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)); 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.

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, KEVIN LEWIS
Name of the Holding Company Director and Official

BOARD Director
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

04/02/2018
Date of Signature

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2017
Month / Day / Year

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

Reporter's Name, Street, and Mailing Address

Portage Bancshares, Inc.
Legal Title of Holding Company

1311 East Main St.
(Mailing Address of the Holding Company) Street / P.O. Box

Ravenna | OH | 44266
City | State | Zip Code

Same
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Donald D. Herman | VP & CFO
Name | Title

330-296-8090
Area Code / Phone Number / Extension

330-296-1499
Area Code / FAX Number

dherman@pcbbank.com
E-mail Address

www.pcbbank.com
Address (URL) for the Holding Company's web page

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

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."

For Federal Reserve Bank Use Only

RSSD ID _____
C.I. _____

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 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.

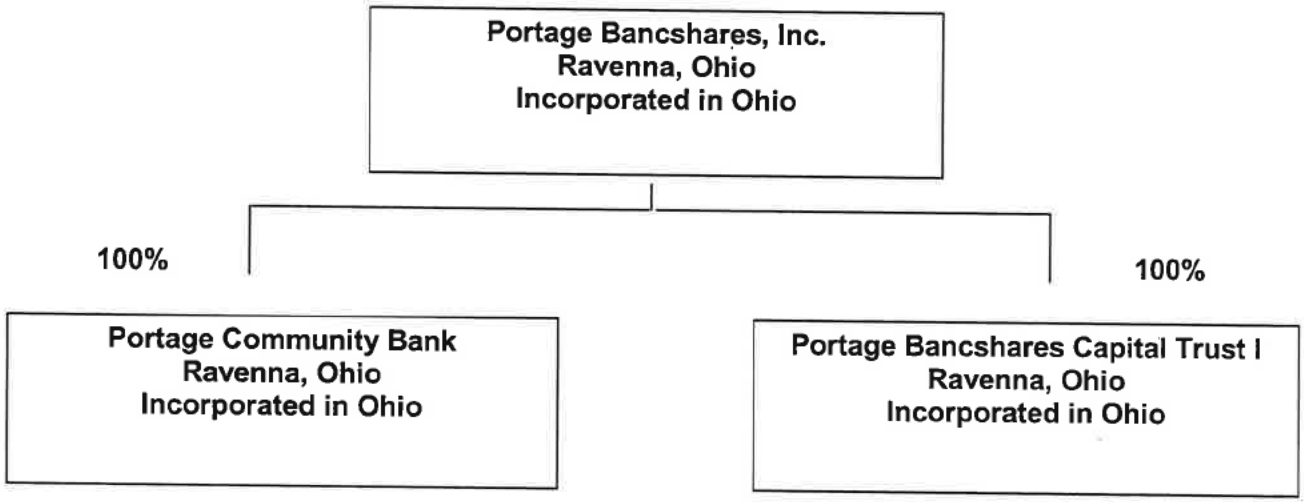
Form FR Y-6

Portage Bancshares, Inc.
Ravenna, Ohio
Fiscal Year Ending December 31, 2017

Report Item

1.] The BHC is not required to prepare form 10K with the SEC. The BHC prepares an annual report for it's shareholders, but 2017 reports are not yet available. We will send two copies of our 2017 annual report upon completion.

2.] Organizational Chart:



NOTE: Legal Entity Identifier (LEI) = N/A

Results: A list of branches for your depository institution: PORTAGE COMMUNITY BANK (ID_RSSD: 2668598).
This depository institution is held by PORTAGE BANCSHARES, INC. (2668589) of RAVENNA, OH.
The data are as of 12/31/2017. Data reflects information that was received and processed through 07/05/2018.

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)	2668598	PORTAGE COMMUNITY BANK	1311 EAST MAIN STREET	RAVENNA	OH	44266	PORTAGE	UNITED STATES	Not Required	Not Required	PORTAGE COMMUNITY BANK	2668598	
OK		Full Service	3675744	KENT OFFICE	1532 SOUTH WATER STREET	KENT	OH	44240	PORTAGE	UNITED STATES	Not Required	Not Required	PORTAGE COMMUNITY BANK	2668598	

Form FR Y-6
Portage Bancshares, Inc.
December 31,2017

Report Item 3: Shareholders

1.a 1.b 1.c 2.a 2.b 2.c

Current Shareholders with ownership, control of holdings of 5% or more with power to vote as of 12/31/2017			**Shareholders not listed in 3]1.a - 3]1.c that had ownership, control or holdings of 5% or more with power to vote during the fiscal YE 12/31/2017**		
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
N/A			N/A		

Form FR Y-6
Portage Bancshares, Inc.
December 31, 2017

Report Item 4: Directors and Officers
1, 2, 3a.b.c and 4a.b.c.

1 Name & Address (City, State Country)	2 Principal Occupation if other than with Bank Holding Company	3a Title & Position with Bank Holding Company	3b Title & Position with Subsidiary	3c Title & Position with Other Businesses	4a Percentage of Voting Shares in Bank Holding Company	4b Percentage of Voting Shares in Subsidiary	4c List Name of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of securities held)	
Tim Crock Kent, Ohio	Retired	Board Director Secretary	Board Director Chairman Portage Community Bank	Retired	2.58%	N/A	East Aurora Road Partners, LLC 267 W Main St., LLC 257 North Water Ltd	(30%) (48%) (27%)
James Damicone Hudson, Ohio	Small Business Owner	Board Director	Board Director Portage Community Bank	Owner, Dunkin Donuts	0.99%	N/A	Damicone Operating Ltd. Damicone II, LLC Damicone - Streetsboro	(50%) (50%) (100%)
Lee Jenior Atwater, Ohio	Controller	Board Director	Board Director Portage Community Bank	Controller Sarchione Ford	0.56%	N/A	None	
Richard Leonard Stevensville, MD	Retired	Board Director	Board Director Portage Community Bank	Retired	0.53%	N/A	None	
Margaret Medzie Ravenna, Ohio	VP Development & Donor Engagement	Board Director President	Board Director Portage Community Bank	VP & Chief Development Officer, Akron Community Foundation	2.17%	N/A	None	
Aaron Moats Ravenna, Ohio	Optometrist	Board Director	Board Director Portage Community Bank	Optometrist, Dr. Aaron A. Moats	1.90%	N/A	Partners Optical Supply, Inc.	(100%)
Tom Siciliano Rootstown, Ohio	Small Business Owner	Board Director Treasurer	Board Director Portage Community Bank	Owner, Siciliano's Pizza	1.73%	N/A	Sicilano's Pizzaria Pirate Properties	(100%) (33%)
Richard J. Coe Ravenna, Ohio	N/A	Board Director	Board Director & CEO Portage Community Bank	N/A	2.03%	N/A	None	
Kevin T. Lewis Ravenna, OH	N/A	Board Director	Board Director President & CLO Portage Community Bank	N/A	1.70%	N/A	None	