

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.

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.

I, **Paul M. Reed**

Name of the Holding Company Director and Official

President/Chairman

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.

Paul M. Reed

Signature of Holding Company Director and Official

7/22/2024
Date of Signature

For Federal Reserve Bank Use Only

RSSD ID _____

C.I. _____

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

December 31, 2023

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Farmers Bancshares, Inc

Legal Title of Holding Company

211 West Second Street

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

Pomeroy

OH

45769

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Abbie Marcinko

Treasurer

Name

Title

740-992-4148

Area Code / Phone Number / Extension

740-992-4370

Area Code / FAX Number

abbie.marcinko@fbasc.com

E-mail Address

www.fbasc.com

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.

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.

Results: A list of branches for your depository institution: **FARMERS BANK AND SAVINGS COMPANY, THE (ID_RSSD: 58225)**.
This depository institution is held by **FARMERS BANCSHARES, INC. (1132814)** of **POMEROY, OH**.
The data are as of **12/31/2023**. Data reflects information that was received and processed through **01/04/2024**.

Reconciliation and Verification Steps

Per the December 2022 instructions, these steps should be followed if there were changes to your domestic branch listing over the prior reporting year.
Please see the FR Y-6 instructions for further detail.

Note: If a Y-10 was submitted during the fiscal year and the change is reflected below, enter 'OK' in the Data Action column.
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, if applicable. 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)	58225	FARMERS BANK AND SAVINGS COMPANY, THE	211 WEST SECOND STREET	POMEROY	OH	45769	MEIGS	UNITED STATES	Not Required	Not Required	FARMERS BANK AND SAVINGS COMPANY, THE	58225	
OK		Full Service	2559605	GALLIPOLIS BRANCH	164 UPPER RIVER ROAD	GALLIPOLIS	OH	45631	GALLIA	UNITED STATES	Not Required	Not Required	FARMERS BANK AND SAVINGS COMPANY, THE	58225	
OK		Full Service	840578	NELSONVILLE BRANCH	9 W COLUMBUS ST	NELSONVILLE	OH	45764	ATHENS	UNITED STATES	Not Required	Not Required	FARMERS BANK AND SAVINGS COMPANY, THE	58225	
OK		Electronic Banking	4843193	FARMERS BANK ELECTRONIC BANKING BRANCH	211 WEST SECOND STREET	POMEROY	OH	45769	MEIGS	UNITED STATES	Not Required	Not Required	FARMERS BANK AND SAVINGS COMPANY, THE	58225	
OK		Full Service	4587992	POMEROY BRANCH	640 EAST MAIN STREET	POMEROY	OH	45769	MEIGS	UNITED STATES	Not Required	Not Required	FARMERS BANK AND SAVINGS COMPANY, THE	58225	
OK		Full Service	1159857	TUPPERS PLAINS BRANCH	42068 STATE ROUTE 7	TUPPERS PLAINS	OH	45783	MEIGS	UNITED STATES	Not Required	Not Required	FARMERS BANK AND SAVINGS COMPANY, THE	58225	
OK		Full Service	5082766	HURRICANE BRANCH	3572 TEAYS VALLEY ROAD	HURRICANE	WV	25526	PUTNAM	UNITED STATES	Not Required	Not Required	FARMERS BANK AND SAVINGS COMPANY, THE	58225	
OK		Full Service	3215636	MASON BRANCH	424 SECOND STREET	MASON	WV	25260	MASON	UNITED STATES	Not Required	Not Required	FARMERS BANK AND SAVINGS COMPANY, THE	58225	
OK		Full Service	3450688	POINT PLEASANT BRANCH	1716 JEFFERSON BOULEVARD	POINT PLEASANT	WV	25550	MASON	UNITED STATES	Not Required	Not Required	FARMERS BANK AND SAVINGS COMPANY, THE	58225	

FORM FR Y-6
Farmers Bancshares, Inc.
Fiscal Year Ending December 31, 2023

Report item 3: Securities Holders
(1)abc and (2)abc

Current Securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2023

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 12-31-2023

(1)a Name City, State, Country	(1)b Country of Citizenship or Incorporation	(1)c Number and Percentage of Each Class of Voting Securities	(2)a Name City, State, Country	(2)b Country of Citizenship or Incorporation	(2)c Number and Percentage of Each Class of Voting Securities
Paul M. Reed*	USA	51,250 - 8.79% Common Stock	N/A		
Middleport, OH, USA					
Laurie F. Reed	USA	7,550 - 1.29 % Common Stock			
Middleport, OH, USA					
Katie E. Reed Abbott	USA	85 - 0.01 % Common Stock			
Columbus, OH, USA					
Ben W. Reed	USA	50 - 0.01% Common Stock			
Middleport, OH, USA					
Theodore T. Reed, III*	USA	50,810 - 8.71% Common Stock			
Pomeroy, OH, USA					
Kathy M. Reed	USA	7,200 - 1.23% Common Stock			
Pomeroy, OH, USA					
Robert D. Reed	USA	218 - 0.04% Common Stock			
Columbus, OH, USA					
Bruce J. Reed*	USA	48,560 - 8.33% Common Stock			
Paris, TN, USA					
Rita J. Reed	USA	4,825 - 0.83% Common Stock			
Paris, TN, USA					
Tyler C. Reed	USA	35 - 0.01% Common Stock			
Memphis, TN, USA					
Jordan M. Reed	USA	35 - 0.01% Common Stock			
Nesbit, MS, USA					
Justin T. Reed	USA	35 - 0.01% Common Stock			
Germantown, TN, USA					
Kristopher Jenkins	USA	35 - 0.01% Common Stock			
Fairview, TN, USA					

*Note: All parties listed above along with their spouses and children are considered principal securities holders due to meeting the definition of family according to the FR Y-6 instructions. The entire Reed family interest total equals 29.26%.

Report item 3: Securities Holders (1)abc and (2)abc					
Current Securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2023			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 12-31-2023		
(1)a Name City, State, Country	(1)b Country of Citizenship or Incorporation	(1)c Number and Percentage of Each Class of Voting Securities	(2)a Name City, State, Country	(2)b Country of Citizenship or Incorporation	(2)c Number and Percentage of Each Class of Voting Securities
Frederick W. Crow, III** Syracuse, OH, USA	USA	18,175 - 3.12% Common Stock	N/A		
Cathy Crow, Revocable Trust** Cathy Crow, Trustee Syracuse, OH, USA	USA	500 - 0.09% Common Stock			
I Carson Crow** Pomeroy, OH, USA	USA	11,130 - 1.91% Common Stock			
Barbara Crow** Pomeroy, OH, USA	USA	450 - 0.08% Common Stock			
Theodore M. Beegle** Columbus, OH, USA	USA	6,965 - 1.19% Common Stock			
**Note: The parties listed above are a family acting in concert who owns 5% or more of common stock. The family interest total equals 6.39%					

Report item 3: Securities Holders (1)abc and (2)abc					
Current Securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2023			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 12-31-2023		
(1)a Name City, State, Country	(1)b Country of Citizenship or Incorporation	(1)c Number and Percentage of Each Class of Voting Securities	(2)a Name City, State, Country	(2)b Country of Citizenship or Incorporation	(2)c Number and Percentage of Each Class of Voting Securities
Johnson-Philson Trust*** Donald F. Johnson, Trustee Portland, OH, USA	USA	2,500 - 0.43% Common Stock	N/A		
Brian A. Johnson*** Ravenswood, WV, USA	USA	12,656 - 2.17% Common Stock			
Brett T. Johnson*** Ravenswood, WV, USA	USA	2,500 - 0.43% Common Stock			
Kassie L. Johnson*** Ravenswood, WV, USA	USA	1,500 - 0.26% Common Stock			
Bruce D. Johnson*** Portland, OH, USA	USA	12,542 - 2.15% Common Stock			
***Note: The parties listed above are a family acting in concert who owns 5% or more of common stock. The family interest total equals 5.44%					

Form FR Y-6
Farmers Bancshares, Inc.

Fiscal Year Ending December 31, 2023

Report Item 4: Insiders
(1), (2), (3) abc and (4) abc

(1) NAME CITY, STATE, COUNTRY	(2) PRINCIPAL OCCUPATION	(3)a TITLE OR POSITION WITH HOLDING CO.	(3)b TITLE OR POSITION WITH SUBSIDIARIES	(3)c TITLE OR POSITION WITH OTHER BUSINESSES	(4)a % OF OWNERSHIP/ HLD CO	(4)b % OF OWNERSHIP/ SUB	(4)c % OF OWNERSHIP OF OTHER COMPANY
Paul M. Reed Middleport, OH, USA	N/A	Chairman/President	Chairman/CEO The Farmers Bank & Savings Company	N/A	8.79%*	None	N/A
Douglas Little Racine, OH, USA	Attorney	Director	Director The Farmers Bank & Savings Company	Attorney/Partner Little, Sheets and Barr, LLP	0.79%	None	50% Little Sheets and Barr, LLP
Theodore T. Reed, III Pomeroy, OH, USA	Retired/Executive Director	Director	Director The Farmers Bank & Savings Company	N/A	8.71%*	None	N/A
Thomas W. Karr Pomeroy, OH, USA	Administrator/ Businessman	Director	Director The Farmers Bank & Savings Company	President/Karr Contracting, Inc. Owner/Karr Farms President/Shade River Agriculture, Inc. Vice President/Certified Mechanical President/T Karr, Inc.	0.13%	None	100% Karr Contracting, Inc. 100% Karr Farms 100% Shade River Agriculture, Inc. 49% Certified Mechanical 100% T Karr, Inc.
David L. Weber Reedsville, OH, USA	Construction/ Heavy	Director	Director The Farmers Bank & Savings Company	President/DV Weber Construction, Inc.	0.43%	None	100% DV Weber Construction, Inc.
John F. Musser Pomeroy, OH, USA	Retired Insurance Company Owner	Director	N/A	N/A	0.16%	None	N/A
Jared A. Sheets Pomeroy, OH, USA	Medical Doctor	Director	Director The Farmers Bank & Savings Company	Medical Director of Holzer Health Systems-Athens	0.09%	None	N/A
Milisa K. Rizer Columbus, OH, USA	Medical Doctor	Director	Director The Farmers Bank & Savings Company	Chief Medical Information Officer for the Wexner Center at Ohio State University	3.07%	None	N/A
Michael R. Lieving New Haven, WV, USA	N/A	Director	Director The Farmers Bank & Savings Company	N/A	0.47%	None	N/A
Bruce J. Reed Paris, TN, USA	N/A	N/A	N/A	N/A	8.33%*	None	N/A
Laurie F. Reed Middleport, OH, USA	N/A	N/A	N/A	N/A	1.29%*	None	N/A
Kathy M. Reed Pomeroy, OH, USA	N/A	N/A	N/A	N/A	1.23%*	None	N/A
Rita J. Reed Paris, TN, USA	N/A	N/A	N/A	N/A	0.83%*	None	N/A

[illegible]