

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, 2019

Month / Day / Year

n/a

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

Reporter's Name, Street, and Mailing Address

Sutton Bancshares, Inc.

Legal Title of Holding Company

1 South Main Street, PO Box 505

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

Attica

Ohio



44807

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

H. Wayne McGaugh

Treasurer

Name

Title

419-426-6216

Area Code / Phone Number / Extension

419-426-3041

Area Code / FAX Number

wmcgaugh@suttonbank.com

E-mail Address

n/a

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

I, H. Wayne McGaugh

Name of the Holding Company Director and Official

Treasurer

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]
 Signature of Holding Company Director and Official

3/25/2020
 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

RSSD ID _____

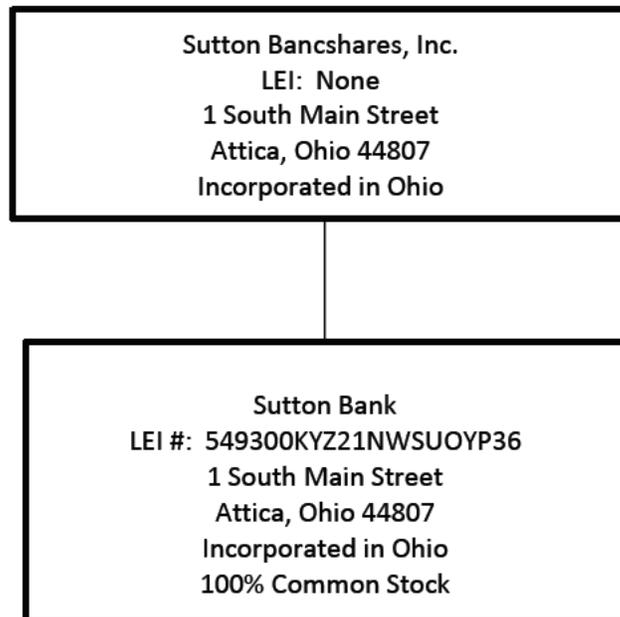
C.I. _____

Is confidential treatment requested for any portion of this report submission?	0=No 1=Yes	<input type="checkbox"/> <input checked="" type="checkbox"/>
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."		

FORM FR Y-6
Sutton Bancshares, Inc.
Attica, OH
Fiscal Year Ending December 31, 2019

Report Item 1: The holding company prepares the attached financial information for its securities holders and is not registered with the SEC.

Report Item 2a: Organizational Chart



Results: A list of branches for your depository institution: **SUTTON BANK (ID_RSSD: 110413)**.
 This depository institution is held by **SUTTON BANCSHARES, INC. (1134500)** of **ATTICA, OH**.
 The data are as of **12/31/2019**. Data reflects information that was received and processed through **03/05/2020**.

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)	110413	SUTTON BANK	1 SOUTH MAIN STREET	ATTICA	OH	44807	SENECA	UNITED STATES	Not Required	Not Required	SUTTON BANK	110413	
ok		Full Service	2949925	ASHLAND CLAREMONT BRANCH	1804 CLAREMONT AVE.	ASHLAND	OH	44805	ASHLAND	UNITED STATES	Not Required	Not Required	SUTTON BANK	110413	
ok		Full Service	3657281	EAST MAIN STREET BRANCH	1521 EAST MAIN STREET	ASHLAND	OH	44805	ASHLAND	UNITED STATES	Not Required	Not Required	SUTTON BANK	110413	
ok		Full Service	3919439	MANSFIELD LEXINGTON AVE BRANCH	595 LEXINGTON AVENUE	MANSFIELD	OH	44907	RICHLAND	UNITED STATES	Not Required	Not Required	SUTTON BANK	110413	
ok		Full Service	3313206	MANSFIELD ONTARIO BRANCH	863 NORTH LEXINGTON-SPRINGMILL ROAD	MANSFIELD	OH	44907	RICHLAND	UNITED STATES	Not Required	Not Required	SUTTON BANK	110413	
ok		Full Service	2289715	NEW LONDON OFFICE	51 PARK AVENUE	NEW LONDON	OH	44851	HURON	UNITED STATES	Not Required	Not Required	SUTTON BANK	110413	
ok		Full Service	4720230	TIFFIN BRANCH	709 W MARKET ST	TIFFIN	OH	44883-2519	SENECA	UNITED STATES	Not Required	Not Required	SUTTON BANK	110413	
ok		Full Service	2233549	WILLARD BRANCH	301 EAST WALTON STREET	WILLARD	OH	44890	HURON	UNITED STATES	Not Required	Not Required	SUTTON BANK	110413	

Sutton Bancshares, Inc.

Fiscal Year Ending December 31, 2019

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 12-31-19			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 12-31-19		
(1)(a) Name City, State, County	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(1)(a) Name City, State, County	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities
Jerrold W. Ete, Attca, OH, Huron County	USA	Common Stock (V): 15,142 5.94%	None to report		
Sutton State Bank 401(k) Savings Plan / ESOP, Attca, OH, Seneca County	USA	Common Stock (V): 36,852 14.46%			

Sutton Bancshares, Inc.
Fiscal Year Ending December 31, 2019
Report Item 4: Insiders

(1) Name City, State, County	(2) Principal Occupation if other than with Holding Company	(3) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (Sutton Bank)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiary	(4)(c) List names of other companies (include partnerships) if 25% of more of voting securities are held.
Eric A Gillett Attica OH Seneca	Retired	Director	Chairman	N/A	2.35%		N/A
J Anthony Gorrell i in OH Seneca	CEO Sutton Bank	Director	President	N/A	0.77%		N/A
D Ford Mennel Findlay OH Hancock	Mennel Milling	Director	Director	President Mennel Milling	0.57%		100% Owner Motte & Bailey Assets LLC / 50% Vice Chair Renwood Mills LLC & Ohio Logistics/Findlay's all imbers
Matthew C Roberts PhD Worthington OH Franklin	Entrepreneur	Director	Director	Owner Kemmantle Group LLC	0.11%		100% Owner Kemmantle Group LLC
Thomas M Showman Willard OH Huron	President Sutton Bank	Director	Director	N/A	0.76%		N/A
Scott A Sutton Louisville N Blount	Manufacturing executive	Chairman	Director	President Dupont Tate & Lyle Bio Products	0.09%		N/A
Lisa E Young i in OH Seneca	CPA	Director	Director	Owner Sole Proprietor CPA	0.14%		100% Sole Proprietor Lisa Young CPA
Hicham S Chahine Clearwater FL Pinellas	Retired	Director	Director	N/A	0.04%		N/A
Dinesh C Chakdi i in OH Seneca	Retired	Director	Director	N/A	1.52%		N/A
Sutton State Bank 401(k) Savings Plan / ESOP	N/A	N/A	N/A	N/A	14.46%		N/A
Note: Sutton Bancshares, Inc. owns 100% of the outstanding common stock of Sutton Bank.							