

Board of Governors of the Federal Reserve System

FEDERAL RESERVE BANK



Annual Report of Holding Companies—FR Y-6

2014 MAR 20 A 9:00
 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):

December 31, 2013

Month / Day / Year

I, Jack A. Coblentz

Name of the Holding Company Director and Official

President

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.

Reporter's Name, Street, and Mailing Address

FSB Financial Corp

Legal Title of Holding Company

101 S. Main St., P.O. Box 119

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

New Madison

OH

45346

City

State

Zip Code

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:

Matt Webster

Controller

Name

Title

937-996-1071

Area Code / Phone Number / Extension

937-996-1091

Area Code / FAX Number

mwebster@myfsbdirect.com

E-mail Address

Signature of Holding Company Director and Official

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

3/14/14

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 1071605
 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:

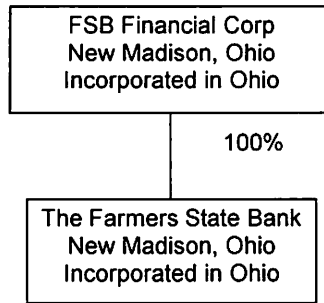
In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

Report Item # 1 None

Report Item # 2(a)



Report Item # 2a(1) None

Report Item # 2a(2) None

Report Item # 2a(3) None

Report Item # 2a(4) None

Report Item # 2a(5) None

Report Item # 2a(6) None

Report Item # 2a(7) None

Report Item # 2b See Attached

Report Item # 3(1):

<u>Name</u>	<u>Citizenship</u>	<u>Address</u>	<u>Shares</u>	<u>Percent</u>
Coblentz, Jack	USA	New Madison, OH	27,710	26.39%
Coblentz, Carole	USA	New Madison, OH	27,710	26.39%
Powell, H. Robert	USA	Austin, TX	10,620	10.12%
Powell, H. Penelope	USA	Austin, TX	10,610	10.11%
Powell, Rob & Pen (joint)	USA	Austin, TX	5,000	4.76%

Report Item # 3(2): None

Report Item # 4:

<u>Name</u>	<u>Bank Title</u>	<u>Address</u>	<u>Shares</u>	<u>Percent</u>	<u>Occupation</u>	<u>FSB Title</u>
Coblentz, Jack	Chairman	New Madison, OH	27710	26.39%	Insurance	President
Coblentz, Carole	Director	New Madison, OH	27710	26.39%	Insurance	Director
Richardson, William	Director	New Madison, OH	50	0.05%	Retail	Director
Powell, Penelope	Director	Austin, TX	13110	12.49%	Domestic	Vice President
Nichols, Chanda	N/A	Columbus, OH	100	0.10%	Domestic	Director
Nichols, Phil	Director	Columbus, OH	100	0.10%	Attorney	Director
Brown, J. Anthony	President/CEO	Centerville, IN	1205	1.15%	Banker	Secretary/Treasurer

All shares are related to bank holding company

Jack Coblentz is a 94% co-owner and President of New Madison Insurance Agency

Carole Coblentz is a 6% co-owner and Vice-President of New Madison Insurance Agency

Results: A list of branches for your depository institution: FARMERS STATE BANK, THE (ID_RSSD: 370721).
 This depository institution is held by FSBI FINANCIAL CORP (ID:1605) of NEW MADISON, OH.
 The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

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.

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. 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)	370721	FARMERS STATE BANK, THE	101 SOUTH MAIN ST.	NEW MADISON	OH	45346	DARKE	UNITED STATES	9394		0 FARMERS STATE BANK, THE	370721	
Ok		Full Service	288424	GREENVILLE BRANCH	1107 SWITZER ROAD	GREENVILLE	OH	45331	DARKE	UNITED STATES	232708		1 FARMERS STATE BANK, THE	370721	
Ok		Full Service	2952112	WAGNER AVENUE BRANCH	675 WAGNER AVE.	GREENVILLE	OH	45331	DARKE	UNITED STATES	358159		3 FARMERS STATE BANK, THE	370721	
Ok		Full Service	1392935	NEW PARIS BRANCH	618 S. WASHINGTON ST.	NEW PARIS	OH	45347	PREBLE	UNITED STATES	232709		2 FARMERS STATE BANK, THE	370721	
Ok		Full Service	3930452	FARMERS STATE BANK SPRINGBORO BRANCH, THE	65 WEST CENTRAL AVENUE	SPRINGBORO	OH	45066	WARREN	UNITED STATES	489965		4 FARMERS STATE BANK, THE	370721	