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 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.

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, Brian Dunlap
Name of the Holding Company Director and Official

Director and 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 of Holding Company Director and Official
02/09/2022

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): December 31, 2021
Month / Day / Year
N/A

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

Report's Name, Street, and Mailing Address

New Richmond Bancorporation
Legal Title of Holding Company

110 Front Street
Mailing Address of the Holding Company Street / P.O. Box

New Richmond OH 45157
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Richard J. Labenz, CPA
Name Title

402-437-8383
Area Code / Phone Number / Extension

402-437-8399
Area Code / FAX Number

rlabenz@labenz.com
E-mail Address

None

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

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.

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 go her and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding the 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.
Report Item

1. New Richmond Corporation does not prepare an annual report for its shareholders.

2.a. Organizational Chart
### Form FR Y-6

New Richmond Bancorporation  
New Richmond, Ohio  
Fiscal Year Ended December 31, 2021

#### Report Item 2b - Domestic Branch Listing

**Results:** A list of branches for your depository institution: RIVERHILLS BANK (ID_RSSD: 371223).  
This depository institution is held by NEW RICHMOND BANCORPORATION (1070541) of NEW RICHMOND, OH.  
The data are as of 12/31/2021. Data reflects information that was received and processed through 01/12/2022.

**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 UNNUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.*

<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 UNNUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service (Head Office)</td>
<td>371223</td>
<td>RIVERHILLS BANK</td>
<td>553 CHAMBER DRIVE</td>
<td>MILFORD</td>
<td>OH</td>
<td>45150</td>
<td>CLERMONT</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>RIVERHILLS BANK</td>
<td>371223</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>291826</td>
<td>AMELIA BRANCH</td>
<td>1719 OHIO PIKE</td>
<td>AMELIA</td>
<td>OH</td>
<td>45102</td>
<td>CLERMONT</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>RIVERHILLS BANK</td>
<td>371223</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>824112</td>
<td>FELICITY BRANCH</td>
<td>415 STATE ROUTE 133</td>
<td>FELICITY</td>
<td>OH</td>
<td>45120</td>
<td>CLERMONT</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>RIVERHILLS BANK</td>
<td>371223</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>4842011</td>
<td>301 MAIN</td>
<td>301 MAIN STREET</td>
<td>MILFORD</td>
<td>OH</td>
<td>45150</td>
<td>CLERMONT</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>RIVERHILLS BANK</td>
<td>371223</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>3921580</td>
<td>NEW RICHMOND BRANCH</td>
<td>110 FRONT STREET</td>
<td>NEW RICHMOND</td>
<td>OH</td>
<td>45157</td>
<td>CLERMONT</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>RIVERHILLS BANK</td>
<td>371223</td>
<td></td>
</tr>
</tbody>
</table>
Report Item 3 – Securities holders
(1)(a)(b)(c) and (2)(a)(b)(c)

<table>
<thead>
<tr>
<th>(1)(a)</th>
<th>(1)(b)</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
<th>(2)(a)</th>
<th>(2)(b)</th>
<th>(2)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name, City, State, Country</td>
<td>Country of Citizenship or Incorporation</td>
<td></td>
<td>Name, City, State, Country</td>
<td>Country of Citizenship or Incorporation</td>
<td></td>
</tr>
<tr>
<td>Steve Bartels (a)</td>
<td>USA</td>
<td>93.75 Common stock shares 55.80%</td>
<td>None</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Franklin, NE USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mark Dunlap</td>
<td>USA</td>
<td>19.25 Common stock shares 12.75%</td>
<td>None</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Naples, FL USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Samad Yaltaghian (b)</td>
<td>USA</td>
<td>20.00 Common stock shares 13.25%</td>
<td>None</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Naples, FL USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Brian Dunlap</td>
<td>USA</td>
<td>24.00 Common stock shares 14.29%</td>
<td>None</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Cincinnati, OH USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Note (a): Steve Bartels owns 80 common shares directly. Steve’s sons, Scott and Dan, combine to own 11 common shares & Jay Dunlap his father-in-law owns 2.75 shares. Steve’s total indirect shares owned is 93.75, or 55.80%

Note (b): Samad Yaltaghian owns 18 common shares directly. Samad’s son Benyamin Yaltaghian and his daughter Emma Yaltaghian each own 1 common share. Samad’s total indirect shares owned is 20, or 13.25%
<table>
<thead>
<tr>
<th>Name</th>
<th>Occupation</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 Shares in Holding Company</th>
<th>Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)</th>
<th>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>Steve Bartels</td>
<td>Farmer</td>
<td>Chairman and President of New Richmond Bancorporation</td>
<td>None</td>
<td>President and Treasurer, Franklin County Land Company, Inc. Director of Horizon Bank Director and Chairman of Campbell State Bank Director of South Central State Bank</td>
<td>80.0 shares 47.62% of common shares outstanding, plus 13.75 shares from working in concert with Scott Bartels, Dan Bartels and Jay Dunlap for a total of 55.80% of common shares outstanding</td>
<td>None</td>
<td>Franklin County Land Company, Inc. – 100%</td>
</tr>
<tr>
<td>Franklin, NE</td>
<td>USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Form FR Y-6**

**New Richmond Bancorporation**

**New Richmond, Ohio**

**Fiscal Year Ended December 31, 2021**

**Report Item 4 – Insiders – Page 1 of 5**

(1), (2), (3)(a)(b)(c) and (4)(a)(b)(c)
<table>
<thead>
<tr>
<th>Name, City, State, Country</th>
<th>(2) Principal Occupation if other than with Holding Company</th>
<th>(3)(a) Title &amp; Position with Holding Company</th>
<th>(3)(b) Title &amp; Position with Subsidiaries (include names of subsidiaries)</th>
<th>(3)(c) Title &amp; Position with Other Businesses (include names of other businesses)</th>
<th>(4)(a) Percentage of Voting Shares in Holding Company</th>
<th>(4)(b) Percentage of Voting Shares 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>Samad Yaltaghian Naples, FL USA</td>
<td>Retired Civil Engineer and Associate Construction Director</td>
<td>Director of New Richmond Bancorporation</td>
<td>Director of RiverHills Bank</td>
<td>None</td>
<td>18.0 shares of New Richmond Bancorporation. 13.25% of common shares outstanding, including 2.0 shares owned indirectly via attribution from his son and daughter.</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Keith May Lincoln, NE USA</td>
<td>Retired Executive V.P. of Union Bank &amp; Trust Company</td>
<td>Director of New Richmond Bancorporation</td>
<td>Director and Chairman of RiverHills Bank</td>
<td>Director of Union Agency, Inc.</td>
<td>5.0 shares 2.98% of common shares outstanding</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Brian Dunlap Cincinnati, OH USA</td>
<td>None</td>
<td>Secretary and Treasurer of New Richmond Bancorporation</td>
<td>President and Director of RiverHills Bank</td>
<td>None</td>
<td>24.0 shares 14.29% of common shares outstanding</td>
<td>None</td>
<td>None</td>
</tr>
</tbody>
</table>
### Report Item 4 – Insiders – Page 3 of 5

<table>
<thead>
<tr>
<th>(1) Name, City, State, Country</th>
<th>(2) Principal Occupation if other than with Holding Company</th>
<th>(3)(a) Title &amp; Position with Holding Company</th>
<th>(3)(b) Title &amp; Position with Subsidiaries (include names of subsidiaries)</th>
<th>(3)(c) Title &amp; Position with Other Businesses</th>
<th>(4)(a) Percentage of Voting Shares in Holding Company</th>
<th>(4)(b) Percentage of Voting Shares 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>Jay L. Dunlap, Lincoln, NE, USA</td>
<td>Treasurer and Secretary of Farmers &amp; Merchants Investment, Inc.</td>
<td>Director of New Richmond Bancorporation</td>
<td>None</td>
<td>Treasurer, Secretary and Director of Union Bank &amp; Trust Company; President and Director of Union Loan Incorporated (inactive); Treasurer and Director of Farm &amp; Home Insurance Agency, Inc.; Chairman and Director of First National Bank Northeast; Director of Horizon Bank; Assistant Secretary, Treasurer and Director of Campbell State Company; Director of South Central State Bank; CEO, Secretary, Treasurer and Director of Central Agency, Inc.; Manager of Central Agency Farms, LLC</td>
<td>Jay Dunlap owns 2.75 shares, or 1.64% of common shares, plus 91 shares working in concert with Steve, Scott and Dan Bartels for a total of 55.80%.</td>
<td>None</td>
<td>None</td>
</tr>
</tbody>
</table>
### Report Item 4 – Insiders – Page 4 of 5

(1), (2), (3)(a)(b)(c) and (4)(a)(b)(c)

<table>
<thead>
<tr>
<th>Name, 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>Percentage of Voting Shares in Holding Company</th>
<th>Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Scott Bartels Ashland, NE USA</td>
<td>Horizon Bank AVP</td>
<td>None</td>
<td>None</td>
<td>Director, South Central Bank Assistant Vice President, Horizon Bank</td>
<td>6.5 shares owned personally, plus 87.25 shares owned in concert with Steve Bartels, Dan Bartels and Jay Dunlap; total 55.80% of common shares outstanding</td>
</tr>
<tr>
<td>Dan Bartels Milford, NE USA</td>
<td>Teacher</td>
<td>None</td>
<td>None</td>
<td>None</td>
<td>None</td>
</tr>
</tbody>
</table>

4.5 shares owned personally, plus 89.25 shares owned in concert with Steve Bartels, Scott Bartels and Jay Dunlap; total 55.80% of common shares outstanding
<table>
<thead>
<tr>
<th>(1) Name, City, State, Country</th>
<th>(2) Principal Occupation if other than with Holding Company</th>
<th>(3)(a) (b) Title &amp; Position with Holding Company with Subsidiaries (include names of subsidiaries)</th>
<th>(3)(c) Title &amp; Position with Other Businesses (include names of other businesses)</th>
<th>(4)(a) Percentage of Voting Shares in Holding Company</th>
<th>(4)(b) Percentage of Voting Shares 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>Janet Latimer Waverly, NE USA</td>
<td>Director, Secretary, CEO and President of Horizon Bank</td>
<td>Director of New Richmond Bancorporation</td>
<td>None</td>
<td>Director, Secretary, CEO and President of Horizon Bank Director and Vice President of Nsure Agency, Inc. Director of Campbell State Company</td>
<td>8.25 shares 7.4% of common shares outstanding, including 4.25 shares owned indirectly via attribution from her son.</td>
<td>None</td>
</tr>
</tbody>
</table>