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. § 1844c(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. §§ 248a(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.

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.

T. Todd A. Mason
Name of the Holding Company Director and Official
President & CEO
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
08/04/2020
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

RUES ID
C.I.

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 details 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.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2019
Month / Day / Year

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

Reporter's Name, Street, and Mailing Address

Pandora Bancshares, Incorporated
Legal Title of Holding Company

102 E. Main St. P.O. Box 329
(Mailing Address of the Holding Company) Street / P.O. Box

Pandora
City
OH
State
45877
Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Larry E. Hoffman
CFO
Name
Title
419-384-9101
Area Code / Phone Number / Extension
419-384-7404
Area Code / FAX Number
lhoftman@e-fsb.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
☒ 1=Yes

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."

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.

12/2019
Report Item 1: Annual Report to Shareholders
Separate PDF File

Report Item 2a: Organization Chart

Pandora Bancshares, Incorporated
Pandora, Ohio
Incorporated in Ohio
LEI: N/A

100%

The First National Bank of Pandora
Pandora, Ohio
Incorporated in Ohio
LEI: 549300ROUYYKL22P3T17

Report Item 2b: Domestic Branch Listing
Included in PDF

Report Item 3: Securities Holders
see tab Item 3

Report Item 4: Insiders
see tab Item 4
Report Item 3: Securities Holders

<table>
<thead>
<tr>
<th>(1)(a)</th>
<th>(1)(b)</th>
<th>(1)(c)</th>
<th>(2)(a)</th>
<th>(2)(b)</th>
<th>(2)(c)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name &amp; Address (City, State, Country)</td>
<td>Country of Citizenship or Incorporation</td>
<td>Number and Percentage of Each Class of Voting Securities</td>
<td>Name &amp; Address (City, State, Country)</td>
<td>Country of Citizenship or Incorporation</td>
<td>Number and Percentage of Each Class of Voting Securities</td>
</tr>
<tr>
<td>Cede &amp; Company New York, NY USA</td>
<td>USA</td>
<td>34,188 - 13.57% Common Stock</td>
<td>NA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>John Arnold Findlay, OH USA</td>
<td>USA</td>
<td>15,792 - 6.27% Common Stock</td>
<td>NA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Edward Diller Trustee Karen Diller (wife) Fort Thomas, KY USA</td>
<td>USA</td>
<td>13,126 - 5.21% Common Stock</td>
<td>NA</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Report Item 4: Insiders
(1)(a)(b)(c) and (2)(a)(b)(c)

<table>
<thead>
<tr>
<th>Names &amp; Address (City, State, Country)</th>
<th>Principal Occupation if other than with holding company</th>
<th>Title &amp; Position with holding company</th>
<th>Title &amp; Position with Subsidiaries (include names of subsidiaries)</th>
<th>Title &amp; Position with Other Businesses (include names of other businesses)</th>
<th>Percentage of Voting Securities in holding company</th>
<th>Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)</th>
<th>(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)</th>
</tr>
</thead>
<tbody>
<tr>
<td>J. Peter Suter</td>
<td>Local Business Owner</td>
<td>Director &amp; Chairman</td>
<td>N/A</td>
<td>N/A</td>
<td>0.38%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Pandora, OH USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Jared Lehman</td>
<td>President &amp; CEO Lima Family YMCA</td>
<td>Director &amp; Secretary</td>
<td>N/A</td>
<td>N/A</td>
<td>0.37%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Bluffton, OH USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Randal Verhoff</td>
<td>CPA Verhoff &amp; Company, LLC</td>
<td>Director</td>
<td>N/A</td>
<td>N/A</td>
<td>0.57%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Ottawa, OH USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>John Arnold</td>
<td>Local Business Owner</td>
<td>Director &amp; Vice Chairman</td>
<td>N/A</td>
<td>N/A</td>
<td>6.27%</td>
<td>None</td>
<td>N/A</td>
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<tr>
<td>Findlay, OH USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Scott Basinger</td>
<td>Esq</td>
<td>Director</td>
<td>N/A</td>
<td>N/A</td>
<td>0.46%</td>
<td>None</td>
<td>N/A</td>
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<tr>
<td>Pandora, OH USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Todd Mason</td>
<td>N/A</td>
<td>Director</td>
<td>President/CEO First National Bank of Pandora</td>
<td>N/A</td>
<td>2.86%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Name</td>
<td>Title</td>
<td>Company</td>
<td>Address</td>
<td>Lucidity</td>
<td>Position</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>-----------------------</td>
<td>--------------------------------------------</td>
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</tr>
<tr>
<td>Chris Alexander</td>
<td>Executive VP &amp; Findlay</td>
<td>City Executive First</td>
<td>Findlay, OH USA</td>
<td>N/A</td>
<td>0.32%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td></td>
<td>National Bank of Pandora</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Larry Hoffman</td>
<td>Executive VP &amp; CFO First</td>
<td>National Bank of Pandora</td>
<td>Bluffton, OH USA</td>
<td>N/A</td>
<td>0.57%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td>Brendon Matthews</td>
<td>Executive VP &amp; Senior Lender</td>
<td>First National Bank of Pandora</td>
<td>Bluffton, OH USA</td>
<td>N/A</td>
<td>0.49%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td></td>
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<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Jen Vastano</td>
<td>Senior VP Retail &amp; Marketing Director</td>
<td>First National Bank of Pandora</td>
<td>Bluffton, OH USA</td>
<td>N/A</td>
<td>0.12%</td>
<td>None</td>
<td>N/A</td>
</tr>
</tbody>
</table>
Results: A list of branches for your depository institution: FIRST NATIONAL BANK OF PANDORA, THE (65, 550) 57900
This depository institution is held by FIRST NATIONAL BANK OF PANDORA, THE (65, 550) 57900.
This data is as of 1/31/2023. A quick fact: information that was received and processed through 1/31/2023.

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, make the data, enter "Change" in the Data Action column and the data 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 close or change 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 date, 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 FFR contact. See the detailed instructions on this site for more information.
If you are e-mailing this to your FFR 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 via hardcopy or via the FR Y-10 Online application: https://y10online.federalreserve.gov

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID RSSD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC Uniform Office Number*</th>
<th>FFR Office Number*</th>
<th>Head Office</th>
<th>Head Office ID RSSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td>01/31/2023</td>
<td>Full Service (Head Office)</td>
<td>57900</td>
<td>FIRST NATIONAL BANK OF PANDORA, THE</td>
<td>202 E MAIN ST.</td>
<td>PANDORA</td>
<td>OH</td>
<td>45877</td>
<td>PUTNAM</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>FIRST NATIONAL BANK OF PANDORA, THE</td>
<td>57900</td>
<td>1316130</td>
</tr>
<tr>
<td>OK</td>
<td>01/31/2023</td>
<td>Full Service</td>
<td>2989776</td>
<td>HIN daytime EAST BRANCH</td>
<td>16505 TIFTON AVENUE</td>
<td>FREDERICK</td>
<td>OH</td>
<td>40840</td>
<td>HIN daytime</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>FIRST NATIONAL BANK OF PANDORA, THE</td>
<td>57900</td>
<td>1316130</td>
</tr>
<tr>
<td>OK</td>
<td>01/31/2023</td>
<td>Full Service</td>
<td>4502139</td>
<td>HIN daytime WEST BRANCH</td>
<td>1534 TRENOR AVENUE</td>
<td>FREDERICK</td>
<td>OH</td>
<td>40840</td>
<td>HIN daytime</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>FIRST NATIONAL BANK OF PANDORA, THE</td>
<td>57900</td>
<td>1316130</td>
</tr>
<tr>
<td>OK</td>
<td>01/31/2023</td>
<td>Full Service</td>
<td>4728402</td>
<td>OTTAWA BRANCH</td>
<td>605 N LEWIS STREET</td>
<td>OTTAWA</td>
<td>OH</td>
<td>45877</td>
<td>PUTNAM</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>FIRST NATIONAL BANK OF PANDORA, THE</td>
<td>57900</td>
<td>1316130</td>
</tr>
</tbody>
</table>