Center, OH	Ohio	100%
	Westfield Credit Corp.	N/A	Westfield Center, OH	Ohio	100%
	Westfield Asset Management, LLC	N/A	Westfield Center, OH	Ohio	100% Managing Partner

Report Item 2b: Domestic branch listing submitted via email on 3/21/2017 to the Cleveland Federal Reserve Bank.

Report Item 3: Securities Holders – Not Applicable for Ohio Farmers Insurance Company.

Securities Holders – Not Applicable for Westfield Bancorp, Inc.

**Form FR Y-6**  
**Ohio Farmers Insurance Company**  
**Fiscal Year Ending December 31, 2016**

Report Item 4: Insiders - Ohio Farmers Insurance Company

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in 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)
<b>Board Members:</b>							
Cheryl L. Carlisle Hinckley, OH, USA	Retired	Director	N/A	Retired, Audit Partner - Ernst & Young LLP	None	< 1%	None
Dr. Faiborz Ghadar State College, PA, USA	Professor/Consultant	Director	N/A	Chaired Professor Smeal College of Business - Penn State University	None	< 1%	None
Gary D. Hallman Medina, OH, USA	Retired	Director	N/A	Retired, President & Chief Executive Officer - Medina General Hospital	None	< 1%	None
Susan J. Insley Palmetto, FL, USA	Retired	Director	N/A	Retired, Executive Vice President - Cochran Group, Inc.	None	< 1%	None
John P. Lanigan, Jr. Bay Village, OH, USA	Dean	Director	N/A	Dean of Business School - Baldwin Wallace University	None	< 1%	None
Edward J. Largent III Doylestown, OH, USA	N/A	Director, Chief Executive Officer, President, and Chairman of the Board	N/A	N/A	None	< 1%	None
Craig D. Pfeiffer Huntington, NY, USA	President/CEO	Director	N/A	President/CEO - Money Management Institute, Advisors Ahead, LLC, and Hofting Group, LLC	None	< 1%	None
Billie K. Rawot Ponte Vedra, FL, USA	Retired	Director	N/A	Retired, Senior Vice President & Controller Eaton Corporation	None	< 1%	None
John L. Watson Dayton, OH, USA	Owner	Director	N/A	Owner - Watson Properties, DBA La Crema Coffee	None	< 1%	None
Thomas E. Workman New York, NY, USA	Retired	Director	N/A	Retired, President/CEO - Life Insurance Council of New York	None	< 1%	None
<b>Officers</b>							
Frank A. Carrino Medina, OH, USA	N/A	Secretary & General Counsel	Secretary & General Counsel - Westfield Bancorp, Inc.	N/A	None	< 1%	None
Joseph C. Kohmann Wadsworth, OH, USA	N/A	Treasurer & Group Finance Leader	N/A	N/A	None	< 1%	None
Edward J. Largent III Doylestown, OH, USA	N/A	Director, Chief Executive Officer, President, and Chairman of the Board	N/A	N/A	None	< 1%	None
<b>Senior Executives:</b>							
Dennis Baus Wooster, OH, USA	N/A	National Surety Leader	N/A	N/A	None	< 1%	None
Bambi Beshire Medina, OH, USA	N/A	Controller	N/A	N/A	None	< 1%	None
Robert W. Bowers Aurora, OH, USA	N/A	National Claims Leader	N/A	N/A	None	< 1%	None
Christina A. Gardner Medina, OH, USA	N/A	Group Internal Audit Leader	N/A	N/A	None	< 1%	None
Robyn R. Hahn Millersburg, OH, USA	N/A	Group Marketing and Communications Leader	N/A	N/A	None	< 1%	None
Terry L. McClaskey Stow, OH, USA	N/A	Personal Lines Division Leader	N/A	N/A	None	< 1%	None
James R. Merz Medina, OH, USA	N/A	Group Actuarial and Analytics Leader	N/A	N/A	None	< 1%	None
Martha J. Oakes Westfield Center, OH, USA	N/A	National Commercial Lines Leader	N/A	N/A	None	< 1%	None
Christopher M. Paterakis Akron, OH, USA	N/A	Group HR Leader	N/A	N/A	None	< 1%	None
Michael J. Prandi Medina, OH, USA	N/A	Insurance Operations Leader	N/A	N/A	None	< 1%	None
Elizabeth M. Riczko Westfield Center, OH, USA	N/A	Group Underwriting and Product Leader	N/A	N/A	None	< 1%	None
Stuart W. Rosenberg Medina, OH, USA	N/A	Group Administration Leader	N/A	N/A	None	< 1%	None
Peter Robert Schwanke Westfield Center, OH, USA	N/A	Group Risk Management Leader	N/A	N/A	None	< 1%	None
Stephen John Tien Hinckley, OH, USA	N/A	Group IT Leader	N/A	N/A	None	< 1%	None
Craig D. Welsh Medina, OH, USA	N/A	Group Distribution Leader	N/A	N/A	None	< 1%	None
George Krieg Wisneski Wadsworth, OH, USA	N/A	Chief Investment Officer	N/A	N/A	None	None	None

**Form FR Y-6**  
**Ohio Farmers Insurance Company**  
**Fiscal Year Ending December 31, 2016**

Report Item 4: Insiders - Westfield Bancorp, Inc

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in 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
<b>Board Members:</b>							
Paul Carleton Shaker Heights, OH, USA	Managing Partner	N/A	Director	Managing Partner - Carleton McKenna & Co, Inc	None	None	None
Gary Clark Wooster, OH, USA	Retired	N/A	Director	Retired - Westfield Bancorp, Inc	None	None	None
Gary Hallman Medina, OH, USA	Retired	N/A	Director	Retired, Chief Executive Officer - Medina General Hospital	None	None	None
Nancy Heinen Hunting Valley, OH, USA	Retired	N/A	Director	Retired, Vice President - Marketing BP, p l c	None	None	None
Michael Jeans Grafton, OH, USA	President/CEO	N/A	Director	President/CEO - Growth Opportunity Partners	None	< 1%	None
Edward J Largent III Doylestown, OH, USA	N/A	Director, Chief Executive Officer President, and Chairman of the Board	N/A	N/A	None	< 1%	None
Anthony Manna Akron, OH, USA	Chairman & CEO	N/A	Director	Chairman & Chief Executive Officer - Signet Enterprises, LLC	None	None	None
Jeffery A Walters Canal Fulton, OH, USA	Managing Director	N/A	Director	Managing Director - CBIZ, MHM, LLC	None	< 1%	None
<b>Officers</b>							
John T H Batchelder Doylestown, OH, USA	N/A	N/A	Assistant Secretary - Westfield Bancorp, Inc	N/A	None	None	None
Matthew A Berthold Medina, OH, USA	N/A	N/A	Chief Administrative Officer - Westfield Bancorp, Inc	N/A	None	None	None
Frank A Carrino Medina, OH, USA	N/A	Secretary & General Counsel	Secretary & General Counsel - Westfield Bancorp, Inc	N/A	None	< 1%	None
Cynthia A Mahl Avon, OH, USA	N/A	N/A	Chief Financial Officer - Westfield Bancorp, Inc	N/A	None	None	None
Jon Park Medina, OH, USA	N/A	N/A	Chairman & Leader - Westfield Bancorp, Inc	N/A	None	None	None
Timothy Phillips Medina, OH, USA	N/A	N/A	Director & President - Westfield Bancorp, Inc	N/A	None	None	None
Matthew W Sprang Lakeville, OH, USA	N/A	N/A	Agency Banking Leader - Westfield Bancorp, Inc	N/A	None	None	None
Kevin Vonderau Spencer, OH, USA	N/A	N/A	Chief Lending Officer - Westfield Bancorp, Inc	N/A	None	None	None

**Results:** A list of branches for your depository institution **WESTFIELD BANK, FSB (ID\_RSSD 2986407)**.  
This depository institution is held by **WESTFIELD BANCORP (3828670)** of **WESTFIELD CENTER, OH**.  
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)	2986407	WESTFIELD BANK, FSB	TWO PARK CIRCLE	WESTFIELD CENTER	OH	44251	MEDINA	UNITED STATES	356925	0	WESTFIELD BANK, FSB	2986407	
OK		Full Service	3362035	WESTFIELD BANK - BRECKSVILLE OFFICE	8751 BRECKSVILLE ROAD	BRECKSVILLE	OH	44141	CUYAHOGA	UNITED STATES	439260	7	WESTFIELD BANK, FSB	2986407	
OK		Full Service	4619811	WESTFIELD BANK - CANTON OFFICE	4809 DRESSLER ROAD NW	CANTON	OH	44718	STARK	UNITED STATES	Not Required	Not Required	WESTFIELD BANK, FSB	2986407	
OK		Full Service	3636129	WESTFIELD BANK - GRAHAM ROAD	505 GRAHAM ROAD	CUYAHOGA FALLS	OH	44221	SUMMIT	UNITED STATES	Not Required	Not Required	WESTFIELD BANK, FSB	2986407	
OK		Full Service	609373	WESTFIELD BANK PORTAGE TRAIL BRANCH	140 PORTAGE TRAIL	CUYAHOGA FALLS	OH	44221	SUMMIT	UNITED STATES	Not Required	Not Required	WESTFIELD BANK, FSB	2986407	
OK		Full Service	4150967	WESTFIELD BANK - AKRON/FAIRLAWN OFFICE	2923 SMITH ROAD, SUITE #100	FAIRLAWN	OH	44333	SUMMIT	UNITED STATES	492573	1	WESTFIELD BANK, FSB	2986407	
OK		Full Service	2730477	WESTFIELD BANK - MEDINA OFFICE	4015 MEDINA ROAD	MEDINA	OH	44256	MEDINA	UNITED STATES	Not Required	Not Required	WESTFIELD BANK, FSB	2986407	
OK		Limited Service	2936952	WESTFIELD BANK MASONIC BRANCH	4931 NETTLETON ROAD	MEDINA	OH	44256	MEDINA	UNITED STATES	359282	6	WESTFIELD BANK, FSB	2986407	
OK		Full Service	4195904	WESTFIELD BANK - WOOSTER OFFICE	343 W MILLTOWN RD	WOOSTER	OH	44691	WAYNE	UNITED STATES	517925	3	WESTFIELD BANK, FSB	2986407	