

Board of Governors of the Federal Reserve System

FEDERAL RESERVE BANK



Annual Report of Holding Companies—FR Y-6

2014 MAR 18 A 10:42
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, **Martin P. Sutter**

Reporter's Name, Street, and Mailing Address

GenBank, Inc.

Name of the Holding Company Director and Official

Legal Title of Holding Company

President & CEO

P.O. Box 98

Title of the Holding Company Director and Official

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

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.

Genoa **OH** **43430**

City State Zip Code

801 Main Street

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:

Todd Marsh **Vice President & CFO**

Name Title

567-400-1235

Area Code / Phone Number / Extension

419-855-3789

Area Code / FAX Number

tmarsh@genoabank.com

E-mail Address

Signature of Holding Company Director and Official

03/21/2014

Date of Signature

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

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.

1071388

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

Form FR Y-6

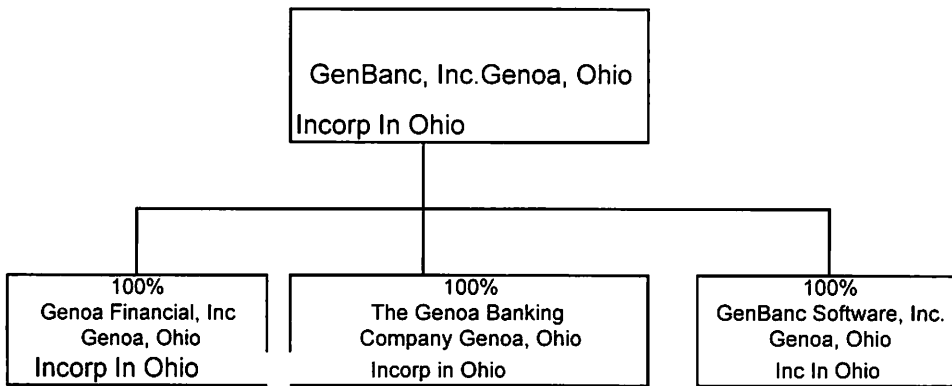
GenBanc, Inc.
Genoa, Ohio

Fiscal Year Ending December 31, 2013

Report Item

- 1: GenBanc prepares an annual report for its shareholders.
Three copies included

2a: Organizational Chart



Results: A list of branches for your depository institution:GENOA BANKING COMPANY, THE (ID_RSSD: 504311)
 This depository institution is held byGENBANC, INC. (1071388) of GENOA, OH
 The data are as of 12/31/2013. Data reflects information that was received and processed through01/07/2014.

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)	504311	GENOA BANKING COMPANY, THE	801 MAIN STREET	GENOA	OH	43430	OTTAWA	UNITED STATES	1511	0	GENOA BANKING COMPANY, THE	504311	
ok		Full Service	3358654	703 CONANT STREET BRANCH	703 CONANT STREET	MAUMEE	OH	43537	LUCAS	UNITED STATES	192453	3	GENOA BANKING COMPANY, THE	504311	
ok		Full Service	381512	MILLBURY BRANCH	24950 STATE ROUTE 51 W	MILLBURY	OH	43447	OTTAWA	UNITED STATES	192451	1	GENOA BANKING COMPANY, THE	504311	
ok		Full Service	1435364	OREGON BRANCH	3201 NAVARRE AVENUE	OREGON	OH	43616	LUCAS	UNITED STATES	192452	2	GENOA BANKING COMPANY, THE	504311	
ok		Full Service	3397354	ROSSFORD BRANCH	9920 OLD US 20	ROSSFORD	OH	43460	WOOD	UNITED STATES	439251	4	GENOA BANKING COMPANY, THE	504311	

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GenBanc, Inc.
Fiscal Year Ending December 31, 2013

Report Item 3: Shareholders

(1)(a) (1)(b) (1)(c) (2)(a) (2)(b) (2)(c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2013			Shareholders not listed in (3)(1)(a) through (3)(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2012		
(1)(a) Name & Address	(1)(b) Country of Citizenship	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address	(2)(b) Country of Citizenship	(2)(c) Number and Percentage of Each Class of Voting Securities
George Bowland II, Trustee of The George Bowland Trust Genoa, Ohio [REDACTED]	USA	24,752.813 Shares - 6.65% Common Stock	N/A		
Timothy J. Fisher Waterville, OH [REDACTED]	USA	44,592.764 Shares - 11.96% Common Stock			

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GenBanc, Inc.
Fiscal Year Ending December 31, 2011

Report Item 4: Insiders

(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1) Name Address	(2) Principal Occupation	(3)(a) Title & Position with Holding Company	(3)(b) Position with Genoa Banking Co.	(3c) Title & Position with Other Businesses	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries	(4c) Names of Other Companies if >25% Voting Shares	
Timothy J. Fisher Waterville, OH [REDACTED]	Engineer- electrical	Deceased 4th Qtr 2013	Deceased 4th Qtr 2013	President- Thermeq Company	11.96%	None	Furn-Tech, Inc. Thermeq Properties Thermeq Company Thermeq Controls, LLC TQ-MAC, LLC TQ-OFC, LLC TQ-VEH, LLC	51% 51% 60% 33% 51% 51% 51%
Martin P. Sutter Martin, Ohio [REDACTED]	N/A	President/CEO and Director	President/CEO and Director	None	3.22%	None	N/A	
Ronald Gladiuex Oregon, Ohio [REDACTED]	Sales-building supplies	Chairman	Chairman	Past President- Gladiuex Lumber	2.85%	N/A	Gladiuex Lumber & Supply Eagles Landing, LLC	50% 25%
Mark Hecklinger Millbury, OH [REDACTED]	Horticulture	Director	Director	President- Hecklinger Greenhouse	0.63%	N/A	Hecklinger Greenhouse	100%
Denise M. Bowland Genoa, OH [REDACTED]	Attorney	Director	Director	Law Practice	1.26%	N/A	Bowland Law Office	100%
Douglas Samsen Perrysburg, Ohio [REDACTED]	Retail Sales	Director	Director	President- Samsen Furniture	0.89%	N/A	Samsen Furniture DMR Furniture Enterprises Samburry, LLC	55% <25% 55%
Michael R. Sprouse Fremont, Ohio [REDACTED]	Insurance	Director	Director	President- Sprouse Agency, Inc.	0.20%	N/A	Sprouse Agency, Inc. MRS Rentals, LLC	100% 100%
Kevin Bringe Martin, Ohio [REDACTED]	Farmer	Director	Director	President- Bringe Farms	3.13%	N/A	Bringe Farms	100%

(1) Based upon 372,837.376 shares outstanding at December 31, 2013