

Board of Governors of the Federal Reserve System

FEDERAL RESERVE BANK  
 CLEVELAND



2014 MAR 18 P 2:32  
 STATISTICS & ANALYSIS  
 DEPARTMENT

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)(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):

December 31, 2013

Month / Day / Year

I, Martin R. Cole

Reporter's Name, Street, and Mailing Address

Andover Bancorp, Inc.

Name of the Holding Company Director and Official

President & CEO

Legal Title of Holding Company

19 Public Square PO Box 1300

Title of the Holding Company Director and Official

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

Andover

OH

44003

City

State

Zip Code

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.

Physical location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Patricia A. Mason

Accounting Officer

Name

Title

440-293-7256

Area Code / Phone Number / Extension

440-293-6155

Area Code / FAX Number

pmason@andoverbankohio.com

E-mail Address

www.andoverbancorp.com

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

Signature of Holding Company Director and Official

03/14/2014

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  
 C.I.

1071913

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."

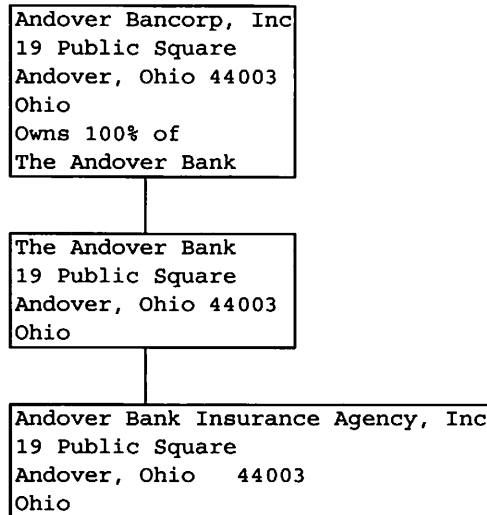
No

REPORT ITEMS:

1. Andover Bancorp, Inc. does prepare an annual report for its shareholders.  
Three copies of the annual report will be mailed under separate cover.

- 2 a. Organization Chart

Andover Bancorp, Inc. owns 100% of the shares of The Andover Bank and is its only subsidiary.



- 2 b. Domestic Branch Listing

Submitted early via e-mail on 02/12/14

3. (1) a. Andover Bank Employee's Stock Ownership Plan  
19 Public Square, Andover, Ohio 44003 U.S.A.  
  
b. Ohio, U.S.A.  
  
c. 203,700 shares, 8.33% of the Common Stock

3. (2) NA

- 4 a. See attached list

1. Name: Sanford Baumgardner  
Address: Andover, Ohio U.S.A.  
Title: Director & Secretary, Andover Bancorp, Inc.  
Director, Andover Bank  
Shares: Holding Company shares- 6,550 (0.27%)  
Principal Occupation: Retired President, Richard D. Baumgardner, Inc.  
40% ownership  
(Retired Funeral Director)
2. Name: Nicholas J. Jammal  
Address: Ashtabula, Ohio U.S.A.  
Title: Director, Andover Bancorp, Inc.  
Director, Andover Bank  
Shares: Holding Company Shares- 2,750 (0.11%)  
Principal Occupation: President & CEO, Ashtabula Rubber  
10% ownership  
Director, Ashtabula Rubber Injection Co.  
10% ownership
3. Name: A.David Morrow  
Address: Lyndhurst, Ohio U.S.A.  
Title: Director, Andover Bancorp, Inc.  
Director, Andover Bank  
Shares: Holding Company Shares-5,600 (0.23%)  
Principal Occupation: Retired/Business Owner
4. Name: Richard J. Mole  
Address: Andover, Ohio U.S.A.  
Title: Director, Andover Bancorp, Inc.  
Director, Andover Bank  
Shares: Holding Company Shares- 4,300 (0.18%)  
Principal Occupation: Visiting Assistant Professor/Hiram College
5. Name: Robert L. Taylor  
Address: Austinburg, Ohio U.S.A.  
Title: Director, Chairman, Andover Bancorp, Inc.  
Director, Chairman, Andover Bank  
Shares: Holding Company Shares- 12,500 (0.51%)  
Principal Occupation: Retired/Educator
6. Name: Martin R. Cole  
Address: Jefferson, Ohio U.S.A.  
Title: President & CEO, Andover Bancorp, Inc.  
President & CEO, Andover Bank  
Shares: Holding Company Shares- 5,050 (0.21%)  
Principal Occupation: President & CEO, Andover Bank
7. Name: Edward J. Pollander  
Address: Andover, Ohio U.S.A.  
Title: Director, Andover Bancorp, Inc.  
Director, Andover Bank  
Shares: Holding Company Shares- 1,900 (0.08%)  
Principal Occupation: Dentist

4 b. NA

4 c. NA

**Results:** A list of branches for your depository institution: ANTHONY BANK, THE (FC PAS) 76144.  
 This depository institution is held by ANTHONY BANK, THE (101771) of ANTHONY, NY.  
 The data as of: 12/31/2014. Data reflects information that was received and processed through 01/01/2014.

**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.

**Action**

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 the 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 moving, 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. 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 Schedule 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://fboonline.frbatlantennet.gov>

\* FDIC UNIFORM Office Number, and ID\_RSD columns are for reference only. Verification of these values is not required.

Action	Effective Date	Branch Service Type	Branch ID_RSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNIFORM*	Office Number*	Head Office	Head Office ID_RSD*	Comments
OK		Full Service (Head Office)	27614	ANDOVER BANK, THE	19 PUBLIC SQUARE	ANDOVER	OH	44003	ASHTABULA	UNITED STATES	6839		0	ANDOVER BANK, THE	27614
OK		Full Service	3169796	ASHTABULA BRANCH	1630 WEST 9TH STREET	ASHTABULA	OH	44004	ASHTABULA	UNITED STATES	265348		6	ANDOVER BANK, THE	27614
OK		Full Service	167118	AUSTINBURG BRANCH	1833 STATE ROUTE 45 & COLLEGE AVENUE	AUSTINBURG	OH	44010	ASHTABULA	UNITED STATES	227887		3	ANDOVER BANK, THE	27614
OK		Full Service	3358355	CONNHAUT BRANCH	3393 STATE STREET	CONNHAUT	OH	44030	ASHTABULA	UNITED STATES	227841		5	ANDOVER BANK, THE	27614
OK		Full Service	1187908	GENIVA BRANCH	665 SOUTH BROADWAY	GENIVA	OH	44041	ASHTABULA	UNITED STATES	227839		3	ANDOVER BANK, THE	27614
OK		Full Service	3902534	AB FINANCIAL BANKING CENTER (SOUTH JEFFERSON)	108 SOUTH CHESTNUT STREET	JEFFERSON	OH	44047	ASHTABULA	UNITED STATES	478871		7	ANDOVER BANK, THE	27614
OK		Full Service	2000910	JEFFERSON BANKING CENTER	150 NORTH CHESTNUT STREET	JEFFERSON	OH	44047	ASHTABULA	UNITED STATES	227840		4	ANDOVER BANK, THE	27614
OK		Full Service	4235249	MADISON BANKING CENTER	6611 N RIDGE RD	MADISON	OH	44057	LAKE	UNITED STATES	515799		8	ANDOVER BANK, THE	27614