

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

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FEDERAL RESERVE BANK

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

None

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

Reporter's Name, Street, and Mailing Address

I, **Joan E. Jones**

Name of the Holding Company Director and Official

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.

Peoples Bancshares of Gambier, Inc.

Legal Title of Holding Company

103 E. Wiggin St. Box 151

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

Gambier

OH

43022

City

State

Zip Code

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:

Joan E. Jones/Lori Wicker

President

Name

Title

740-397-7922

Area Code / Phone Number / Extension

740-397-6682

Area Code / FAX Number

Jjones@peoplesgambier.com/Lwicker@peoplesgambier.c

E-mail Address

N/A

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

Signature of Holding Company Director and Official

08/23/2019

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 **1427734**

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."

FRY-6 12-31-2018

REPORT ITEM 1

Annual shareholders meeting is 4-17-2019

REPORT ITEM 2a

PEOPLES BANCSHARES (1)
OF GAMBIER, INC.
GAMBIER, OH
Inc. Ohio

↓ Owns 100% of both The Peoples Bank, Inc. and Peoples
Financial Services, LLC

THE PEOPLES BANK (1)
GAMBIER, OH
Inc. Ohio

PEOPLES FINANCIAL (1)
SERVICES, LLC,
GAMBIER, OH
Inc. Ohio

(1. All entities, DO NOT have an LEI)

Results: A list of branches for your holding company: PEOPLES BANCSHARES OF GAMBIER INC. (1427734) of GAMBIER, 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)	378110	PEOPLES BANK, THE	103 EAST WIGGIN STREET	GAMBIER	OH	43022	KNOX	UNITED STATES	Not Required	Not Required	PEOPLES BANK, THE	378110	
ok		Full Service	3636147	MOUNT VERNON BRANCH (EAST)	11423 UPPER GILCHRIST ROAD	MOUNT VERNON	OH	43050	KNOX	UNITED STATES	Not Required	Not Required	PEOPLES BANK, THE	378110	
ok		Full Service	4616771	MOUNT VERNON BRANCH (SOUTH)	1051 NEWARK ROAD	MOUNT VERNON	OH	43050	KNOX	UNITED STATES	Not Required	Not Required	PEOPLES BANK, THE	378110	

12-31-2018

REPORT ITEM 2b

Branch Listing Attached

REPORT ITEM 3

1. (A), (B), (C)

Mary Ellen Schaefer, Lutherville, MD	USA	US CITIZEN	3080 shares – 21% Common
Steve Schaefer Lutherville, MD	USA	US CITIZEN	1500 shares – 10% Common
Ramser F.L.P. LTD. Mt. Vernon, OH	USA	US CITIZEN	2363 shares – 16% Common
Peoples Bancshares of Gambier Inc. Gambier, OH	USA	US ENTITY	4770 shares – 32% Common

2. NONE (A),(B),(C).

REPORT ITEM 4 (1),(2),(3), (a),(b),(c), - (4), (a),(b),(c)

- (1.) **Mary Ellen Schaefer** (Principal Shareholder)
Lutherville, MD USA
- (2.) Housewife – Contract review for Coca-Cola
- (3)(a) NA
- (3)(b) NA
- (3)(c) None
- (4)(a) 21%
- (4)(b) None
- (4)(c) None

(1) **Steve Schaefer (Principal Shareholder)**

Lutherville, MD USA

(2) Retired – Business

(3)(a) NA

(3)(b) NA

(3)(c) None

(4)(a) 10%

(4)(b) None

(4)(c) None

(1.) **Mark Ramser, (Principal Shareholder)**

Gambier, OH USA

(2.) Gas line Transmission Company - Owner

(3)(a) NA

(3)(b) NA

(3)(c) First Knox National Bank – Subsidiary of Park National Bank Board Director
(less than 25%)

(4)(a) 16%

(4)(b) None

(4)(c) None, other than companies owned by him or family related to
Cumberland Gas Co., (Gas line transmissions.) 100%

(1.) **Claude Gates, (Director)**

Gambier, OH USA

(2.) Wholesale Produce – Crosset Company

(3)(a) Director, Peoples Bancshares, Inc.

(3)(b) Director, The Peoples Bank, Inc.

(3)(c) None

(4)(a) less than 1%

(4)(b) None

(4)(c) None

(1.) **Joan E. Jones, (Director) Retired to part-time 8-2009**

Howard, OH USA

(2.) NA

(3)(a)*Director, President CEO/Secretary of the Board, Peoples Bancshares, Inc.

(3)(b)*Director, President CEO/Secretary of the Board, The Peoples Bank, Inc.

(3)(c) Trustee, Knox Community Hospital

(4)(a) less than 1%

(4)(b) None

(4)(c) None

- (1.) **Stephen D. Mullendore**, (Director, Chairman of Board)
Gambier, OH USA
- (2.) Realtor/Broker – Coldwell Banker’s
- (3)(a) Director
- (3)(b) Director
- (3)(c) Partner, Coldwell Banker’s and Alliance Homes
- (4)(a) 2%
- (4)(b) None
- (4)(c) Coldwell Banker’s – 60% and Alliance Homes – 33%

- (1.) **John I. Horn**, (Director, retired 4-2013 to Director Emeritus)
Howard, OH USA
- (2.) Grain Farmer
- (3)(a) Director
- (3)(b) Director
- (3)(c) None
- (4)(a) Less than 1%
- (4)(b) None
- (4)(c) None

- 1.) **Dusty Buckingham** (Director, appointed 1-1-17)
Howard, OH USA
- (2.) Electrician Business - Buckingham Electric – 100%
- (3)(a) Director
- (3)(b) Director
- (3)(c) President/Owner, Buckingham Electric – 100%
- (4)(a) Less than 1%
- (4)(b) None
- (4)(c) None

- (1.) **Sally A. Nelson**, (Director) 1-1-11
Gambier, OH USA
- (2.) Retired – sold prior CPA business
- (3)(a) Director
- (3)(b) Director
- (3)(c) None
- (4)(a) less than 1%
- (4)(b) None
- (4)(c) None

- (1.) **Tamara Woods, (Director)**
Mt. Vernon, OH USA
- (2.) School Board Clerk
- (3)(a) Director
- (3)(b) Director
- (3)(c) None
- (4)(a) less than 1%
- (4)(b) None
- (4)(c) None

- (1.) **Alicia Freeman, (Director 1-1-2017)**
Mount Vernon, OH USA
- (2.) N/A
- (3)(a) Director, Peoples Bancshares of Gambier, Inc.
- (3)(b) President/CEO - The Peoples Bank Inc.
- (3)(c) None
- (4)(a) less than 1%
- (4)(b) None
- (4)(c) None

- (1.) **Donna Dunmire - Executive Officer**
Howard, OH USA
- (2.) N/A
- (3)(a) None
- (3)(b) Chief Operating Officer - The Peoples Bank Inc.
- (3)(c) None
- (4)(a) None
- (4)(b) None
- (4)(c) None

Joan E. Jones and Alicia Freeman and Donna Dunmire are all considered executive officers and are listed above in the Director section.