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

Director of Shareholder Relations
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.

Angie Bankes
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 1137891
C.I.

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

FNB SHARES, INC.
Legal Title of Holding Company (FDHC 9017)

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

MCCONNELSVILLE	OH	43756-1253
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:

ANGIE BANKES	DIRECTOR OF SHAREHOLDER RELATIONS
Name (FDHC 8901)	Title (FDHC C496)

(740)962-3911 ext: 1127
Area Code / Phone Number / Extension (FDHC 8902)

(740)962-6535
Area Code / FAX Number (FDHC 9116)

ABANKES@FIRST-NATIONAL.COM
E-mail Address (FDHC 4086)

WWW.FIRST-NATIONAL.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, 1=Yes (FDHC C447) 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 (FDHC KY38) ..... ☐
2. 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."

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 2.5 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this 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: 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.

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: FNB Shares, Inc. of McConnelsville OH
FDHCPV98

Item 4(1)(a)	Item 4(1)(b)	Item 4(1)(c)	Item 4(1)(d)	Item 4(2)	Item 4(3)(a)	Item 4(3)(b)
Name FDHCPV99	City FDHCPW00	State FDHCPW01	Country FDHCPW02	Principal Occupation if other than with holding company FDHCPW03	Title or Position with the Holding Company FDHCPW04	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) FDHCPW05
John O. Keirns	McConnelsville	Ohio	USA	None	President/CEO Director	0.93%
John W. Finley	McConnelsville	Ohio	USA	Retired Co-Owner of Finley Fire Equipment Current Mayor of McConnesville Village	Director	1.77%
Richard J. Huck Jr.	McConnelsville	Ohio	USA	Co-Owner of Miller Huck Funeral Home & Furniture Store	Vice Chairman of Board & Director	0.75%
Brenda E. James	McConnelsville	Ohio	USA	Insurance Agent-Partnership with Matthews Insurance	Director	0.06%
Paul D. Ryan	Thornville	Ohio	USA	Retired Postmaster	Director	1.14%
Francis C. Smith	Dublin	Ohio	USA	Retired Engineer Burgess & Nile Limited	Director	10.55%
Frederic J. Smith	Dublin	Ohio	USA	Engineer & Sr. Project Manager for CDM Smith Inc.	Chairman of Board & Director	0.42%
**** New Bd. Member****						
Kylee D. Swingle	Crooksville	Ohio	USA	Optometrist Eye Care Associates	Director	0.01%

Legal Name of Holding Company: The First National Bank of McConnelsville OH
FDHCPV98

Item 4(1)(a)	Item 4(4)(a)	Item 4(4)(b)	Item 4(4)(c)
FDHCPV99	Title or Position with direct and indirect subsidiaries FDHCPW06	Name of direct and indirect subsidiaries in which Insider has a title or position or owership in FDHCPW07	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) FDHCPW08
John O. Keirns	President/CEO	Not Applicable	Not Applicable

Legal Name of Holding Company: FNB Shares, Inc. of McConnelsville OH

FDHCPV98

Item 4(1)(a)	Item 4(5)(a)	Item 4(5)(b)	Item 4(5)(c)
Name **FDHCPV99**	**Title or Position with any other company in which the person is a director, trustee, partner, or executive officer.** **FDHCPW09**	**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 or its outstanding voting securities or proportionate in a partnership.** **FDHCPW10**	**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**
John W. Finley	Finley Rentals LLC	N/A	100%
Richard J. Huck Jr.	Co-Owner of Miller Huck Funeral Home	N/A	50%
Richard J. Huck Jr.	Co-Owner of Miller Huck Furniture Store	N/A	50%