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. §§ 3105(a) and 3108(a)); sections 11(a)(1), 25, and 25(a) of the Federal Reserve Act (12 U.S.C. §§ 246(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.

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. Blair Hillyer
Name of the Holding Company Director and Official

Chief Executive Officer
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 relating to 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
2-15-22

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. __________________________

Date of Report (top-tier holding company’s fiscal year-end):
12/31/2021

Month / Day / Year

None Available
Reporter’s Legal Entity Identifier (LEI) (20-Character LEI Code)

FNB, Inc.

Legal Title of Holding Company

P O Box # 31
(Mailing Address of the Holding Company) Street / P.O. Box
Dennison Ohio 44621
City State Zip Code

105 Grant Street
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Michelle Campbell CFO, EVP
Name Title
740-673-7291
Area Code / Phone Number / Extension
740-922-6376
Area Code / Fax Number
mcampbell@fnbdennison.com
E-mail Address

www.fnbdennison.com
Address (URL) for the Holding Company’s web page

Is confidential treatment requested for any portion of this report submission? 0
☐ Yes  ☐ No

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."
FNB, Inc.
FR Y-6
December 31, 2021

Report Item 1: The Holding Company is not registered with the SEC and thus the 10-K is not applicable. The Annual Report to Shareholders is enclosed. (will be uploaded once final is provided by Audit firm)

Report Item 2a: Organization chart – enclosed
1. FNB, Inc. is a holding company located at 105 Grant Street, Dennison, Ohio, which owns all (100%) of outstanding stock of The First National Bank of Dennison, Ohio also located at 105 Grant Street, Dennison, Ohio, and all (100%) of outstanding stock of TuscValley Financial, Inc. located at 111 Front Avenue, S.E., New Philadelphia, Ohio. All corporations; FNB, Inc., The First National Bank of Dennison, Ohio and TuscValley Financial, Inc. are incorporated in the state of Ohio.

Report Item 2b: Branch listing of The First National Bank of Dennison, Ohio.
1. 105 Grant Street, Dennison, Ohio
2. 824 Boulevard, Dover, Ohio
3. 130 Walnut Street, Gnadenhutten, Ohio
4. 706 South Broadway, New Philadelphia, Ohio
5. 2046 East High Avenue, New Philadelphia, Ohio

Report Item 3: Securities holders owning 5% or more of FNB, Inc.'s outstanding stock.
1.
   a) The Hillier Control Group
      Dennison, Ohio, USA
   b) U.S.A.
   c) 74,697 shares; 11.10% of outstanding common stock

   a) CEDE & Company
      New York, New York, USA
   b) U.S.A.
   c) 232,570 shares; 34.56% of outstanding common stock

   a) Lee A. Novak
      Uhrichsville, Ohio, USA
   b) U.S.A.
   c) 63,370 shares; 9.42% of outstanding common stock
2. None
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**
- **Add**: If the branch information is correct, enter 'Add' in the Data Action column.
- **Delete**: If the branch listed was never opened by this depository institution, enter 'Delete' in the Data Action column.
- **Close**: If a branch listed was never opened by this depository institution, enter 'Close' in the Data Action column and the date when this information first became valid in the Effective Date column.
- **GOCB**: If a branch listed was never opened by this depository institution, enter 'GOCB' in the Data Action column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, pagewrapping, and/or legalized paper.

Submission Procedure:
When you are finished, send a saved copy to your FRB contact. See the detailed instructions on the site for more information.

If you are e-mailing this to your FRB contact, put your institution's name, city, and state in the subject line of the e-mail.

**Notes:**
- To satisfy the FR Y-9C reporting requirements, you must also submit FR Y-9C Domestic Branch Schedule for each branch with Data Action of Change, Close, Delete, or Add.
- The FR Y-9C report may be submitted in a hardcopy format or via the FR Y-9C Online Application: https://y9conline.federalreserve.gov.

* FICU, MINIMUM Office Number, and REGO columns are for reference only. Verifications of these values are not required.

<table>
<thead>
<tr>
<th>State Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID Number</th>
<th>FISCAI</th>
<th>Short Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>Foreign Location</th>
<th>Foreign Location Code</th>
<th>Office Number</th>
<th>Head Office</th>
<th>Head Office ID</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
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<td>Full Service</td>
<td>BOISEYARD BRANCH</td>
<td>997033</td>
<td>131</td>
<td>BOISEYARD</td>
<td>8431 BOWEN STREET</td>
<td>BENSON</td>
<td>ID</td>
<td>83220-1097</td>
<td>TUSCARAWAS</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>149401</td>
<td>335713</td>
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<td>GRADEHUTEN BRANCH</td>
<td>213816</td>
<td>134</td>
<td>GRADEHUTEN</td>
<td>120 BAKERS STREET</td>
<td>GRADEHUTEN</td>
<td>OH</td>
<td>44622</td>
<td>TUSCARAWAS</td>
<td>UNITED STATES</td>
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<td>Not Required</td>
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<td>335713</td>
<td></td>
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<tr>
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<td>SCHUEMANN OFFICE</td>
<td>31177460</td>
<td>136</td>
<td>SCHUEMANN</td>
<td>1286 EISEN ST</td>
<td>NEW PHILADELPHIA</td>
<td>OH</td>
<td>44603</td>
<td>TUSCARAWAS</td>
<td>UNITED STATES</td>
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<td>Not Required</td>
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<td>SOUTH BAY BRANCH</td>
<td>24488901</td>
<td>137</td>
<td>SOUTH BAY</td>
<td>706 SOUTH BROADWAY STREET</td>
<td>NEW PHILADELPHIA</td>
<td>OH</td>
<td>44603</td>
<td>TUSCARAWAS</td>
<td>UNITED STATES</td>
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<td>Not Required</td>
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<td>335713</td>
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</table>
# HILLYER CONTROL GROUP

(Ownership of Shares of FNB, Inc. by Hillyer Control Group)

<table>
<thead>
<tr>
<th>Stockholder</th>
<th>Shares</th>
<th>% of Ownership</th>
</tr>
</thead>
<tbody>
<tr>
<td>Blair Hillyer</td>
<td>10,910</td>
<td>1.14%</td>
</tr>
<tr>
<td>Jody Hillyer</td>
<td>500</td>
<td>0.07%</td>
</tr>
<tr>
<td>Brett Hillyer</td>
<td>142</td>
<td>0.02%</td>
</tr>
<tr>
<td>Bowerston Shale Company</td>
<td>38,082</td>
<td>5.66%</td>
</tr>
<tr>
<td>FAB Ohio Corporation</td>
<td>7,618</td>
<td>1.13% 8.02%</td>
</tr>
<tr>
<td>Brad Hillyer</td>
<td>4,032</td>
<td>0.60%</td>
</tr>
<tr>
<td>Brad &amp; Kimberly Hillyer</td>
<td>2,580</td>
<td>0.38%</td>
</tr>
<tr>
<td>Alec B. Hillyer</td>
<td>60</td>
<td>0.01%</td>
</tr>
<tr>
<td>Katherine Hillyer Hillyer</td>
<td>60</td>
<td>0.01%</td>
</tr>
<tr>
<td>Jacob Hillyer</td>
<td>60</td>
<td>0.01%</td>
</tr>
<tr>
<td>Connolly, Hillyer &amp; Welch, Inc.</td>
<td>3,450</td>
<td>0.51% 1.52%</td>
</tr>
<tr>
<td>Beth Hillyer</td>
<td>3,793</td>
<td>0.56%</td>
</tr>
<tr>
<td>Rebecca Hillyer</td>
<td>2,584</td>
<td>0.38%</td>
</tr>
<tr>
<td>David Shelley</td>
<td>2,100</td>
<td>0.31%</td>
</tr>
<tr>
<td>Marjorie Shelley</td>
<td>2,100</td>
<td>0.31%</td>
</tr>
<tr>
<td><strong>Grand Total</strong></td>
<td>78,071</td>
<td>11.1%</td>
</tr>
</tbody>
</table>
Report item 4: Insiders

DIRECTORS AND OFFICERS

1. Name and address
   Gregory L. DiDonato
   Dennison, Ohio, USA

2. Principal occupation, if other than with the bank holding company organization
   Mayor

3. Title or position with:
   a) FNB, Inc.
      Director
   b) The First National Bank of Dennison
      Director
   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer
      None

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.
      2,600 (.32%)
   b) The First National Bank of Dennison
      None
   c) Any other business company, if more than 25 percent of its outstanding voting securities are held
      None
FNB, INC.
Report Item 4
December 31, 2021

1. Name and address

William E. Ferris
New Philadelphia, Ohio  USA

2. Principal occupation, if other than with the bank holding company organization

President/
Ferris Chevrolet, Inc.

3. Title or position with:
   a) FNB, Inc.

   Director

   b) The First National Bank of Dennison

   Director

   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer

   President/ Ferris Chevrolet, Inc
   Partner/ TDM Properties, LTD
   Partner/ TBR Realty
   Owner/ Match Investments, LLC
   Partner/ TIL Investments, LLC
   Partner/ Ferris Realty, Inc.
   Partner/ Searl Properties, LLC

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.

   1,930 (.24 %)

   b) The First National Bank of Dennison

   None

   c) Any other business company, if more than 25 percent of its outstanding voting securities are held

   Ferris Ownership, Inc./ 33.33% Ownership
   TDM Properties, LTD/ 25% Ownership
   TBR Realty/ 33.33% Ownership
   Match Investments, LLC/ 100% Ownership
   TIL Investments, LLC/ 50% Ownership
   Ferris Realty, Inc./ 34.456% Ownership
   Searl Properties, LLC/ 50% Ownership
1. Name and address

Blair A. Hillyer
Dennison, Ohio, USA

2. Principal occupation, if other than with the bank holding company organization

Chief Executive Officer/
The First National Bank of Dennison

3. Title or position with:
   a) FNB, Inc.

Chairman of the Board, CEO & Director
CEO & Director

b) The First National Bank of Dennison

Vice President/
Deer Hill, Inc.
Chairman/
Clay City Pipe Company
Managing Member/
BSC Land & Energy LLC

c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.

10,310 (1.53%)

b) The First National Bank of Dennison

None

c) Any other business company, if more than 25 percent of its outstanding voting securities are held

Deer Hill, Inc./
25% Ownership
1. Name and address

Brad L. Hillyer

Dennison, Ohio, USA

2. Principal occupation, if other than with the bank holding company organization

Attorney

3. Title or position with:
   a) FNB, Inc.

Director

b) The First National Bank of Dennison

Director

c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer

Attorney & President/
   Connolly, Hillyer & Ong, Inc.
President & Director/
   Clay City Pipe Company
Owner & Partner/
   Connolly, Hillyer & Welch
Owner/
   Connolly, Hillyer & Welch Title Services, Inc
Managing Member/
   BSC Land & Energy LLC
President/
   Twelve Pack Lake

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:

5,048 (.75%) [Hillyer Control Group]

None

b) The First National Bank of Dennison

Connolly, Hillyer & Ong, Inc/
   100% Ownership
Connolly, Hillyer & Welch/ 100% Ownership
Connolly, Hillyer & Welch Title Services,
   Inc./ 100% Ownership

c) Any other business company, if more than 25 percent of its outstanding voting securities are held
1. Name and address
   Joseph J. Martinelli
   Dennison, Ohio, USA

2. Principal occupation, if other than with the bank holding company organization
   Home Builder

3. Title or position with:
   a) FNB, Inc.
      Director
   
   b) The First National Bank of Dennison
      Director
   
   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer
      Owner/
      Joseph J. Martinelli Building & Remodeling
      Partner/ JJM Enterprises, LTD

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.
      6,431 (.96%)
   
   b) The First National Bank of Dennison
      None
   
   c) Any other business company, if more than 25 percent of its outstanding voting securities are held
      Joseph J. Martinelli Building & Remodeling/
      100% Ownership
      JJM Enterprises, LTD/ 33.33% Ownership
1. Name and address

Lawrence J. Mosher
Dover, Ohio, USA

2. Principal occupation, if other than with the bank holding company organization

Retired Bank Executive Officer

3. Title or position with:
   a) FNB, Inc.
      Director

   b) The First National Bank of Dennison
      Director

   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer
      None

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.
      4,750 (.71%)

   b) The First National Bank of Dennison
      None

   c) Any other business company, if more than 25 percent of its outstanding voting securities are held
      None
1. Name and address

Michelle S. Campbell
New Philadelphia, Ohio, USA

2. Principal occupation, if other than with the bank holding company organization

EVP, Chief Financial Officer/
The First National Bank of Dennison

3. Title or position with:
   a) FNB, Inc.

   Secretary/Treasurer

   b) The First National Bank of Dennison

   Chief Financial Officer

   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer

   None

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.

   100 (.02%)

   b) The First National Bank of Dennison

   None

   c) Any other business company, if more than 25 percent of its outstanding voting securities are held

   None
1. Name and address

   Lee A. Novak
   Uhrichsville, Ohio, USA

2. Principal occupation, if other than with the bank holding company organization

   Local Businessman

3. Title or position with:
   a) FNB, Inc.

      Director

   b) The First National Bank of Dennison

      Director

   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer

      None

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.

      63,370 (9.42%)

   b) The First National Bank of Dennison

      None

   c) Any other business company, if more than 25 percent of its outstanding voting securities are held

      None
1. Name and address

2. Principal occupation, if other than with the bank holding company organization

3. Title or position with:
   a) FNB, Inc.
   b) The First National Bank of Dennison
   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.
   b) The First National Bank of Dennison
   c) Any other business company, if more than 25 percent of its outstanding voting securities are held

Douglas L. Peterman
New Philadelphia, Ohio, USA

President/
Peterman Plumbing & Heating, Inc.

Director
Director

President/
Peterman Plumbing & Heating, Inc.

40 (.01%)
None

Peterman Plumbing & Heating, Inc./
100% Ownership
1. Name and address

   Jay R. Tolloti
   Dover, Ohio, USA

2. Principal occupation, if other than with the bank holding company organization

   Dentist

3. Title or position with:
   a) FNB, Inc.

   Director

   b) The First National Bank of Dennison

   President/
   Dr. T's, Inc.
   President/
   Tolloti Dentistry, Inc.

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.

   500 (.07%)

   b) The First National Bank of Dennison

   None

   c) Any other business company, if more than 25 percent of its outstanding voting securities are held.

   Dr. T's, Inc./
   100% Ownership
   Tolloti Dentistry, Inc./
   100% Ownership
1. Name and address

   Keith A. Willoughby
   Dennison, Ohio, USA
   President, Willoughby & Co., Inc.

2. Principal occupation, if other than with the bank holding company organization

   President, Willoughby & Co., Inc.

3. Title or position with:
   a) FNB, Inc.

   Director

   b) The First National Bank of Dennison

   Director

   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer

   President/ Willoughby & Co., Inc.
   Member/ K & K Enterprises of Tuscarawas County LLC

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.

   698 (.10%)

   None

   b) The First National Bank of Dennison

   Willoughby & Co., Inc./ 100% Ownership
   K & K Enterprises of Tuscarawas County LLC/ 50% Ownership

   c) Any other business company, if more than 25 percent of its outstanding voting securities are held

   Willoughby & Co., Inc./ 100% Ownership
   K & K Enterprises of Tuscarawas County LLC/ 50% Ownership
1. Name and address

Nichole Zesiger
New Philadelphia, Ohio, USA

2. Principal occupation, if other than with the bank holding company organization

President/
The First National Bank of Dennison

3. Title or position with:
   a) FNB, Inc.
   b) The First National Bank of Dennison
   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer

Director
Director
None

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.
   b) The First National Bank of Dennison
   c) Any other business company, if more than 25 percent of its outstanding voting securities are held

708 (.11%)
None
None