

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 chair of the board must sign the report. If the holding company is an Employee Stock Ownership Plan/Employee Stock Ownership Trust (ESOP/ESOT) formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I, Kelli Haffner

Name of the Holding Company Director and Official (FDHC C490)

Controller

Title of the Holding Company Director and Official (FDHC C491)

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.*

Kelli Haffner

Signature of Holding Company Director and Official (FDHC H321)

03/25/2025

Date of Signature (FDHC J196)

### For Federal Reserve Bank Use Only

RSSD ID 2836294

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):

12/31/2024

Month / Day / Year (FDHC 9999)

Reporter's Name, Street, and Mailing Address

BUCKEYE BANCSHARES, INC.

Legal Title of Holding Company (FDHC 9017)

42935 NORTH RIDGE ROAD

(Mailing Address of the Holding Company) Street / P.O. Box (FDHC 9110)

ELYRIA

OH

44035

City (FDHC F206)

State (FDHC F207)

Zip Code (FDHC F208)

Physical Location (if different from mailing address) Street / P.O. Box (FDHC 9028)

City (FDHC 9130)

State (FDHC 9200)

Zip Code (FDHC 9220)

Person to whom questions about this report should be directed:

SAMANTHA R ABRAHAM CFO

Name (FDHC 8901)

Title (FDHC C496)

(440)233-3934 ext:

Area Code / Phone Number / Extension (FDHC 8902)

(440)233-8814

Area Code / FAX Number (FDHC 9116)

SRABRAHAM@BUCKEYEBANK.COM

E-mail Address (FDHC 4086)

WWW.BUCKEYEBANK.COM

Address (URL) for the Holding Company's web page (FDHC 4087)

Is confidential treatment requested for any portion of this report submission? .....

0=No	FDHC
1=Yes	C447 <u>0</u>

In accordance with the General Instructions for this report (check only one),

- a letter justifying this request is being provided along with the report (FDHC KY38) ..... ☐
- a letter justifying this request has been provided separately (FDHC KY38) ..... ☐

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 U.S. Securities and Exchange Commission (SEC), **indicate the status of Annual Report to Shareholders:**

- ☒ is included with the FR Y-6 report (FDHC PV65)
- ☐ will be sent under separate cover (FDHC PV65)
- ☐ is not prepared (FDHC PV65)

## 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? (Reporters must verify their item 2a, organization chart and 2b, domestic branch listing in Structure Central).

- ☒ Yes ☐ No (FDHC PV66)

Complete the remaining checklist for Report Items 2a, 2b, 3, and 4. See section A of the General Instructions for additional information.

**Report Item 2a: Organization Chart**

- ☐ Yes ☒ No (FDHC PV67)

If checked Yes, the Reporter must report any changes to their organization chart as specified in Report Item 2a instructions.

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

- ☐ Yes ☒ No (FDHC PV68)

If checked Yes, the Reporter must report any changes to their domestic branch listing as specified in Report Item 2b instructions.

**Report Item 3: Securities Holders**

- ☒ Yes ☐ No (FDHC PV69)

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

**Report Item 4: Insiders**

- ☒ Yes ☐ No (FDHC PV70)

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

Legal Name of Holding Company:      Buckeye Bancshares, Inc.

FDHCPV71

Item 3(1)(a)	Item 3(1)(b)	Item 3(1)(c)	Item 3(1)(d)	Item 3(1)(e)	Item 3(1)(f)	Item 3(1)(g)	Item 3(1)(h)	Item 3(1)(i)	Item 3(1)(j)	Item 3(1)(k)	Item 3(1)(l)	Item 3(1)(m)
Name	City	State	Country	Country of Citizenship or Incorporation	Describe the provisions of the trust or plan	For individuals Acting in Concert, Identify Name of Individuals or Group Acting in Concert.	For Trusts, Identify each trustee or designated individual that has the power to vote	Number of Securities - Common Stock	Number of Securities - Warrants	Number of Securities - Options	Number of Securities - Other	Percent of each class of voting securities owned, controlled, or held with power to vote in the holding company
FDHCPV72	FDHCPV73	FDHCPV74	FDHCPV75	FDHCPV76	FDHCPV77	FDHCPV78	FDHCPV79	FDHCPV80	FDHCPV81	FDHCPV82	FDHCPV83	FDHCPV84
Billy S. Rowland Revocable Trust	Lorain	Ohio	USA	USA	Trustee has discretion to vote shares without restriction.	N/A	Denise Nail	99,144.00	N/A	N/A	N/A	9.69%
Peter Corogin	Vermilion	Ohio	USA	USA	N/A	N/A	N/A	57,181.00	N/A	N/A	N/A	5.59%
Benjamin G Norton Trust	Lorain	Ohio	USA	USA	Trustee has discretion to vote shares without restriction.	N/A	Benjamin G Norton	57,024.00	N/A	N/A	N/A	5.57%

**Legal Name of Holding Company:**      **Buckeye Bancshares, Inc.**

FDHCPV71

[illegible]

Legal Name of Holding Company: Buckeye Bancshares, Inc.  
FDHCPV98

Item 4(1)(a) Name	Item 4(1)(b) City	Item 4(1)(c) State	Item 4(1)(d) Country	Item 4(2) Principal Occupation if other than with holding company	Item 4(3)(a) Title or Position with the Holding Company	Item 4(3)(b) Percentage of each class of voting securities owned, controlled, or held with power to vote in the holding company (including options, warrants or other securities or rights that can be converted into or exercised for voting securities)
FDHCPV99	FDHCPW00	FDHCPW01	FDHCPW02	FDHCPW03	FDHCPW04	FDHCPW05
Charles Baumgartner	Bay Village	Ohio	USA	Retired Attorney	Director/Secretary	1.03%
Peter Corogin	Vermilion	Ohio	USA	President & CEO	Director	5.59%
Jeffrey Kosman	Avon	Ohio	USA	President	Director	0.51%
Joseph McAuliffe	Westlake	Ohio	USA	President	Director	1.20%
Timothy McManamon	Avon Lake	Ohio	USA	Retired CPA	Director	0.43%
Richard (Kim) Mulder	Amherst	Ohio	USA	CEO	Director	0.92%
Benjamin Norton	Avon	Ohio	USA	N/A	Director	4.45%
Deborah O'Neill	Avon Lake	Ohio	USA	CFO	Director	0.15%
James Park	Amherst	Ohio	USA	CPA	Director/Chairman	3.84%
Bruce Stevens	Avon Lake	Ohio	USA	Retired	Director	0.93%
Richard West	Lakewood	Ohio	USA	CEO	Director	1.09%
Paul Campagna	Grafton	Ohio	USA	N/A	Executive Vice President	0.05%
Samantha Abraham	Amherst	Ohio	USA	N/A	Executive Vice President	0.07%

Legal Name of Holding Company:     Buckeye Bancshares, Inc.  
FDHCPV98

Item 4(1)(a)	Item 4(4)(a)	Item 4(4)(b)	Item 4(4)(c)
Name	Title or Position with direct and indirect subsidiaries	Name of direct and indirect subsidiaries in which Insider has a title or position or ownership in	Percentage of each class of voting securities owned, controlled, or held with power to vote in subsidiaries of the holding company (including options, warrants or other securities or rights that can be converted into or exercised for voting securities)
FDHCPV99	FDHCPW06	FDHCPW07	FDHCPW08
N/A			

**Legal Name of Holding Company:** Buckeye Bancshares, Inc.  
**FDHCPV98**

Item 4(1)(a) Name  FDHCPV99	Item 4(5)(a) Title or Position with any other company in which the person is a director, trustee, partner, or executive officer.  FDHCPW09	Item 4(5)(b) Name of any other company in which the person is a director, trustee, partner, or executive officer, or owns, controls, or holds with power to vote 25% or more of its outstanding voting securities or proportionate in a partnership.  FDHCPW10	Item 4(5)(c) Percentage of each class of voting securities owned, controlled, or held with power to vote in any other company (including options, warrants or other securities or rights that can be converted into or exercised for voting securities), or proportionate interest held in a partnership, if 25% or more  FDHCPW11
Peter Corogin	President	25730, Inc.	40.00%
Peter Corogin	Managing Member	Taylor Creek Camp Ltd.	50.00%
Peter Corogin	Managing Member	Chelsea Industrial, LLC	40.00%
Peter Corogin	President	Corogin Associates, Inc.	34.00%
Peter Corogin	Managing Member	Meade Creek Camp, Ltd.	25.00%
Peter Corogin	Member	Industrial Parkway Ltd.	50.00%
Peter Corogin	President	Lake Erie Electric, Inc.	79.00%
Peter Corogin	President	Lake Erie Electric of Toledo	67.00%
Peter Corogin	Managing Member	Lakeview Ltd., Co.	51.00%
Peter Corogin	President	LEE Construction Services, Inc.	52.00%
Peter Corogin	Member	Northern Lights of Vermilion, LLC	25.00%
Peter Corogin	Managing Member	Ontario Ltd. Co.	51.00%
Peter Corogin	Managing Member	RHB Limited Co.	75.00%
Peter Corogin	Managing Member	Vermilion Associates Ltd.	99.00%
Peter Corogin	Managing Member	Vermilion Investment Company LLC	25.00%
Peter Corogin	Managing Member	Windsor/Detroit Ltd. Co.	35.00%
Jeffrey Kosman	Owner	Comprehensive Oral & Maxillofacial Surgery	100.00%
Jeffrey Kosman	Partner	CLE OMS Lakewood/Rocky River	50.00%
Jeffrey Kosman	Partner	CLE OMS Parma	50.00%
Jeffrey Kosman	Owner	CLE OMS	100.00%
Jeffrey Kosman	Owner	OMS Properties	100.00%
Joseph McAuliffe	Member	Precision Fittings LLC	47.00%
Joseph McAuliffe	Member	PulHuk Partners LLC	50.00%
Joseph McAuliffe	President	Bazetta Steel Processing	28.33%
Joseph McAuliffe	Member	Omni Lakewood Ltd.	27.00%
Joseph McAuliffe	President & CEO	Hawthorne Wire Services Ltd	28.33%
Joseph McAuliffe	President	Lake Erie Industries LLC	28.33%
Joseph McAuliffe	Managing Member	Misneach Holdings Ltd	28.33%
Joseph McAuliffe	Managing Member	HRE86 Investments LLC	51.00%
Joseph McAuliffe	Member	Antrim IV Investments LLC	33.33%
Joseph McAuliffe	Member	Antrim V Investment LLC	33.33%
Timothy McManamon	Owner	Lescott Properties, LLC	100.00%
Richard (Kim) Mulder	CEO	Star Builders, Inc.	75.00%
Richard (Kim) Mulder	Managing Member	Mulder Family LLC	100.00%
Richard (Kim) Mulder	Member	M2W Properties	33.33%
Richard (Kim) Mulder	Managing Member	Mise Properties	90.00%
Deborah O'Neill	N/A	Mill Ridge Subdivision LLC	65.00%

Deborah O'Neill	Member	Rozajoten Company LLC	100.00%
James Park	President	Park & Illenberger CPA's, Inc.	80.00%
James Park	Member	Wings LLC	100.00%
James Park	Member	PALF LLC	34.00%
James Park	Partner	P & I Partnership	80.00%
Richard West	President	Valensil Technologies LLC	100.00%
Richard West	President	Valensil Holdings LLC	100.00%
Richard West	President	RA West Land Development	100.00%