

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, MARK MASTERS

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

PRESIDENT & DIRECTOR

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.*

Mark E Masters

Signature of Holding Company Director and Official (FDHC H321)

03/31/2025

Date of Signature (FDHC J196)

#### For Federal Reserve Bank Use Only

RSSD ID 2395326

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

MECHANICS FINANCIAL CORPORATION

Legal Title of Holding Company (FDHC 9017)

2 SOUTH MAIN STREET

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

MANSFIELD

City (FDHC F206)

OH

State (FDHC F207)

44902

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:

MARK MASTERS

Name (FDHC 8901)

PRESIDENT

Title (FDHC C496)

(419)524-0831 ext: 1602

Area Code / Phone Number / Extension (FDHC 8902)

(419)522-0646

Area Code / FAX Number (FDHC 9116)

MMASTERS@MYMECHANICS.COM

E-mail Address (FDHC 4086)

N/A

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>1</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:  
FDHCPV71

Mechanics Financial  
Corporation **PUBLIC**

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
Carlton S Fernyak II Individual Trust	Lucas	OH	USA	USA	N/A	Individual Trust	Carlton S Fernyak II	15,000.00	-	-	-	6.23%
Carlton S Fernyak II Three Trusts	Lucas	OH	USA	USA	N/A	Three Trusts	Carlton S Fernyak II	19,410.00	-	-	-	8.06%
Fernyak Carlton S Family Acting in Concert	Lucas	OH	USA	USA	N/A	Fernyak Carlton S Family Acting in Concert	N/A	25,616.00	-	-	-	10.64%
John H Siegenthaler Trust, IRA	Mansfield	OH	USA	USA	N/A	N/A	John H Siegenthaler	13,500.00	-	-	-	5.60%
Siegenthaler John H Family Acting in Concert	Mansfield	OH	USA	USA	N/A	Siegenthaler John H Family Acting in Concert	N/A	44,240.00	-	-	-	18.37%
Siegenthaler Thomas R Family Acting in Concert	Mansfield	OH	USA	USA	N/A	Siegenthaler Thomas R Family Acting in Concert	N/A	37,180.00	-	-	-	15.44%
Siegenthaler Daniel L Family Acting in Concert	Huron	OH	USA	USA	N/A	Siegenthaler Daniel L Family Acting in Concert	N/A	32,450.00	-	-	-	13.47%
Bourns Courtney Family Acting in Concert	West Hartford	CT	USA	USA	N/A	Bourns Courtney Family Acting in Concert	N/A	12,589.00	-	-	-	5.23%
Bourns David L Family Acting in Concert	Westport	MA	USA	USA	N/A	Bourns David L Family Acting in Concert	N/A	12,439.00	-	-	-	5.16%
Quigley Nancy B Family Acting in Concert	Saint Louis	MO	USA	USA	N/A	Quigley Nancy B Family Acting in Concert	N/A	12,524.00	-	-	-	5.20%

**Legal Name of Holding Company:**  
FDHCPV71

Mechanics Financial  
Corporation PUBLIC[illegible]

Legal Name of Holding  
Company:

Mechanics  
Financial  
Corporation  
**PUBLIC**

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	City	State	Country	Principal Occupation if other than with holding company	Title or Position with the Holding Company	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
Mark E Masters	Lucas	OH	USA	N/A	Director, President	1.70%
Jason L Painley	Lexington	OH	USA	N/A	Executive Vice President, Treasurer	0.87%
Nicholas Gesouras	Lexington	OH	USA	N/A	Senior Vice President, Secretary	0.33%
Geneva Siegenthaler Cummins	Mansfield	OH	USA	Attorney currently not practicing	Director	1.04%
Geneva Siegenthaler Cummins, Custodian of minor child	Mansfield	OH	USA	Attorney currently not practicing	Director	0.02%
Jeffrey S Gorman	Mansfield	OH	USA	Executive Chairman The Gorman Rupp Company	Director	4.91%
Justin T Marotta	Mansfield	OH	USA	Retired	Director	0.16%
W Thomas Ross	Mansfield	OH	USA	Retired	Director	2.73%
Deborah M Schenk	Mansfield	OH	USA	Retired	Director	2.43%
John L Siegenthaler	Mansfield	OH	USA	President Lind Media Co	Director	4.24%
Jerod M Them	Mansfield	OH	USA	Attorney Weldon, Huston & Keyser LLP	Director	0.08%
Richard D Witchey	Mansfield	OH	USA	Retired	Director	0.01%
Fernyak Carlton S Family	Various	Various	USA	Confidential	Confidential	Confidential
Siegenthaler John H Family	Various	Various	USA	Confidential	Confidential	Confidential
Siegenthaler Thomas R Family	Various	Various	USA	Confidential	Confidential	Confidential
Siegenthaler Daniel L Family	Various	Various	USA	Confidential	Confidential	Confidential

Legal Name of Holding  
Company:  
FDHCPV98

Mechanics Financial  
Corporation **PUBLIC**

Item 4(1)(a)	Item 4(4)(a)	Item 4(4)(b)	Item 4(4)(c)
Name  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 ownership 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
Mark E Masters	Director, President, CEO	Mechanics Bank	0%
Mark E Masters	Director, President	South Central Park, Inc	0%
Jason L Painley	Director, Executive Vice President, CFO, Treasurer	Mechanics Bank	0%
Jason L Painley	Director, VP, Treasurer	South Central Park, Inc	0%
Nicholas Gesouras	Senior Vice President, Secretary	Mechanics Bank	0%
Nicholas Gesouras	Director, VP, Secretary	South Central Park, Inc	0%
Geneva Siegenthaler Cummins	Director	Mechanics Bank	0%
Jeffrey S Gorman	Director	Mechanics Bank	0%
Justin T Marotta	Director	Mechanics Bank	0%
W Thomas Ross	Director	Mechanics Bank	0%
Deborah M Schenk	Director	Mechanics Bank	0%
John L Siegenthaler	Director	Mechanics Bank	0%
Jerod M Them	Director	Mechanics Bank	0%
Richard D Witchey	Director	Mechanics Bank	0%
Fernyak Carlton S Family	Confidential	Confidential	0%
Siegenthaler John H Family	Confidential	Confidential	0%
Siegenthaler Thomas R Family	Confidential	Confidential	0%
Siegenthaler Daniel L Family	Confidential	Confidential	0%

Legal Name of Holding Company: Mechanics Financial Corporation **PUBLIC**

FDHCPV98

Item 4(1)(a) Name	Item 4(5)(a) Title or Position with any other company in which the person is a director, trustee, partner, or executive officer.	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.	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
FDHCPV99	FDHCPW09	FDHCPW10	FDHCPW11
Mark E Masters	Board Member, Treasurer	Richland County Growth Corp	N/A
Mark E Masters	Managing Member	Masters Family Farm LLC	N/A
Mark E Masters	Trustee, Secretary	North Central State College	N/A
Mark E Masters	Board Member	Richland County Development Group	N/A
Mark E Masters	Trustee	Ohio Bankers Benefits Trust	N/A
Jason L Painley	Board Member	Renaissance Theater	N/A
Jason L Painley	Board President	Ohio District 5 Area Agency on Aging	N/A
Jason L Painley	Council Member	Governance Council OhioHealth	N/A
Nicholas Gesouras	Board Member, VP	Raemelon Therapeutic Equestrian Center	N/A
Nicholas Gesouras	Board Member	Westbrook Country Club	N/A
Nicholas Gesouras	Advisory Board Chair	Ohio State University-Mansfield	N/A
Nicholas Gesouras	Advisory Board	Ashland University COBE	N/A
Nicholas Gesouras	Board Member	Avita Health System Foundation	N/A
Geneva Siegenthaler Cummins	Board Member	Mansfield-Richland County Public Library	N/A
Geneva Siegenthaler Cummins	Chair	Audit & Finance Committee of the Richland County Library	N/A
Geneva Siegenthaler Cummins	Board Member & VP	Friendly House	N/A
Geneva Siegenthaler Cummins	Distribution Committee Member	Conard Foundation	N/A
Geneva Siegenthaler Cummins	Board Member	Pediatric Development Center	N/A
Geneva Siegenthaler Cummins	Board Member	Catalyst Life Services	N/A
Jeffrey S Gorman	Executive Chairman	The Gorman Rupp Co	N/A
Justin T Marotta	Director	Kingwood Center Gardens	N/A
W Thomas Ross	N/A	N/A	N/A
Deborah M Schenk	Deputy Treasurer	Mansfield City Schools Levy Committee	N/A
John L Siegenthaler	President & Director	Lind Media Company	Confidential
John L Siegenthaler	Partner	Flats Capital Co., LLC	Confidential
John L Siegenthaler	Chair	Ohio Health MedCentral Health System Governance Council	N/A
John L Siegenthaler	Director	Outdoor Advertising Association of Ohio	N/A
John L Siegenthaler	Partner	Lind SignSpring Group, LLC	Confidential
John L Siegenthaler	Partner	Health Care Partners, LLC	Confidential

John L Siegenthaler	Trustee	51 Club	N/A
Jerod M Them	Board Member	Ontario Local Schools	N/A
Jerod M Them	Board Member	Homestead Place	N/A
Jerod M Them	Board Member	Ohio District 5 Area Agency on Aging	N/A
Jerod M Them	Board Member	Leppert Machine Company	N/A
Jerod M Them	Board Member	Milliron Foundation	N/A
Jerod M Them	Owner	Belcat Properties Ltd	Confidential
Jerod M Them	Partner	Weldon, Houston & Keyser LLP	Confidential
Richard D Witchey	Board Member	Friendly House	N/A
Richard D Witchey	Distribution Committee Member	Conard Foundation	N/A
Richard D Witchey	Board Member	American Turned Products, Erie, PA	N/A
Fernyak Carlton S Family	Confidential	Confidential	Confidential
Siegenthaler John H Family	Confidential	Confidential	Confidential
Siegenthaler Thomas R Family	Confidential	Confidential	Confidential
Siegenthaler Daniel L Family	Confidential	Confidential	Confidential