

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):

June 30, 2018

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

I, Edward N. Cohn

Name of the Holding Company Director and Official

Chairman, President, and CEO

Title of the Holding Company Director and Official

MSB Capital Corporation

Legal Title of Holding Company

6460 Busch Blvd., Suite 200

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

Columbus

OH

43229

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.

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:

Edward N. Cohn

Chairman / President / CEO

Name

Title

614-827-7214

Area Code / Phone Number / Extension

614-255-3559

Area Code / FAX Number

ecohn@umwsb.com

E-mail Address

Signature of Holding Company Director and Official

08/27/2018

Date of Signature

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

For Federal Reserve Bank Use Only

RSSD ID _____

C.I. _____

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 ...

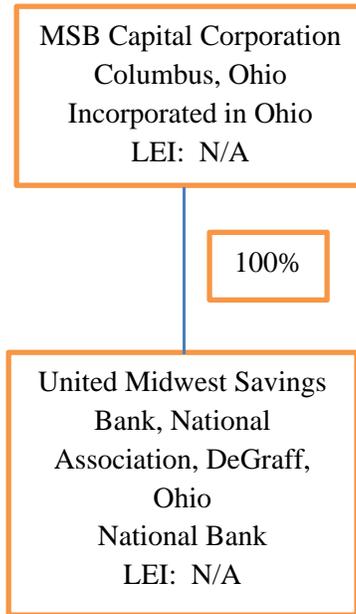
NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

Form FR Y-6

**MSB Capital Corporation
Columbus, Ohio
Fiscal Year Ending June 30, 2018**

Report Item

1. The bank holding company prepares an annual report for its securities holders. Two copies are enclosed.
- 2a. Organizational Chart



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**MSB Capital Corporation
Columbus, OH
Fiscal Year Ending June 30, 2018**

Item 2b: Domestic Branch Listing

Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country
Full Service (Head Office)	809276	UNITED MIDWEST SAVINGS BANK, N.A.	101 SOUTH MAIN ST	DE GRAFF	OH	43318	LOGAN	UNITED STATES
Full Service	4464244	LAKE MARY BRANCH	875 CURRENCY CIRCLE	LAKE MARY	FL	32746	SEMINOLE	UNITED STATES
Full Service	5207420	3011 EAST BROAD STREET BRANCH	3011 EAST BROAD STREET	COLUMBUS	OH	43209	FRANKLIN	UNITED STATES
Full Service	3839715	COLUMBUS BRANCH	4848 REED ROAD	COLUMBUS	OH	43220	FRANKLIN	UNITED STATES
Full Service	381727	FIRST STATE BANK OF WEST MANCHESTER BRANCH	101 NORTH MAIN ST	WEST MANCHESTER	OH	45382	PREBLE	UNITED STATES

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**MSB Capital Corporation
Columbus, Ohio
Fiscal Year Ending June 30, 2018**

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

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 06/30/2018			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 as of fiscal year ending 06/30/2018		
(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Ellen H. Hardymon, Columbus, Ohio, USA	USA	625,042 shares of common stock 19.14%	None	None	None

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**MSB Capital Corporation
Columbus, Ohio
Fiscal Year Ending June 30, 2018**

**Report Item 4: Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)**

(1) Name, City, State, Country	(2) Principal Occupation, if other than Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title and Position with Subsidiaries (include names of other businesses)	(3)(c) Title and Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Ellen H. Hardymon, Delaware, Ohio, USA	Investor	Director	Director of subsidiary bank	See Separate Schedule	19.14% of common	N/A	See Separate Schedule
Joseph K. Crocker, Westlake, Ohio, USA	Food Service	Director	Director of subsidiary bank	See Separate Schedule	3.76% of common	N/A	See Separate Schedule
Edward N. Cohn, Sunbury, Ohio, USA	N/A	Chairman of the Board, President, and CEO	Chairman of the Board, President, and CEO of subsidiary bank	See Separate Schedule	1.88% of common	N/A	See Separate Schedule
Craig R. Street, Dublin, Ohio, USA	N/A	Executive Vice President and Director	Director, Executive Vice President, and CLO of subsidiary bank	See Separate Schedule	1.88% of common	N/A	See Separate Schedule
Robert J. Weiler, Jr., Columbus, Ohio, USA	Real Estate Investments	Director	Director of subsidiary bank	See Separate Schedule	1.88% of common	N/A	See Separate Schedule
Anthony White, Blacklick, Ohio, USA	Lawyer	Director	Director of subsidiary bank	See Separate Schedule	1.50% of common	N/A	See Separate Schedule
Douglas T. Anderson, Columbus, Ohio, USA	Concrete	Director	Director of subsidiary bank	See Separate Schedule	1.13% of common	N/A	See Separate Schedule
John J. Carr, Pataskala, Ohio, USA	Real Estate Investments	Director	Director of subsidiary bank	See Separate Schedule	0.38% of common	N/A	See Separate Schedule

Michael L. Lerch, Dublin, Ohio, USA	N/A	CFO and Secretary	CFO, COO and Secretary of subsidiary bank	None	None	N/A	None
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Responses to item (3)(c) and 4(c) for Ellen H. Hardymon

Name of Related Interest	Name of Insider	Type of Business Entity (e.g. Corporation, Partnership, Limited Partnership, LLC, etc.) or Political or Campaign Committee.	Insider's Relation To Related Interest (e.g. Owner, Director, Officer, Partner, Member, etc.)
Mark Hardymon Builders, Inc.	Ellen H. Hardymon	Sub S - Corporation	Individual ownership > 20%, family ownership over 40%, officer and director
TFH-EB, Inc.	Ellen H. Hardymon	Sub S - Corporation	Minority ownership less than 20%, officer and director
Wall Alley, Inc.	Ellen H. Hardymon	C - Corporation	Individual ownership >20%, family ownership >40%, officer and director
January Partnership, Ltd.	Ellen H. Hardymon	Partnership	Individual ownership less than 20%, family ownership >40%, General and limited partner
Crown Associates, LLC.	Ellen H. Hardymon	Limited Liability Corporation	Individual ownership < 20%, family ownership > 40%, Management Committee
Havens Farm Partnership	Ellen H. Hardymon	Partnership	Individual ownership < 20%, family ownership > 40%, and partner
The Franklin Foundation	Ellen H. Hardymon	Non-profit	Director and officer
The Pennant Companies	Ellen H. Hardymon	C - Corporation	Individual ownership <20%, family ownership > 40%, director
Cornerstone International, Inc.	Ellen H. Hardymon	C – Corporation	Individual ownership > 20%, Director

Responses to item (3)(c) and 4(c) for Joseph K. Crocker

Name of Related Interest	Name of Insider	Type of Business Entity (e.g. Corporation, Partnership, Limited Partnership, LLC, etc.) or Political or Campaign Committee.	Insider's Relation To Related Interest (e.g. Owner, Director, Officer, Partner, Member, etc.)
Cara Zale, LLC	Joseph K. Crocker	LLC	15% of capital and 33% of earnings or loss. Owner. Member.
Kingsley Capital Management, LLC	Joseph K. Crocker	LLC	99% Owner. Officer, President.

Responses to item (3)(c) and 4(c) for Edward N. Cohn

Name of Related Interest	Name of Insider	Type of Business Entity (e.g. Corporation, Partnership, Limited Partnership, LLC, etc.) or Political or Campaign Committee.	Insider's Relation To Related Interest (e.g. Owner, Director, Officer, Partner, Member, etc.)
Water Green, LLC	Edward N. Cohn	LLC – inactive	100% Owner. Sole Member.
Cohnstreet Corporation	Edward N. Cohn	Corporation	50% Owner. Director and Officer.
Big Brothers Big Sisters of Central Ohio, Inc.	Edward N. Cohn	Non-profit Corporation	0% Owner. Director.
Big Brothers Big Sisters of Greater Cleveland, Inc.	Edward N. Cohn	Non-profit Corporation	0% Owner. Director.

Responses to item (3)(c) and 4(c) for Craig R. Street

Name of Related Interest	Name of Insider	Type of Business Entity (e.g. Corporation, Partnership, Limited Partnership, LLC, etc.) or Political or Campaign Committee.	Insider's Relation To Related Interest (e.g. Owner, Director, Officer, Partner, Member, etc.)
Cohnstreet Corporation	Craig R. Street	Corporation	50% Owner. Director and Officer.

Responses to item (3)(c) and (4)(c) for Robert J. Weiler, Jr.

Name of Related Interest	Name of Insider	Type of Business Entity (e.g. Corporation, Partnership, Limited Partnership, LLC, etc.) or Political or Campaign Committee.	Insider's Relation To Related Interest (e.g. Owner, Director, Officer, Partner, Member, etc.)
Big Brothers Big Sisters	Robert J. Weiler, Jr.	Non-Profit	0% Owner. Board of Directors
Cancer Support Community	Robert J. Weiler, Jr.	Non-Profit	0% Owner. Board of Directors
Center for Real Estate OSU	Robert J. Weiler, Jr.	Non-Profit	0% Owner. Board of Directors
Columbus State Community College Foundation	Robert J. Weiler, Jr.	Non-Profit	0% Owner. Board of Directors
Delaware County Foundation	Robert J. Weiler, Jr.	Non-Profit	0% Owner. Board of Directors
LifeTown	Robert J. Weiler, Jr.	Non-Profit	0% Owner. Board of Directors
Columbus Foundation	Robert J. Weiler, Jr.	Non-Profit	0% Owner. Joint Donor Services Development Ambassador
YMCA	Robert J. Weiler, Jr.	Non-Profit	0% Owner. Board of Directors
Wango, Limited	Robert J. Weiler, Jr.	Partnership	25% Owner. Partner.
SWUMA, LLC	Robert J. Weiler, Jr.	LLC	33% Owner. Managing member.
Weiler-Bowen, Ltd.	Robert J. Weiler, Jr.	Partnership	50% Owner. Partner.
West 8th	Robert J. Weiler, Jr.	Partnership	50% Owner. Partner.

The Robert Weiler Development Company	Robert J. Weiler, Jr.	Partnership	50% Owner. Partner.
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Responses to item (3)(c) and (4)(c) for Anthony White

Name of Related Interest	Name of Insider	Type of Business Entity (e.g. Corporation, Partnership, Limited Partnership, LLC, etc.) or Political or Campaign Committee.	Insider's Relation To Related Interest (e.g. Owner, Director, Officer, Partner, Member, etc.)
Hines Global REIT	Anthony White	Trust	50% Owner. Trustee.
KBS REIT	Anthony White	Trust	50% Owner. Trustee.

Responses to item (3)(c) and 4(c) for Douglas T. Anderson

Name of Related Interest	Name of Insider	Type of Business Entity (e.g. Corporation, Partnership, Limited Partnership, LLC, etc.) or Political or Campaign Committee.	Insider's Relation To Related Interest (e.g. Owner, Director, Officer, Partner, Member, etc.)
ALD Precast Corporation	Douglas T. Anderson	LLC	25% Owner. Director and Officer.
Anderson Concrete Corp.	Douglas T. Anderson	Corporation	<25% Owner. Director and Officer.
Buckeye Ready Mix, LLC	Douglas T. Anderson	LLC	<25% Owner. Officer, Managing Partner.
Big Brothers Big Sisters of Central Ohio, Inc.	Douglas T. Anderson	Non-profit Corporation	0% Owner. Director.

Responses to item (3)(c) and 4(c) for John J. Carr

Name of Related Interest	Name of Insider	Type of Business Entity (e.g. Corporation, Partnership, Limited Partnership, LLC, etc.) or Political or Campaign Committee.	Insider's Relation To Related Interest (e.g. Owner, Director, Officer, Partner, Member, etc.)
Pace Financial Group, LLC	John J. Carr	LLC	<25% Owner. President.