

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies - FR Y-6

FEDERAL RESERVE BANK
 OF CLEVELAND
 SEP 26 10 3: 05
 STATISTICS & ANALYSIS
 DEPARTMENT

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. 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 and top-tier savings and loan 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.

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

June 30, 2013

Month / Day / Year

I, Robert M. Smith

Reporter's Name, Street, and Mailing Address

ASB Financial Corp

Legal Title of Holding Company

P.O. Box 1583

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

Portsmouth OH 45662

City State Zip Code

503 Chillicothe Street, Portsmouth, Ohio 45662

Physical location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Gregory G. Eagan

Chief Financial Officer

Name

Title

513-792-8832

Area Code / Phone Number / Extension

513-793-2926

Area Code / FAX Number

geagan@bankwithasb.com

E-mail Address

www.asbfinancialcorp.com

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

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.

Robert M. Smith

Signature of Holding Company Director and Official

Date of Signature

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

For Federal Reserve Bank Use Only
 RSSD ID 2506784
 C.I. _____

Does the reporter request confidential treatment for any portion of this submission?
 Yes Please identify the report items to which this request applies:
 In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
 The information for which confidential treatment is sought is being submitted separately labeled "Confidential."
 No

For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

Not applicable

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

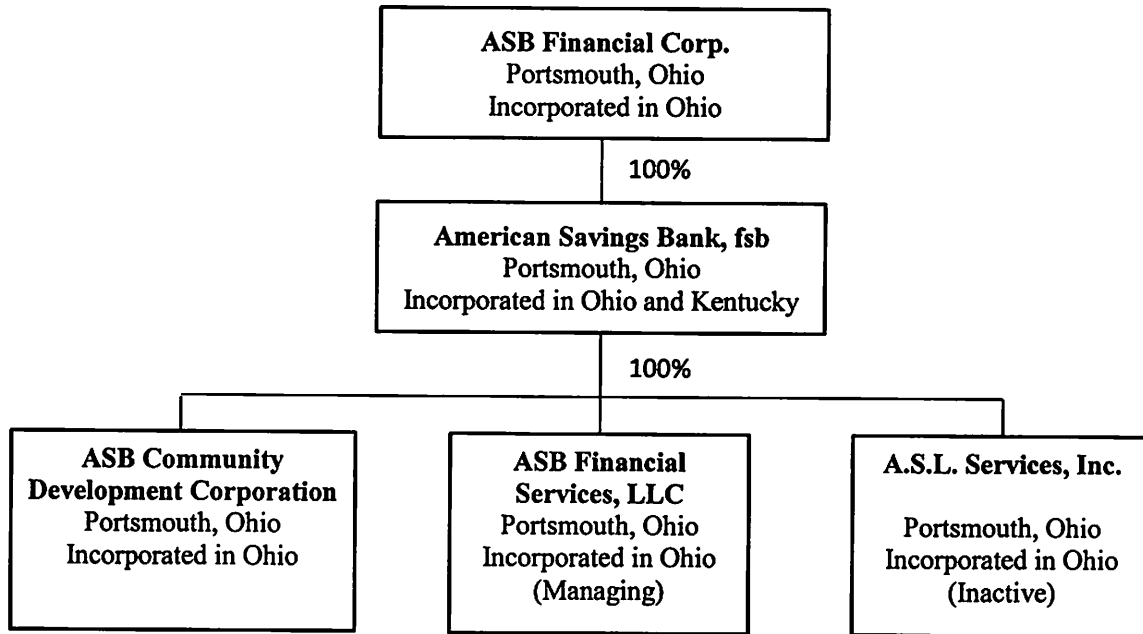
**FORM FR Y-6
ASB FINANCIAL CORP.
Portsmouth, Ohio**

For Fiscal Year Ending June 30, 2013

Report Item 1. Annual Report to Shareholders

The savings and loan holding company prepares an annual report for its shareholders and is not registered with the SEC. As specified by the Federal Reserve Bank of Cleveland, one copy of the annual report is enclosed.

Report Item 2a. Organization Chart



Report Item 2b. Domestic Branch Listing provided to the Federal Reserve Bank

**FORM FR Y-6
ASB FINANCIAL CORP.
Portsmouth, Ohio**

For Fiscal Year Ending June 30, 2013

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

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with Other Businesses	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) List names of other companies (including partnerships) if 25% or more of voting securities are held (list name and %)
Robert L. Bollin Cincinnati, OH, USA	Retired – Banking	Director	Director (American Savings Bank)	Director – Columbia Savings	0.63%	0.00%	N/A
William J. Burke McDermott, OH, USA	Osco Industries	Director	Director (American Savings Bank)	Director, Chairman Osco Industries	2.40%	0.00%	N/A
Sherri Collins Franklin Furnace, OH, USA	N/A	N/A	Vice President – COO (American Savings Bank)	N/A	0.70%	0.00%	N/A
Gregory G. Eagan Cincinnati, OH, USA	N/A	N/A	Vice President – CFO (American Savings Bank)	N/A	0.00%	0.00%	N/A
Christopher H Lute Stout, OH, USA	Lute Supply, Inc.	Director	Director (American Savings Bank)	Director, Chairman Lute Supply, Inc.	2.83%	0.00%	Lute Supply, Inc. 77%
Larry F. Meredith Beaver, OH, USA	Retired - Education	Director	Director (American Savings Bank)	N/A	0.72%	0.00%	N/A
Richard W. Morgan Stout, OH, USA	Morgan Brothers, Inc.	Director	Director (American Savings Bank)	President - Morgan Brothers, Inc.	1.06%	0.00%	Morgan Brothers, Inc. 50%
Robert M. Smith West Portsmouth, OH, USA	N/A	Director, Chairman, President and CEO	Director, Chairman, President and CEO (American Savings Bank)	N/A	7.37%	0.00%	N/A
Jack Stephenson Whealersburg, OH, USA	N/A	Secretary	Sr. Vice President – Lending (American Savings Bank)	N/A	1.65%	0.00%	N/A

Results: A list of branches for your depository institution: AMERICAN SAVINGS BANK, FSB (ID_RSSD: 455879).
 This depository institution is held by ASB FINANCIAL CORPORATION (2366734) of PORTSMOUTH, OH.
 The data are as of 06/30/2013. Data reflects information that was received and processed through 07/09/2013.

Reconciliation and Verification Steps

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 Procedures

When you are finished, send a saved copy to your FRB contact. 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)	455879	AMERICAN SAVINGS BANK, FSB	503 CHILlicoTHE STREET	PORTSMOUTH	OH	45662	SCIOTO	UNITED STATES	42431	0	AMERICAN SAVINGS BANK, FSB	455879	
OK		Full Service	4144854	SOUTH SHORE BRANCH	347 EAST JAMES HANNAH DRIVE	SOUTH SHORE	KY	41175	GREENUP	UNITED STATES	254586	2	AMERICAN SAVINGS BANK, FSB	455879	
OK		Full Service	3017737	MONTGOMERY BRANCH	9813 MONTGOMERY ROAD	CINCINNATI	OH	45242	HAMILTON	UNITED STATES	Not Required	Not Required	AMERICAN SAVINGS BANK, FSB	455879	
OK		Full Service	4141901	MADEIRA BRANCH	7114 MIAMI AVENUE	MADEIRA	OH	45243	HAMILTON	UNITED STATES	Not Required	Not Required	AMERICAN SAVINGS BANK, FSB	455879	
OK		Limited Service	4144845	PORTSMOUTH DRIVE-UP BRANCH	907 CHILlicoTHE STREET	PORTSMOUTH	OH	45662	SCIOTO	UNITED STATES	Not Required	Not Required	AMERICAN SAVINGS BANK, FSB	455879	
OK		Full Service	4144872	WAVERLY BRANCH	951 WEST EMMITT AVENUE	WAVERLY	OH	45690	PIKE	UNITED STATES	42927	1	AMERICAN SAVINGS BANK, FSB	455879	
OK		Full Service	4144881	WHEELERSBURG BRANCH	7920 OHIO RIVER ROAD	WHEELERSBURG	OH	45662	SCIOTO	UNITED STATES	495362	3	AMERICAN SAVINGS BANK, FSB	455879	