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, Edward N. Cohn
Name of the Holding Company Director and Official

Chairman, President, and 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.

Edward N. Cohn
Signature of Holding Company Director and Official

09/18/2024
Date of Signature

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

June 30, 2024
Month / Day / Year

Reporter's Name, Street, and Mailing Address

MSB Capital Corporation
Legal Title of Holding Company

955 County Line Rd. W
(Mailing Address of the Holding Company) Street / P.O. Box

Westerville | OH | 43082
City | State | Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Edward N. Cohn | Chairman / President / CEO
Name | Title

614-827-7214
Area Code / Phone Number / Extension

614-255-3559
Area Code / FAX Number

ecohn@umwsb.com
E-mail Address

None
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."

For Federal Reserve Bank Use Only

RSSD ID _____
C.I. _____

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 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 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 holding company: MSB CAPITAL CORPORATION (3828054) of WESTERVILLE, OH.
The data are as of 06/30/2024. Data reflects information that was received and processed through 07/04/2024.

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)	809276	UNITED MIDWEST SAVINGS BANK, NATIONAL ASSOCIATION	101 SOUTH MAIN ST	DE GRAFF	OH	43318	LOGAN	UNITED STATES	Not Required	Not Required	UNITED MIDWEST SAVINGS BANK, NATIONAL ASSOCIATION	809276	
OK		Full Service	5207420	3011 EAST BROAD STREET BRANCH	3011 EAST BROAD STREET	COLUMBUS	OH	43209	FRANKLIN	UNITED STATES	Not Required	Not Required	UNITED MIDWEST SAVINGS BANK, NATIONAL ASSOCIATION	809276	
OK		Full Service	3839715	COLUMBUS BRANCH	4848 REED ROAD	COLUMBUS	OH	43220	FRANKLIN	UNITED STATES	Not Required	Not Required	UNITED MIDWEST SAVINGS BANK, NATIONAL ASSOCIATION	809276	
OK		Full Service	381727	FIRST STATE BANK OF WEST MANCHESTER BRANCH	101 NORTH MAIN ST	WEST MANCHESTER	OH	45382	PREBLE	UNITED STATES	Not Required	Not Required	UNITED MIDWEST SAVINGS BANK, NATIONAL ASSOCIATION	809276	
OK		Full Service	5327702	780 SOUTH STATE STREET BRANCH	780 SOUTH STATE STREET	WESTERVILLE	OH	43081	FRANKLIN	UNITED STATES	Not Required	Not Required	UNITED MIDWEST SAVINGS BANK, NATIONAL ASSOCIATION	809276	
OK		Full Service	5950650	547 HIGH STREET BRANCH	547 HIGH STREET	WORTHINGTON	OH	43085	FRANKLIN	UNITED STATES	Not Required	Not Required	UNITED MIDWEST SAVINGS BANK, NATIONAL ASSOCIATION	809276	

Form FR Y-6

MSB Capital Corporation
Columbus, Ohio
Fiscal Year Ending June 30, 2024

Report Item 4: Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1)Name, City, State, Country	(2)Principal Occupation, if other than Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title and Position with Subsidiaries (include names of other businesses	(3)(c) Title and Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Ellen H. Hardymon, Delaware, Ohio, USA	Investor	Director	Director of subsidiary bank	See Separate Schedule	19.33% of common	N/A	See Separate Schedule
Joseph K. Crocker, Westlake, Ohio, USA	Food Service	Director	Director of subsidiary bank	See Separate Schedule	3.80% of common	N/A	See Separate Schedule
Edward N. Cohn, Sunbury, Ohio, USA	N/A	Chairman of the Board, President, and CEO	Chairman of the Board, President, and CEO of subsidiary bank	See Separate Schedule	1.90% of common	N/A	See Separate Schedule
Craig R. Street, Dublin, Ohio, USA	N/A	Executive Vice President and Director	Director, Executive Vice President, and CLO of subsidiary bank	None	1.90% of common	N/A	None
Robert J. Weiler, Jr., Columbus, Ohio, USA	Real Estate Investments	Director	Director of subsidiary bank	See Separate Schedule	1.90% of common	N/A	See Separate Schedule
Anthony White, Blacklick, Ohio, USA	Lawyer	Director	Director of subsidiary bank	See Separate Schedule	1.52% of common	N/A	See Separate Schedule
Douglas T. Anderson, Columbus, Ohio, USA	Concrete	Director	Director of subsidiary bank	See Separate Schedule	1.14% of common	N/A	See Separate Schedule
John J. Carr, Pataskala, Ohio, USA	Real Estate Investments	Director	Director of subsidiary bank	See Separate Schedule	0.38% of common	N/A	See Separate Schedule

Jennifer L. Thomas, Westerville, Ohio, USA	N/A	CFO	CFO of subsidiary bank	None	None	N/A	None

Responses to item (3)(c) and 4(c) for Ellen H. Hardymon

Name of Related Interest	Name of Insider	(3)(c) Title and Position with Other Businesses	(4)(c) Percentage of voting securities of any other company greater than 25%
Bethel Investments, LLC	Ellen H. Hardymon	Owner	Not applicable
Bethel Investments II, LLC	Ellen H. Hardymon	Owner	Not applicable
Bethel Investments III, LLC	Ellen H. Hardymon	Owner	Not applicable
January Partnership, Ltd.	Ellen H. Hardymon	Owner, General and limited partner	Not applicable
Havens Farm Partnership	Ellen H. Hardymon	Owner, and partner	Not applicable
The Franklin Foundation	Ellen H. Hardymon	Director and officer	Not applicable
Cornerstone International, Inc.	Ellen H. Hardymon	Director	Not applicable

Responses to item (3)(c) and 4(c) for Joseph K. Crocker

Name of Related Interest	Name of Insider	(3)(c) Title and Position with Other Businesses	(4)(c) Percentage of voting securities of any other company greater than 25%
Cara Zale, LLC	Joseph K. Crocker	Owner, Managing member	33.33%
Kingsley Capital Management, LLC	Joseph K. Crocker	Owner, Officer, and President	99%

Responses to item (3)(c) and 4(c) for Edward N. Cohn

Name of Related Interest	Name of Insider	(3)(c) Title and Position with Other Businesses	(4)(c) Percentage of voting securities of any other company greater than 25%
Water Green, LLC	Edward N. Cohn	Owner, and Sole member	100%
YPO Gold-Columbus Chapter, Inc.	Edward N. Cohn	Owner, Secretary, and Treasurer	Not applicable

Responses to item (3)(c) and (4)(c) for Robert J. Weiler, Jr.

Name of Related Interest	Name of Insider	(3)(c) Title and Position with Other Businesses	(4)(c) Percentage of voting securities of any other company greater than 25%
Big Brothers Big Sisters	Robert J. Weiler, Jr.	Director	Not applicable
Cancer Support Community	Robert J. Weiler, Jr.	Director	Not applicable
Center for Real Estate OSU	Robert J. Weiler, Jr.	Director	Not applicable

Columbus State Community College Foundation	Robert J. Weiler, Jr.	Director	Not applicable
Delaware County Foundation	Robert J. Weiler, Jr.	Director	Not applicable
LifeTown	Robert J. Weiler, Jr.	Director	Not applicable
Columbus Foundation	Robert J. Weiler, Jr.	Joint Donor Services Development Ambassador	Not applicable
YMCA	Robert J. Weiler, Jr.	Director	Not applicable
Columbus Music Commission	Robert J. Weiler, Jr	Director	Not applicable
Counselors of Real Estate	Robert J. Weiler, Jr	Director	Not applicable
Delaware County Partnership	Robert J. Weiler, Jr	Director	Not applicable
Chabad House	Robert J. Weiler, Jr	Director	Not applicable
Wango, Limited	Robert J. Weiler, Jr.	Owner, Partner	25%
Weiler-Bowen, Ltd.	Robert J. Weiler, Jr.	Owner, Partner	50%
West 8th	Robert J. Weiler, Jr.	Owner, Partner	50%
The Robert Weiler Development Company	Robert J. Weiler, Jr.	Owner, Partner	50%
Wango of OZ Fund, LLC	Robert J. Weiler, Jr.	Owner, Partner	25%
WB Mill Run LLC	Robert J. Weiler, Jr.	Owner, Partner	50%
Star Wango LP	Robert J. Weiler, Jr.	Owner, Partner	25%
The Robert Weiler Company	Robert J. Weiler, Jr.	None	25%
TADS Stelzer LLC	Robert J. Weiler, Jr.	Owner, Partner	33%

Responses to item (3)(c) and (4)(c) for Anthony White

Name of Related Interest	**Name of Insider**	**(3)(c) Title and Position with Other Businesses**	**(4)(c) Percentage of voting securities of any other company greater than 25%**
Hines Global REIT	Anthony White	Owner, and Trustee	50%
KBS REIT	Anthony White	Owner, and Trustee	50%

Responses to item (3)(c) and 4(c) for Douglas T. Anderson

Name of Related Interest	**Name of Insider**	**(3)(c) Title and Position with Other Businesses**	**(4)(c) Percentage of voting securities of any other company greater than 25%**
ALD Precast Corporation	Douglas T. Anderson	Owner, Director, and Officer	25%
Anderson Concrete Corp.	Douglas T. Anderson	Owner, Director, and Officer	Not applicable
Buckeye Ready Mix, LLC	Douglas T. Anderson	Owner, Officer, and Managing Partner	Not applicable
Big Brothers Big Sisters of Central Ohio, Inc.	Douglas T. Anderson	Director	Not applicable

Responses to item (3)(c) and 4(c) for John J. Carr

Name of Related Interest	**Name of Insider**	**(3)(c) Title and Position with Other Businesses**	**(4)(c) Percentage of voting securities of any other company greater than 25%**
Pace Financial Group, LLC	John J. Carr	Owner, and President	Not applicable