

Board of Governors of the Federal Reserve System

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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, Jody L. Bidlack

Name of the Holding Company Director and Official

Vice-President

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.

Jody L. Bidlack  
 Signature of Holding Company Director and Official

3/15/19  
 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 4315999  
 C.I. \_\_\_\_\_

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

Edon Bancorp, Inc.

Legal Title of Holding Company

PO Box 38

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

Edon	OH	43518
City	State	Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Jody L. Bidlack Vice-President

Name Title

419-272-2521

Area Code / Phone Number / Extension

419-272-3156

Area Code / FAX Number

jbidlack@edonstatebank.com

E-mail Address

N/A

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

Is confidential treatment requested for any portion of this report submission? .....	0=No 1=Yes	<input type="checkbox"/> 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 .....	<input type="checkbox"/>	
2. a letter justifying this request has been provided separately ...	<input type="checkbox"/>	
NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."		

**THE EDON STATE BANK COMPANY**

**FINANCIAL STATEMENTS AND**

**SUPPLEMENTARY INFORMATION**

**Years Ended December 31, 2018, 2017 and 2016**

Report Item 1: Annual Report to Shareholders

## TABLE OF CONTENTS

	Page No.
<b>ACCOUNTANT'S COMPILATION REPORT</b> .....	1
<b>FINANCIAL STATEMENTS</b>	
Statements of Condition.....	2
Reports of Income and Retained Earnings.....	3
Statements of Comprehensive Income.....	4
Statements of Cash Flows.....	5
<b>SUPPLEMENTARY INFORMATION</b>	
Schedules of Investment Securities.....	6
Schedules of Allowance for Possible Loan Losses.....	7
Schedules of Past Due and Nonaccrual Loan Summary.....	7
Schedules of Ratio Analysis.....	7



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ACCOUNTANT'S COMPILATION REPORT

To Management  
The Edon State Bank Company  
Edon, Ohio

Management is responsible for the accompanying financial statements of The Edon State Bank Company (a subsidiary of Edon Bancorp, Inc. (an S-corporation)), which is comprised of the statements of condition as of December 31, 2018, 2017 and 2016, and the related reports of income and retained earnings, statements of comprehensive income and cash flows for the years then ended. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the accompanying financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on these financial statements.

Management has elected to omit substantially all of the disclosures required by accounting principles generally accepted in the United States of America. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the Company's financial position, results of operations and cash flows. Accordingly, the financial statements are not designed for those who are not informed about such matters.

**Supplementary Information**

The supplementary information contained in the schedules of investment securities, schedules of allowance for possible loan losses, schedules of past due and nonaccrual loan summary and schedules of ratio analysis, are presented for purposes of additional analysis and are not a required part of the basic financial statements. Such information is the responsibility of management. The supplementary information was subject to our compilation engagement. We have not audited or reviewed the supplementary information and do not express an opinion, a conclusion, nor provide any assurance on such information.

Bryan, OH  
January 17, 2019

COMMITTED PARTNERS. CREATIVE SOLUTIONS.

**THE EDON STATE BANK COMPANY**  
**STATEMENTS OF CONDITION**  
December 31, 2018, 2017 and 2016

	<u>2018</u>	<u>2017</u>	<u>2016</u>
<b>ASSETS</b>			
Cash and due from banks	\$ 9,709,073	\$ 5,606,962	\$ 7,940,068
Investment securities	32,680,704	35,047,019	34,963,556
Loans	18,729,324	18,677,425	18,167,818
Bank premises and equipment	332,533	337,178	388,255
Interest receivable and other assets	<u>392,141</u>	<u>591,206</u>	<u>593,802</u>
<b>TOTAL ASSETS</b>	<u>\$ 61,843,775</u>	<u>\$ 60,259,790</u>	<u>\$ 62,053,499</u>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>			
<b>LIABILITIES</b>			
Deposits	\$ 50,834,880	\$ 49,385,007	\$ 51,305,643
Interest payable and other liabilities	<u>10,260</u>	<u>18,065</u>	<u>29,074</u>
Total liabilities	50,845,140	49,403,072	51,334,717
<b>STOCKHOLDERS' EQUITY</b>			
Common stock, \$20 stated value, 150,000 shares authorized and issued	3,000,000	3,000,000	3,000,000
Surplus	3,000,000	3,000,000	3,000,000
Retained earnings	5,403,580	5,269,923	5,201,752
Accumulated other comprehensive income: Net unrealized loss on marketable debt securities	<u>( 404,945)</u>	<u>( 413,205)</u>	<u>( 482,970)</u>
Total stockholders' equity	<u>10,998,635</u>	<u>10,856,718</u>	<u>10,718,782</u>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<u>\$ 61,843,775</u>	<u>\$ 60,259,790</u>	<u>\$ 62,053,499</u>

See accompanying accountant's compilation report.

**THE EDON STATE BANK COMPANY**  
**REPORTS OF INCOME AND RETAINED EARNINGS**  
Years Ended December 31, 2018, 2017 and 2016

	<u>2018</u>	<u>2017</u>	<u>2016</u>
<b>INTEREST INCOME</b>			
Interest and fees on loans	\$ 843,332	\$ 811,195	\$ 841,594
Interest on investment securities	729,734	726,742	807,078
Interest on federal funds	25,444	4,655	17,303
Total Interest Income	<u>1,598,510</u>	<u>1,542,592</u>	<u>1,665,975</u>
<b>INTEREST EXPENSE</b>			
Interest on deposits	<u>104,211</u>	<u>74,463</u>	<u>67,553</u>
<b>NET INTEREST INCOME</b>	1,494,299	1,468,129	1,598,422
<b>PROVISION FOR LOAN LOSSES</b>	<u>6,000</u>	<u>-</u>	<u>-</u>
<b>NET INTEREST INCOME AFTER PROVISION FOR LOAN LOSSES</b>	1,488,299	1,468,129	1,598,422
<b>OTHER INCOME</b>	148,679	88,666	84,670
<b>OTHER EXPENSES</b>	<u>1,027,821</u>	<u>1,037,124</u>	<u>1,169,548</u>
<b>NET INCOME</b>	609,157	519,671	513,544
<b>BEGINNING RETAINED EARNINGS</b>	5,269,923	5,201,752	5,115,707
Dividends paid	<u>( 475,500)</u>	<u>( 451,500)</u>	<u>( 427,499)</u>
<b>ENDING RETAINED EARNINGS</b>	<u>\$ 5,403,580</u>	<u>\$ 5,269,923</u>	<u>\$ 5,201,752</u>
<b>EARNINGS PER SHARE</b>	<u>\$ 4.06</u>	<u>\$ 3.47</u>	<u>\$ 3.42</u>

See accompanying accountant's compilation report.

**THE EDON STATE BANK COMPANY**  
**STATEMENTS OF COMPREHENSIVE INCOME**  
Years Ended December 31, 2018, 2017 and 2016

	<u>2018</u>	<u>2017</u>	<u>2016</u>
<b>NET INCOME</b>	\$ 609,157	\$ 519,671	\$ 513,544
<b>OTHER COMPREHENSIVE INCOME,</b>			
Unrealized gain (loss) on marketable debt securities			
Current period gains (losses)	8,260	69,765	( 440,554)
Reclassification adjustment	<u>-</u>	<u>-</u>	<u>284,828</u>
<b>COMPREHENSIVE INCOME</b>	<u>\$ 617,417</u>	<u>\$ 589,436</u>	<u>\$ 357,818</u>

See accompanying accountant's compilation report.

**THE EDON STATE BANK COMPANY**  
**STATEMENTS OF CASH FLOWS**  
Years Ended December 31, 2018, 2017 and 2016

	<u>2018</u>	<u>2017</u>	<u>2016</u>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Net income	\$ 609,157	\$ 519,671	\$ 513,544
Adjustments to reconcile net income to net cash provided from operating activities			
Depreciation	21,205	24,296	25,711
Premium amortization	-	-	-
Discount accretion	-	( 572)	( 128)
Provision for loan losses	6,000	-	-
(Gain) loss on sale of investment securities	-	-	( 141)
(Gain) loss on other assets	( 28,435)	44,096	32,750
Changes in assets and liabilities:			
Interest receivable and other assets	3,595	( 32,592)	25,476
Interest payable and other liabilities	( 7,805)	( 11,010)	( 8,346)
<b>NET CASH PROVIDED BY OPERATING ACTIVITIES</b>	<u>603,717</u>	<u>543,889</u>	<u>588,866</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Purchases of bank premises and equipment	( 16,561)	( 718)	( 55,584)
Proceeds from sale of building and equipment	-	20,000	-
Proceeds from sale of other assets	223,935	-	-
Proceeds from sale of investment securities	2,400,252	77,142	41,270,673
Purchase of investment securities	( 25,900)	( 91,500)	( 35,769,181)
Net (increase) decrease in loans	( 57,705)	( 509,783)	( 1,804,738)
<b>NET CASH PROVIDED (USED) BY INVESTING ACTIVITIES</b>	<u>2,524,021</u>	<u>( 504,859)</u>	<u>3,641,170</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Net increase (decrease) in deposits	1,449,873	( 1,920,636)	( 1,069,904)
Dividends paid	( 475,500)	( 451,500)	( 427,499)
<b>NET CASH PROVIDED (USED) BY FINANCING ACTIVITIES</b>	<u>974,373</u>	<u>( 2,372,136)</u>	<u>( 1,497,403)</u>
<b>NET CHANGE IN CASH AND CASH EQUIVALENTS</b>	4,102,111	( 2,333,106)	2,732,633
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR</b>			
	<u>5,606,962</u>	<u>7,940,068</u>	<u>5,207,435</u>
<b>CASH AND CASH EQUIVALENTS AT END OF YEAR</b>	<u>\$ 9,709,073</u>	<u>\$ 5,606,962</u>	<u>\$ 7,940,068</u>

See accompanying accountant's compilation report.

**SUPPLEMENTARY INFORMATION**

**THE EDON STATE BANK COMPANY**  
**SUPPLEMENTARY INFORMATION**  
Years Ended December 31, 2018, 2017 and 2016

**SCHEDULES OF INVESTMENT SECURITIES**

	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
<u>December 31, 2018</u>				
Available for sale				
Equities	\$ 119,400	\$ -	\$ -	\$ 119,400
U.S. government agencies	9,500,000	-	404,945	9,095,055
Held to maturity				
U.S. government agencies	21,800,000	-	845,136	20,954,864
State and political subdivisions	1,666,249	-	-	1,666,249
	<u>\$ 33,085,649</u>	<u>\$ -</u>	<u>\$ 1,250,081</u>	<u>\$ 31,835,568</u>
<u>December 31, 2017</u>				
Available for sale				
Equities	\$ 93,500	\$ -	\$ -	\$ 93,500
U.S. government agencies	9,500,000	-	413,205	9,086,795
Held to maturity				
U.S. government agencies	23,800,000	-	687,404	23,112,596
State and political subdivisions	2,066,724	5,185	-	2,071,909
	<u>\$ 35,460,224</u>	<u>\$ 5,185</u>	<u>\$ 1,100,609</u>	<u>\$ 34,364,800</u>
<u>December 31, 2016</u>				
Available for sale				
U.S. government agencies	\$ 9,502,000	\$ -	\$ 482,970	\$ 9,019,030
Held to maturity				
U.S. government agencies	23,799,428	-	745,683	23,053,745
State and political subdivisions	2,145,098	14,051	-	2,159,149
	<u>\$ 35,446,526</u>	<u>\$ 14,051</u>	<u>\$ 1,228,653</u>	<u>\$ 34,231,924</u>

See accompanying accountant's compilation report.

**THE EDON STATE BANK COMPANY**  
**SUPPLEMENTARY INFORMATION**  
Years Ended December 31, 2018, 2017 and 2016

**SCHEDULES OF ALLOWANCE FOR POSSIBLE LOAN LOSSES**

An analysis of the allowance for loan losses for 2018, 2017, and 2016, are summarized as follows:

	<u>2018</u>	<u>2017</u>	<u>2016</u>
Balance at beginning of year	\$ 267,816	\$ 267,816	\$ 267,816
Provision charged to operating expenses	-	-	-
Loans charged off	6,000	-	-
Recoveries	-	-	-
	<u>          </u>	<u>          </u>	<u>          </u>
Balance at end of year	<u>\$ 273,816</u>	<u>\$ 267,816</u>	<u>\$ 267,816</u>

**SCHEDULES OF PAST DUE AND NONACCRUAL LOAN SUMMARY**

	<u>2018</u>		<u>2017</u>	
	<u>Past Due</u>	<u>Nonaccrual</u>	<u>Past Due</u>	<u>Nonaccrual</u>
Real estate loans secured by:				
Farmland	\$ -	\$ -	\$ -	\$ -
1-4 family residential	-	-	-	-
Other real estate	-	-	-	-
Total real estate loans	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Installment loans	-	-	-	-
Commercial loans	-	-	-	-
	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>
Total loans	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
 Agricultural loans included above	 \$ -	 \$ -	 \$ -	 \$ -

Past due represents loans past due 90 days or more and accruing interest.

Nonaccrual represents loans not recognizing interest income.

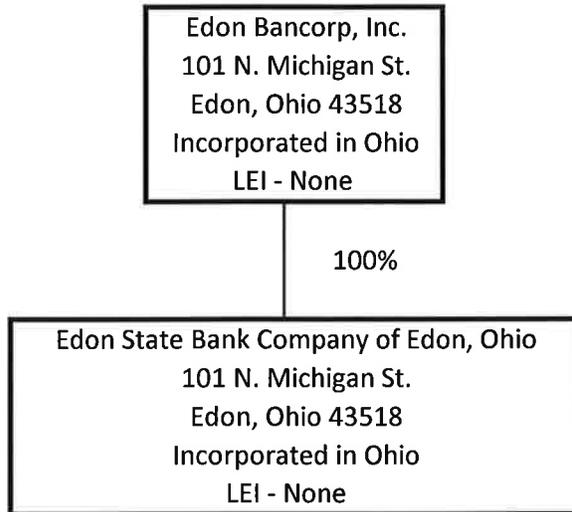
**SCHEDULES OF RATIO ANALYSIS**

	<u>2018</u>	<u>2017</u>	<u>2016</u>
Loans/Deposits	36.84%	37.82%	35.41%
Allowance loan loss/Loans	1.44%	1.41%	1.45%
Capital/Assets	17.78%	18.02%	17.27%
Return on average assets	1.00%	0.85%	0.82%
Return on average equity	5.57%	4.82%	4.78%

See accompanying accountant's compilation report.

**FORM FR Y-6**

**EDON BANCORP, INC.**  
**Edon, Ohio**  
**Fiscal Year Ending December 31, 2018**



Report Item 2a: Organization Chart

**Results:** A list of branches for your depository institution: EDON STATE BANK COMPANY OF EDON, OHIO, THE (ID\_RSSD: 804815).  
 This depository institution is held by EDON BANCORP, INC. (4315999) of EDON, OH.  
 The data are as of 12/31/2018. Data reflects information that was received and processed through 01/06/2019.

**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)	804815	EDON STATE BANK COMPANY OF EDON, OHIO, THE	101 NORTH MICHIGAN STREET	EDON	OH	43518	WILLIAMS	UNITED STATES	Not Required	Not Required	EDON STATE BANK COMPANY OF EDON, OHIO, THE	804815	

Report Item 2b: Domestic Branch Listing

Form FR Y-6

EDON BANCORP, INC.  
EDON, OHIO

Fiscal Year Ending December 31, 2018

**Report Item 3: Securities Holders**

Current Securities Holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2018			Securities Holders 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 12-31-2018		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
John G. Toner Edon, OH USA	USA	16,875 Shares Common Stock 11.25%	N/A		
John G. Toner Marilyn C. Toner Edon, OH USA	USA USA	4,500 Shares Common Stock (Joint Ownership) 3.00%			
Marilyn C. Toner Edon, OH USA	USA	12,500 Shares Common Stock 8.33%			

Form FR Y-6

EDON BANCORP, INC.  
EDON, OHIO

Fiscal Year Ending December 31, 2018

**Report Item 4: Insiders**

(1)(a)(b)(c) and (2)(a)(b)(c)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
<b>Names &amp; Address (City, State, Country)</b>	<b>Principal Occupation if other than with holding company</b>	<b>Title &amp; Position with holding company</b>	<b>Title &amp; Position with Subsidiaries (include names of subsidiaries)</b>	<b>Title &amp; Position with Other Businesses (include names of other businesses)</b>	<b>Percentage of Voting Securities in holding company</b>	<b>Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)</b>	<b>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>
Estel Wyrick, Jr. Edon, Ohio, USA	Retired Banker	Director, Sec-Treas & Chairman of Board	Director, Chairman of Board & Sec-Treas of Edon State Bank Company	N/A	0.03%	N/A	N/A
Jody L. Bidlack Pioneer, Ohio, USA	Vice-President of Edon State Bank Company	Director & Vice-President	Director & Vice-President of Edon State Bank Company	N/A	0.15%	N/A	N/A
Lee Dick Montpelier, Ohio USA	President of Edon State Bank Company	Director & President	Director & President of Edon State Bank Co	N/A	0.17%	N/A	N/A

Page 2 - Item 4

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & Address (City, State, Country)	Principal Occupation if other than with holding company	Title & Position with holding company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Securities in holding company	Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	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)
John G. Toner * Edon, Ohio, USA	Retired banker	None	None	N/A	11.25%	N/A	N/A
Marilyn C. Toner * Edon, Ohio, USA	Retired	None	None	N/A	8.33%	N/A	N/A
*In the aggregate these family members own 10% or more securities and therefore they are both listed as Principal Shareholders.							
Larry W. Dewire Edon, Ohio, USA	Small Business Owner	Director	Director of Edon State Bank Company	President of Pioneer Main Stop	1.44%	N/A	N/A
Keith E. Crowl Hamilton, Indiana USA	Farmer	Director	Director of Edon State Bank Company	N/A	0.02%	N/A	N/A
David C. Newcomer Bryan, Ohio, USA	Retired Attorney	Director	Director of Edon State Bank Company	N/A	3.06%	N/A	N/A
David J. Curry Edon, Ohio, USA	Farmer	Director	Director of Edon State Bank Company	N/A	0.27%	N/A	N/A