

Board of Governors of the Federal Reserve System

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Annual Report of Holding Companies—FR Y-6

FEDERAL RESERVE BANK  
 OF CLEVELAND



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, Daniel E. Klimas

Name of the Holding Company Director and Official  
 President & 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  
 3-17-14

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 1071669  
 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

LNB Bancorp, Inc.

Legal Title of Holding Company

457 Broadway Ave

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

Lorain

OH

44052

City

State

Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Ash Khatib

Vice President & Controller

Name

Title

440-244-7375

Area Code / Phone Number / Extension

Area Code / FAX Number

akhatib@4lnb.com

E-mail Address

www.4lnb.com

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

N/A

## 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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City State Zip Code

Physical location (if different from mailing address)

LNB Bancorp, Inc.  
FR Y - 6  
December 31, 2013

*The items submitted are as follows:*

Item 1 – Annual Report to Shareholders Not Required

Item 2 – Organizational Chart: *Report Item 2*

Item 3 – Shareholders: *Report Item 3*

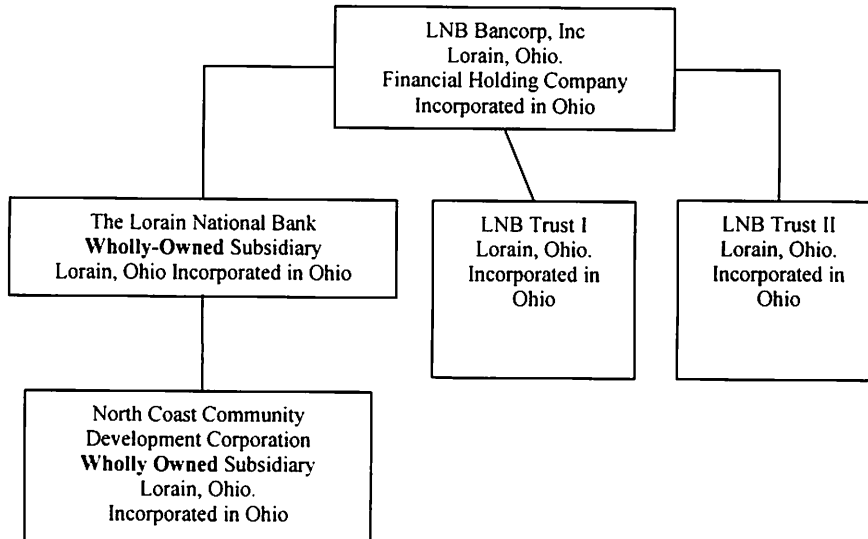
Item 4 – Insiders: *Report Item 4*

**LNB Bancorp, Inc.**  
**Lorain, Ohio**  
**Fiscal Year Ending December 31, 2013**

**Report Item 1 and 2:**

1. The bank holding company prepares an annual report for its shareholders and is **registered** with the Securities and Exchange Commission.

2a: Organizational Chart



**Subsidiaries of LNB Bancorp, Inc.**  
**December 31, 2013**

<b><u>Entity Name and Location</u></b>	<b><u>Jurisdiction of Incorporation</u></b>
<b>A. <u>Bank and Bank-owned Subsidiaries of the Issuer</u></b>	
The Lorain National Bank 457 Broadway Lorain, Ohio 44052	Ohio
North Coast Community Development Corporation 457 Broadway Lorain, Ohio 44052	Ohio

2b: Branch Verification submitted via email on March 12, 2014.

**LNB Bancorp, Inc.**  
**Lorain, Ohio**  
**Fiscal Year Ending December 31, 2013**

**Report Item 3: Shareholders****(1)(a)(b)(c) And (2) (b) (c)**

As of December 31, 2013, no person was known by the Corporation to be the beneficial owner of more than 5% of the outstanding common shares of the Corporation, except as follows:

(1)(a) Name and Address of Beneficial Owner	(1)(b) Country of Citizenship or Incorporation	1)(c) Common Shares Beneficially Owned	Percent of Class
Dimensional Fund Advisors, LP Austin, Texas	USA	598,426	6.19%
Umberto P. Fedeli Independence, Ohio	USA	714,348	7.39%
Wellington Management Company LLP Boston, Massachusetts	USA	521,780	5.40%
Ancora Advisors LLC Cleveland, Ohio	USA	552,186	5.71%

- (1) Based solely on a Schedule 13G/A filed on February 10, 2014, which reports that Dimensional Fund Advisors LP (“DFA”) may be deemed to be the beneficial owner of 598,426 common shares as a result of acting as investment adviser or sub-adviser to, or manager of, certain investment companies, trusts and accounts (collectively, the “DFA Funds”). The DFA Funds possess sole voting power over 590,154 common shares and sole dispositive power over 598,426 common shares. DFA disclaims beneficial ownership of such securities.
- (2) Based solely on a Schedule 13D/A filed on September 28, 2012 by Umberto P. Fedeli, who has sole voting power and sole dispositive power over 714,348 of the shares.
- (3) Based solely on a Schedule 13G filed on February 14, 2014, which reports that Wellington Management Company, LLP (“Wellington”), in its capacity as investment adviser, may be deemed to be the beneficial owner of 521,780 common shares owned by clients of Wellington. Wellington possesses shared voting and dispositive power over such common shares
- (4) Based solely on a Schedule 13D filed on February 13, 2014, which reports that Ancora Advisors, LLC may be deemed to be the beneficial owner of 552,186 common shares as a result of acting as investment adviser to certain mutual funds, investment partnerships and investment clients, or as a result of ownership of common shares by certain employees of Ancora Advisors, LLC (including Frederick D. DiSanto who is a director of the Corporation). Ancora Advisors, LLC disclaims beneficial ownership of such securities.

**Report Item 3: Shareholders (2) (b) (c) – This section is not applicable.**

**Report Item 4: Insiders**

Please reference the spreadsheet called 12-31-13 FR Y-6 Insiders.xls.

Form FR Y-6  
LNB Bancorp, Inc.  
Fiscal Year ending December 31, 2013

Report Item 4: Insiders

Names & Address (City, State)	Principal Occupation if other than Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries	Title & Position with Other Businesses	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries	Other companies in which 25% or more of voting securities are held
James R. Herrick Westlake, OH	Automotive	Director and Chairman	Director and Chairman The Lorain National Bank	President Liberty Auto Group, Inc.	1.26%	N/A	Liberty Auto Group, Ltd (80%) ; Liberty Investment Group 100%; Bay Area Insurance Inc.(100%)
Daniel E. Klimas Westlake, OH	N/A	Director, President and CEO	Director, President & CEO The Lorain National Bank; President and Chairman North Coast Community Development Corporation	None	2.37%	N/A	None
Robert M. Campana Lorain, OH	Real Estate Development	Director	Director The Lorain National Bank	Owner of Campana Development, a real estate development company	less than 1% of class	N/A	Campana Development I LLC (35%); Campana Development III LLC (35%); Campana Development IV LLC (35%); Campana Development VI (33.3%) Brady Cam I & II LLCs (50%)
Mary E. Miles Richfield, OH	N/A	Senior VP	Senior VP, Director of Human Resources, Professional Development & Security The Lorain National Bank	None	less than 1% of class	N/A	Opportunity Housing LLC (100%)
Gary J. Elek Tallmadge, OH	N/A	Chief Financial Officer and Principal Accounting Officer	Chief Financial Officer The Lorain National Bank; Treasurer North Coast Community Development Corporation	None	less than 1% of class	N/A	None
Frank A. Soltis Avon Lake, OH	N/A	Senior VP	Senior VP, Director of Technology & Operations The Lorain National Bank	None	less than 1% of class	N/A	None
Terry D. Goode Grafton, OH	Title/Mortgage Services	Director	Director The Lorain National Bank	VP, Lawyers Title Insurance Company	less than 1% of class	N/A	KT Enterprises (KWT LLC) (50%) TBD Properties LLC (52%) TK Management Co. (50%) Beaver Creek Investment (50%) KCM Enterprises (50%)
Robert F. Heinrich Strongsville, OH	N/A	Senior VP	Senior Vice President, Corporate Secretary and Director of Risk Management The Lorain National Bank	None	less than 1% of class	N/A	Shellro Holdings, LLC (40%) Dynasty Real Estate Holdings LLC (60%) Bobs Payroll, Inc. (100%) All R E Holding Companies.
Lee C. Howley Vermilion, Ohio	Food Service Management	Director	Director The Lorain National Bank	President Howley Bread Group Ltd.;	less than 1% of class	N/A	Howley & Company (100%) Howley Bread Group Inc. (52% Partnership)
Kevin W. Nelson, Avon Lake, OH	N/A	Senior VP	Senior Vice President Director of Indirect Lending The Lorain National Bank	None	less than 1% of class	N/A	None
Jeffrey F. Riddell Lorain, OH	Manufacturing	Director	Director The Lorain National Bank	President , CEO Consumers Builders Supply Company	1.00%	N/A	Consumeracq, Incorporated (17%)

Names & Address (City, State)	Principal Occupation if other than Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries	Title & Position with Other Businesses	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries	Other companies in which 25% or more of voting securities are held
John Simacek, Avon Lake, OH	N/A	Senior VP	Senior Vice President The Lorain National Bank	None	less than 1% of class	N/A	None
Donald F. Zwilling Sheffield Village, Ohio	Business Valuation	Director	Director The Lorain National Bank	Shareholder & Director Barnes Wendling CPAs, Inc. Director in charge of the firm's Sheffield Village office.	less than 1% of class	N/A	None
J. Martin Erbaugh Hudson, Ohio	Private Investment	Director	Director The Lorain National Bank	President, JM Erbaugh Co., a private investment firm. Chairman of the Board of Morgan Bancorp, Inc. until its purchase by LNB	1.05%	N/A	None
John W. Schaeffer, MD Lorain, OH	Healthcare	Director	Director The Lorain National Bank	President North Ohio Heart Center, Inc.	less than 1% of class	N/A	Beaver Park North - Manna (50%)
Daniel G. Merkel Hilton Head Island, South Carolina	Retired	Director	Director The Lorain National Bank	None	less than 1% of class	N/A	None
Thomas P. Perciak Strongsville, Ohio	Government	Director	Director The Lorain National Bank	Mayor City of Strongsville, OH	less than 1% of class	N/A	None
Peter R. Catanese Avon, Ohio	N/A	Senior VP	Director of Marketing The Lorain National Bank	None	less than 1% of class	N/A	None
Frederick D. DiSanto Beachwood, Ohio	Investment Adviser	Director	Director The Lorain National Bank	President and CEO of Ancora Advisors	less than 1% of class	N/A	Dval Inc. (50%) Majas Partners LLC (50%) Majas Properties LLC (50%) PAI, LLC (38%) PAI Cleveland, Inc. (50%) PAI Atlanta, Inc (50%) Ancora (24%) DiSanto Management Company (100%) Gatesby LLC (50%)



**Results:** A list of branches for your depository institution: LORAIN NATIONAL BANK, THE (ID\_BSSD: 39420). This depository institution is held by NIB BANCORP INC. (1071669) of LORAIN, 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 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\_BSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_BSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_BSSD*	Comments
OK		Full Service (Head Office)	39420	LORAIN NATIONAL BANK, THE	457 BROADWAY	LORAIN	OH	44052-174	LORAIN	UNITED STATES	9282		0 LORAIN NATIONAL BANK, THE		39420
OK		Full Service	812829	AMHERST BRANCH	1175 CLEVELAND AVE	AMHERST	OH	44001	LORAIN	UNITED STATES	232217		1 LORAIN NATIONAL BANK, THE		39420
OK		Full Service	3515194	AVON OFFICE	2100 CENTER ROAD	AVON	OH	44011	LORAIN	UNITED STATES	232232		16 LORAIN NATIONAL BANK, THE		39420
OK		Full Service	3282843	WALKER ROAD BRANCH	32960 WALKER ROAD	AVON LAKE	OH	44012	LORAIN	UNITED STATES	232224		8 LORAIN NATIONAL BANK, THE		39420
OK		Full Service	3541933	105 CHESTNUT COMMONS DRIVE BRANCH	105 CHESTNUT COMMONS DRIVE	ELYRIA	OH	44035	LORAIN	UNITED STATES	458062		25 LORAIN NATIONAL BANK, THE		39420
OK		Full Service	997829	ELY SQUARE BRANCH	124 MIDDLE AVE	ELYRIA	OH	44035	LORAIN	UNITED STATES	232228		12 LORAIN NATIONAL BANK, THE		39420
OK		Full Service	750622	LAKE AVENUE AND ROUTE 254 BRANCH	42935 NORTH RIDGE RD	ELYRIA	OH	44035	LORAIN	UNITED STATES	232218		2 LORAIN NATIONAL BANK, THE		39420
OK		Limited Service	3023505	WESLEYAN VILLAGE BRANCH	807 WEST AVENUE	ELYRIA	OH	44035	LORAIN	UNITED STATES	359720		24 LORAIN NATIONAL BANK, THE		39420
OK		Full Service	3282768	PLAZA BRANCH	178 WEST STREETS	HUDSON	OH	44126	SUMMIT	UNITED STATES	429702		28 LORAIN NATIONAL BANK, THE		39420
OK		Full Service	2325798	LAGRANGE BRANCH	540 NORTH CENTER STREET	LAGRANGE	OH	44050	LORAIN	UNITED STATES	232236		23 LORAIN NATIONAL BANK, THE		39420
OK		Limited Service	676423	DOVANTOWN DRIVE-IN OFFICE	200 SIXTH STREET	LORAIN	OH	44052	LORAIN	UNITED STATES	232220		4 LORAIN NATIONAL BANK, THE		39420
OK		Full Service	875525	OBERLIN AVENUE DRIVE-IN BRANCH	3660 OBERLIN AVENUE	LORAIN	OH	44053	LORAIN	UNITED STATES	232221		15 LORAIN NATIONAL BANK, THE		39420
OK		Full Service	396127	PEARL AVENUE BRANCH	2850 PEARL AVENUE	LORAIN	OH	44055	LORAIN	UNITED STATES	232225		9 LORAIN NATIONAL BANK, THE		39420
OK		Full Service	3857160	NORTH RIDGEVILLE BRANCH	34085 CENTER RIDGE ROAD	NORTH RIDGEVILLE	OH	44039	LORAIN	UNITED STATES	462292		26 LORAIN NATIONAL BANK, THE		39420
OK		Limited Service	2122885	KENDAL DRIVE OFFICE	600 KENDAL DRIVE	OBERLIN	OH	44074	LORAIN	UNITED STATES	232233		17 LORAIN NATIONAL BANK, THE		39420
OK		Full Service	41227	OBERLIN BRANCH	40 EAST COLLEGE STREET	OBERLIN	OH	44074	LORAIN	UNITED STATES	232226		10 LORAIN NATIONAL BANK, THE		39420
OK		Full Service	752729	OLMSTED BRANCH	27095 BAGLEY STREET	OLMSTED FALLS	OH	44138	CUYAHOGA	UNITED STATES	232230		14 LORAIN NATIONAL BANK, THE		39420
OK		Limited Service	2565231	RENAISSANCE BRANCH	26976 JOHN ROAD	OLMSTED FALLS	OH	44138	CUYAHOGA	UNITED STATES	232235		19 LORAIN NATIONAL BANK, THE		39420
OK		Full Service	813321	VERMILION BRANCH	4455 EAST LIBERTY AVENUE	VERMILION	OH	44089	LORAIN	UNITED STATES	232223		7 LORAIN NATIONAL BANK, THE		39420
OK		Limited Service	2564515	WESTLAKE VILLAGE BRANCH	28550 WESTLAKE VILLAGE DRIVE	WESTLAKE	OH	44145	CUYAHOGA	UNITED STATES	232234		18 LORAIN NATIONAL BANK, THE		39420