

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) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)); section 10(b)(2) of the Home Owners' Loan Act (12 U.S.C. § 1467a(b)(2)); sections 102(a)(1), 165, and 618 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (12 U.S.C. §§ 5311(a)(1), 5365, and 1850a(c)(1)); and sections 8(a) and 13(a) of the International Banking Act of 1978 (12 U.S.C. §§ 3106(a) and 3108(a)). 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, Fred DeBiasi

Name of the Holding Company Director and Official

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

Date of Signature

### For Federal Reserve Bank Use Only

RSSD 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 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.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2022

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Valley Central MHC

Legal Title of Holding Company

6550 Princeton Glendale Rd.

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

Liberty Township

OH

45011

City

State

Zip Code

N/A

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Katie Schnieber

CFO

Name

Title

513-821-3335

Area Code / Phone Number / Extension

513-737-1012

Area Code / FAX Number

kschnieber@valleycentral.org

E-mail Address

www.valleycentral.org

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."

**Report Item 1: Annual Report to Shareholders**

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

## Checklist

The checklist below is provided to assist the holding company in filing all the necessary responses and verifying changes from the prior year to the various report items. The completed checklist should be submitted with the report. Please see section A of the General Instructions for additional guidance.

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### Verification of Changes

**All Reporters must respond to the following questions by checking the Yes or No box below, as appropriate.**

Did the holding company have changes to any reportable FR Y-6 items (2a, 2b, 3, or 4) from the prior year?

☒ Yes    ☐ No

If checked Yes, complete the remaining checklist for Report Items 2a, 2b, 3, and 4. For each Report Item, indicate whether there are changes from the prior year by checking Yes or No below. See section A of the General Instructions for additional information.

**Report Item 2a: Organization Chart**

☐ Yes    ☒ No

If checked Yes, the Reporter must submit the organization chart as specified in Report Item 2.a instructions.

**Report Item 2b: Domestic Branch Listing**

☐ Yes    ☒ No

If checked Yes, the Reporter must submit the domestic branch listing as specified in Report Item 2.b instructions.

**Report Item 3: Securities Holders**

☐ Yes    ☒ No

If checked Yes, the Reporter must submit the information as specified in Report Item 3 instructions.

**Report Item 4: Insiders**

☒ Yes    ☐ No

If checked Yes, the Reporter must submit the information as specified in Report Item 4 instructions.

## For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

Valley Central Bancorp Inc

Legal Title of Subsidiary Holding Company

6550 Princeton Glendale Rd

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

Liberty Township OH 45011  
City State Zip Code

N/A

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

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

City State Zip Code

Physical Location (if different from mailing address)

**Item 4**  
**Valley Central MHC**

**Insiders**

<b>Name City State Country</b>	<b>Occupation</b>	<b>Title Position with Holding Company</b>	<b>Title Position with Subsidiaries</b>	<b>Title with Other Business</b>	<b>Percentage of voting Shares in subsidiaries</b>	<b>Percentage of voting Shares in Holding Co.</b>	<b>Other Companies if 25% or more of voting securities</b>
(1) General Contractor Construction, President, Kessling Construction	(2)	(3a)	(3b)	(3c)	(4a)	(4b)	(4c)
Bernard W. Kessling Cincinnati Ohio USA	USA	Chairman of the Board	Chairman of the Board, MHC	Owner, Kessling Construction	n/a	n/a	Kessling Construction 100%
John M. Stretch West Chester Ohio USA	USA	North Ridge Realty, Commercial Realtor	Board Member	Commercial Realtor, North Ridge Realty	n/a	n/a	D.A. Development, Inc. 100%; Princeton Ventures III, LLC 100%; Hamilton Riverfront, LLC 50%; M&S Holdings of Ohio, LLC 50%; Markat Properties of Ohio, LLC 40%
Donald J. Vonderhaar Cincinnati Ohio USA	USA	Vonderhaar's Catering, CEO/President	Board Member	CEO/President, Vonderhaar's Catering	n/a	n/a	Vonderhaar's Catering 100%; DelightMore 45%
Brian T. Reisert Cincinnati Ohio USA	USA	Loss Control Cincinnati Insurance	Board Member	AVP, Cincinnati Financial Corp.	n/a	n/a	n/a
Vaden W. Fitton Hamilton Ohio USA	USA	Retired	Board Member	Board Member, MHC	n/a	n/a	n/a
James Papakirk Cincinnati Ohio USA	USA	Attorney Flagel and Papakirk LLC	Board Member	Partner Flagel & Papakirk LLC	n/a	n/a	Stratson Group LLC 25%; Flagel & Papakirk LLC 50%; F&P Title, LLC 50%; 3010 Colerain, LLC 50%

## Internal FR

Fred G. DeBiasi Franklin Ohio USA	USA	Valley Central Bank, CEO/President	Board Member	Board Member, MHC	CEO/President, Valley Central Bank	n/a	n/a	n/a
Edmund R. Pokora Middletown Ohio USA	USA	Southwest Ohio Computer Association, Chief Financial Officer	Board Member	Board Member, MHC	Associate Director, Southwest Ohio Computer Association	n/a	n/a	n/a

**Item 4**  
**Valley Central Bancorp, Inc**

**Insiders - See MHC insiders**

Name City State Country		Occupation	Title Position with Holding Company	Title Position with Subsidiaries	Title with Other Business	Percentage of voting Shares in subsidiaries	Percentage of voting Shares in Holding Co.	Other Companies if 25% or more of voting securities
		(1) General Contractor Construction, President, Kessling Construction	(2) (3a)	(3b)	(3c)	(4a)	(4b)	(4c)
Bernard W. Kessling Cincinnati Ohio USA	USA		Chairman of the Board	Chairman of the Board, MHC	Owner, Kessling Construction	n/a	n/a	Kessling Construction 100%
John M. Stretch West Chester Ohio USA	USA	North Ridge Realty, Commercial Realtor	Board Member	Board Member, MHC	Commercial Realtor, North Ridge Realty	n/a	n/a	D.A. Development, Inc. 100%; Princeton Ventures III, LLC 100%; Hamilton Riverfront, LLC 50%; M&S Holdings of Ohio, LLC 50%; Markat Properties of Ohio, LLC 40%
Donald J. Vonderhaar Cincinnati Ohio USA	USA	Vonderhaar's Catering, CEO/President	Board Member	Board Member, MHC	CEO/President, Vonderhaar's Catering	n/a	n/a	Vonderhaar's Catering 100%; DelightMore 45%
Brian T. Reisert Cincinnati Ohio USA	USA	Loss Control Cincinnati Insurance	Board Member	Board Member, MHC	AVP, Cincinnati Financial Corp.	n/a	n/a	n/a

## Internal FR

Vaden W. Fitton  
Hamilton  
Ohio  
USA

USA Retired Board Board  
Member Member, MHC n/a n/a n/a n/a

James Papakirk  
Cincinnati  
Ohio  
USA

Attorney  
Flagel and Board Board Partner Flagel &  
USA Papakirk LLC Member Member, MHC Papakirk LLC n/a n/a Stratson Group LLC 25%; Flagel  
& Papakirk LLC 50%; F&P Title,  
LLC 50%; 3010 Colerain, LLC 50%

Edmund R. Pokora  
Middletown  
Ohio  
USA

Southwest  
Ohio Computer Associate  
Association, Director,  
Chief Financial Southwest Ohio  
USA Officer Board Board  
Member Member, MHC Computer  
Association n/a n/a n/a

Fred G. DeBiasi  
Franklin  
Ohio  
USA

Valley Central  
Bank, Board Board  
USA CEO/President Member Member, MHC CEO/President,  
Bank n/a n/a n/a

Valley Central MHC USA n/a n/a n/a n/a 100% (1 share) 100% (1 share) n/a