

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.

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

**December 31, 2018**

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

I, Stephen E. Varkette

Andover Bancorp, Inc.

Legal Title of Holding Company

Name of the Holding Company Director and Official

President & CEO

Title of the Holding Company Director and Official

PO BOX 1300

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

Andover OH 44003  
 City State Zip Code

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.

600 East Main Street, Andover, OH 44003

Physical Location (if different from mailing address)

*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.*

Person to whom questions about this report should be directed:

Debbie A. McIntosh AVP, Controller

Name Title

440-293-7256

Area Code / Phone Number / Extension

440-293-6155

Area Code / FAX Number

dmcintosh@andover.bank

E-mail Address

Signature of Holding Company Director and Official

[Signature] 2/27/19  
 Date of Signature

www.andover.bank/Andover-Bancorp-Inc

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. \_\_\_\_\_

REPORT ITEMS:

1. Andover Bancorp, Inc. does prepare an annual report for its shareholders.  
One copy of the annual report is attached.
- 2 a. Organization Chart  
Andover Bancorp, Inc. owns 100% of the shares of The Andover Bank and is its only subsidiary.



\*\*LEI is n/a unless noted

- 2 b. Domestic Branch Listing  
Submitted via Reporting Central on 03/18/19
3. (1) a. Andover Bank Employees Stock Purchase Plan  
Andover, Ohio  
  
b. Ohio, U.S.A.  
  
c. 297,795 shares, 12.37% of the Common Stock
3. (2) NA
- 4 a. See attached list

**Results:** A list of branches for your depository institution: **ANDOVER BANK, THE (ID\_RSSD: 27614).**

This depository institution is held by **ANDOVER BANCORP, INC. (1071913)** of **ANDOVER, OH.**

The data are as of **12/31/2018.** Data reflects information that was received and processed through **03/13/2018.**

**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)	27614	ANDOVER BANK, THE	19 PUBLIC SQUARE	ANDOVER	OH	44003-0519	ASHTABULA	UNITED STATES	6839	0	ANDOVER BANK, THE	27614	
OK		Full Service	3269796	ASHTABULA BRANCH	1630 WEST 19TH STREET	ASHTABULA	OH	44004	ASHTABULA	UNITED STATES	365358	6	ANDOVER BANK, THE	27614	
OK		Full Service	167118	AUSTINBURG BRANCH	1853 STATE ROUTE 45 & COLLEGE AVENUE	AUSTINBURG	OH	44010	ASHTABULA	UNITED STATES	222837	1	ANDOVER BANK, THE	27614	
OK		Full Service	3358355	CONNEAUT BRANCH	339 STATE STREET	CONNEAUT	OH	44030	ASHTABULA	UNITED STATES	222841	5	ANDOVER BANK, THE	27614	
OK		Full Service	1187908	GENEVA BRANCH	665 SOUTH BROADWAY	GENEVA	OH	44041	ASHTABULA	UNITED STATES	222839	3	ANDOVER BANK, THE	27614	
Close	11/30/2016	Full Service	3902534	AB FINANCIAL BANKING CENTER (SOUTH JEFFERSON)	100 SOUTH CHESTNUT STREET	JEFFERSON	OH	44047	ASHTABULA	UNITED STATES	478871	7	ANDOVER BANK, THE	27614	
OK		Full Service	2000910	JEFFERSON BANKING CENTER	150 NORTH CHESTNUT STREET	JEFFERSON	OH	44047	ASHTABULA	UNITED STATES	222840	4	ANDOVER BANK, THE	27614	
OK		Full Service	4225249	MADISON BANKING CENTER	6611 N RIDGE RD	MADISON	OH	44057	LAKE	UNITED STATES	515759	8	ANDOVER BANK, THE	27614	
OK		Full Service	107226	COMMUNITY NATIONAL BANK OF NORTHWESTERN PENNSYLVANIA	53 E STATE ST	ALBION	PA	16401	ERIE	UNITED STATES	Not Required	Not Required	ANDOVER BANK, THE	27614	
Close	11/30/2016	Full Service	398725	CRANESVILLE BRANCH	9891 MEADVILLE STREET	CRANESVILLE	PA	16410	ERIE	UNITED STATES	Not Required	Not Required	ANDOVER BANK, THE	27614	
OK		Full Service	60723	EDINBORO BRANCH	212 PLUM STREET	EDINBORO	PA	16412	ERIE	UNITED STATES	Not Required	Not Required	ANDOVER BANK, THE	27614	
OK		Full Service	2919535	MILLCREEK BRANCH	2420 ZIMMERLY ROAD	ERIE	PA	16506	ERIE	UNITED STATES	Not Required	Not Required	ANDOVER BANK, THE	27614	
Close	11/30/2016	Full Service	368120	WEST SPRINGFIELD BRANCH	1370A RIDGE ROAD	WEST SPRINGFIELD	PA	16443	ERIE	UNITED STATES	Not Required	Not Required	ANDOVER BANK, THE	27614	

Form FR Y-6

Legal Title of Holding Company: **Andover Bancorp., Inc.**  
 Fiscal Year End: **2018**

**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.

Institution's Note: (If you would like to include a note, please add it here.)

(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 Companies (include names of other companies)	(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)
Stuart W. Cordell Ashtabula, OH, USA	Attorney	Director, Andover Bancorp, Inc.	Director, The Andover Bank	Partner, Warren & Young, PLL	0.11%	NONE	Warren & Young, PLL - 52% Capital Recovery Associates - 34% 134 West 46th Street Ltd. - 53% Harbor Anchor Properties Ltd. - 50% BTC Partners LLC - 65%
Nicholas J. Jammal Ashtabula, OH, USA	President & CEO	Director, Andover Bancorp, Inc.	Director, The Andover Bank	President & CEO, Ashtabula Rubber Injection Co.	0.11%	NONE	N/A
A. David Morrow Chardon, OH, USA	N/A	Director, Andover Bancorp, Inc.	Director, The Andover Bank	N/A	0.23%	NONE	N/A
Richard J. Mole Northfield, OH, USA	Associate Professor	Director, Andover Bancorp, Inc.	Director, The Andover Bank	Associate Professor, Hiram College	0.18%	NONE	N/A
Robert L. Taylor Austintown, OH, USA	Board Member	Director, Andover Bancorp, Inc.	Director, The Andover Bank	Board Member, Com. Care Ambulance	0.52%	NONE	N/A
Martin R. Cole Jefferson, OH, USA	Business owner, Vice President	Director, Andover Bancorp, Inc.	Director, The Andover Bank	Owner, Cole & Assoc. V. President, Range Rubber, LLC V. Pres., PRM Enterprises, LLC Shareholder, D&D Technologies, Inc.	0.21%	NONE	Cole & Associates - 100% Range Rubber, LLC - 50% PRM Enterprises, LLC - 50% D&D Technologies, Inc. - 75%
Edward J. Pollander Andover, OH, USA	D.D.S.	Director, Andover Bancorp, Inc.	Director, The Andover Bank	Owner, Edward J. Pollander, DDS	0.08%	NONE	Edward J. Pollander, DDS - 100%
Stephen E. Varcquette Geneva, OH, USA	N/A	President, Andover Bancorp, Inc.	President & CEO, The Andover Bank	N/A	0.08%	NONE	N/A