

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

FEDERAL RESERVE BANK
OF CLEVELAND

2014 MAR 24 APR 23

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.

I, Bick Weissenrieder

Name of the Holding Company Director and Official

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.

Signature of Holding Company Director and Official

Date of Signature

3/10/14

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 2170868
C.I. _____

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

December 31, 2013

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Hocking Valley BancShares, Inc.

Legal Title of Holding Company

7 W. Stimson Ave.

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

Athens

OH

45701

City

State

Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Bick Weissenrieder

CEO

Name

Title

740-592-4441

Area Code / Phone Number / Extension

740-594-3147

Area Code / FAX Number

bick@hvb1.com

E-mail Address

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

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.

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)

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Hocking Valley BancShares, Inc.
FR Y-6 – Public section
as of December 31, 2013

Report Item 1

Item 1a: Form 10-K filed with the Securities and Exchange Commission.

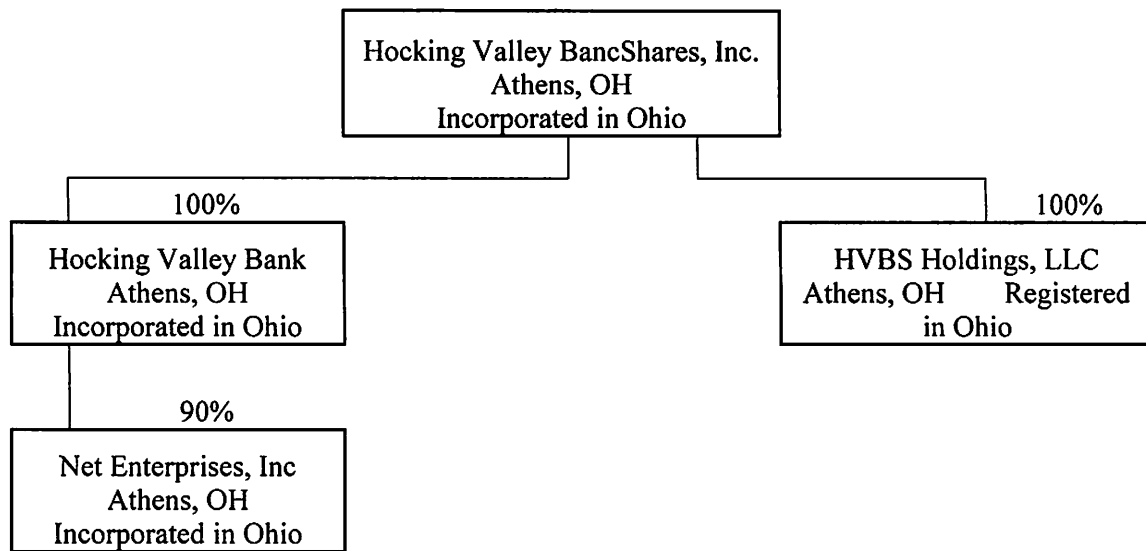
Neither the holding company nor the bank is regulated by the SEC.

Item 1b: Annual report to shareholders.

Attached.

Report Item 2: Organizational Chart

2a: Organizational Chart



- (1) The Hocking Valley Bank, Athens, Ohio is a wholly-owned subsidiary of Hocking Valley BancShares, Inc. The Hocking Valley Bank holds 90% equity in a subsidiary named Net Enterprises, Inc which engages in computer networking software, hardware and support for the bank as well as other clients. Michael Kraus, the company's president holds 11 shares or 10% of the company.

Additionally, the holding company has 100% ownership of HVBS Holdings, LLC which owns a 99-space parking lot approximately adjacent to the bank.

The company owns no interest of any kind in any other entity at this time. All the above businesses are headquartered on Stimson Avenue in Athens and do business primarily in Athens County Ohio.

(2) None.

(3) None.

Supplement:

- (a) None.
- (b) None.
- (c) None.
- (d) None.

Report Item 3: Shareholders

- (1) (b) Depository Trust Company
New York, NY

is listed as holding 10,878 of the 47,682 outstanding shares (22.8%). The stock is held for various brokerage houses the largest of which we believe to be the Infinex, Wells Fargo, Edward Jones and Raymond James. To our knowledge, Edward Jones, Infinex and Raymond James have 27 accounts with 3,349 shares with no one client holding more than 615 shares. We do not have knowledge of the beneficial owners of the remaining 7,529 shares. Although we believe the shares held at Wells Fargo are locally owned we are not privy to the holders nor to the aggregate number of shares held.

- (c) Refer to confidential volume.
- (2) None.

Report Item 4: Directors and Officers

- (1) **Robert Gall**
Athens, OH
- (2) Mr. Gall is an attorney.
- (3) (a&b) Member of the Board of Directors of the holding company and The Hocking Valley Bank.

(c) refer to confidential volume.
- (4) Refer to confidential volume.

- (1) **Alan Geiger**
Athens, OH
- (2) Mr. Geiger is retired Ohio University administrator.
- (3) (a&b) Member of the Board of Directors of the holding company and The Hocking Valley Bank. Serves as Vice Chairman of both.

(c) None.
- (4) Refer to confidential volume.

- (1) **Kimberly Kelly**
Albany, OH
- (2) Ms. Kelly is the owner and treasurer of Good, Inc., which owns a laundry in Athens and a number of rental properties.
- (3) (a&b) Member of the Board of Directors of the holding company and The Hocking Valley Bank.

(c) None.
- (4) Refer to confidential volume.

- (1) **M. Scott Nisley**
Athens, OH
- (2) N/A.
- (3) (a&b) Member of the Board of Directors of the holding company and The Hocking Valley Bank. Executive Vice President of the holding company and President of the bank.

(c) Refer to confidential volume.
- (4) Refer to confidential volume.

- (1) **Robert W. Norris**
Athens, OH
- (3) Mr. Norris is a retired banker.
- (3) (a&b) Member of the Board of Directors of the holding company and The Hocking Valley Bank.

(c) None.
- (4) Refer to confidential volume.

- (1) **Michael Putman**
Coolville, OH
- (2) N/A.
- (4) (a&b) Member of the Board of Directors of the holding company and The Hocking Valley Bank.

(c) Refer to confidential volume.
- (4) Refer to confidential volume.

- Mark V. Snider**
Athens, OH
- (2) Mr. Snider owns Snider, Fuller & Stroh, an independent insurance agency in Athens.
- (3) (a&b) Member of the Board of Directors of the holding company and The Hocking Valley Bank.

(c) Refer to confidential volume.
- (4) Refer to confidential volume.

- (1) **Benedict Weissenrieder**
Athens, OH
- (2) N/A.
- (3) (a&b) Member of the Board of Directors of the holding company and The Hocking Valley Bank. Chairman of the Board, President and Chief Executive Officer of the holding company; Chairman of the Board and Chief Executive Officer of the bank.

(c) None.
- (4) Refer to confidential volume.

Results: A list of branches for your depository institution: **HOCKING VALLEY BANK, THE (ID_RSSD: 230610)**.
 This depository institution is held by **HOCKING VALLEY BANCSHARES, INC. (2170868)** of **ATHENS, OH**.
 The data are as of **12/31/2013**. Data reflects information that was received and processed through **07/06/2014**.

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)	230610	HOCKING VALLEY BANK, THE	7 WEST STIMSON	ATHENS	OH	45701	ATHENS	UNITED STATES	12713	0	HOCKING VALLEY BANK, THE	230610	
OK		Full Service	49018	ALBANY BRANCH	5322 WASHINGTON ROAD	ALBANY	OH	45710	ATHENS	UNITED STATES	246659	2	HOCKING VALLEY BANK, THE	230610	
OK		Full Service	176811	368 RICHLAND AVENUE BRANCH	368 RICHLAND AVENUE	ATHENS	OH	45701	ATHENS	UNITED STATES	246660	3	HOCKING VALLEY BANK, THE	230610	
OK		Full Service	299617	COURT STREET BRANCH	23 SOUTH COURT STREET	ATHENS	OH	45701	ATHENS	UNITED STATES	246658	1	HOCKING VALLEY BANK, THE	230610	
OK		Full Service	1356946	EAST STATE STREET BRANCH	936 EAST STATE STREET	ATHENS	OH	45701	ATHENS	UNITED STATES	246661	4	HOCKING VALLEY BANK, THE	230610	
OK		Full Service	2657912	COOLVILLE BRANCH	26111 MAIN STREET	COOLVILLE	OH	45723	ATHENS	UNITED STATES	246662	5	HOCKING VALLEY BANK, THE	230610	
OK		Full Service	3358579	118 NORTH PLAINS ROAD BRANCH	118 NORTH PLAINS ROAD	THE PLAINS	OH	45780	ATHENS	UNITED STATES	246663	6	HOCKING VALLEY BANK, THE	230610	