

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies - FR Y-6

FEDERAL RESERVE BANK  
 OF CLEVELAND  
 2013 JUN 21 A 143

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, **W.R. BAKER**

Name of the Holding Company Director and Official

**CHAIRMAN**

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.

*W.R. Baker* Chairman

Signature of Holding Company Director and Official

06/17/2013

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.

2347035

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

**March 31, 2013**

Month / Day / Year

Reporter's Name, Street, and Mailing Address

**OHIO HERITAGE BANCORP**

Legal Title of Holding Company

**P.O. BOX 1000**

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

**COSHOCTON OH 43812**

City State Zip Code

**200 MAIN ST., COSHOCTON, OH 43812**

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

**KELLY FORTNEY** **CEO/CFO**

Name Title

**740-610-2011**

Area Code / Phone Number / Extension

**740-610-2083**

Area Code / FAX Number

**KELLYF@OHIOHERITAGE.COM**

E-mail Address

**WWW.OHIOHERITAGE.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

# 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)

\_\_\_\_\_  
Legal Title of Subsidiary Holding Company

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City State Zip Code

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Physical location (if different from mailing address)

**Annual Report of Financial Holding Companies (FR Y-6)**  
**OHIO HERITAGE BANCORP, INC.**  
**Coshocton, Ohio**  
**Fiscal Year Ending March 31, 2013**

**Report Item 1:** The bank holding company prepares an annual report for its shareholders.

Two copies of the audited Annual Report To Shareholders is enclosed.

**Report Item 2a:** Organization Chart

See Attached

**Report Item 2b:** Branch Listing

Sent early via Email on 6/17/2013

**Report Item 3:** Shareholders

**3(1) Shareholders with 5% or more of voting securities**

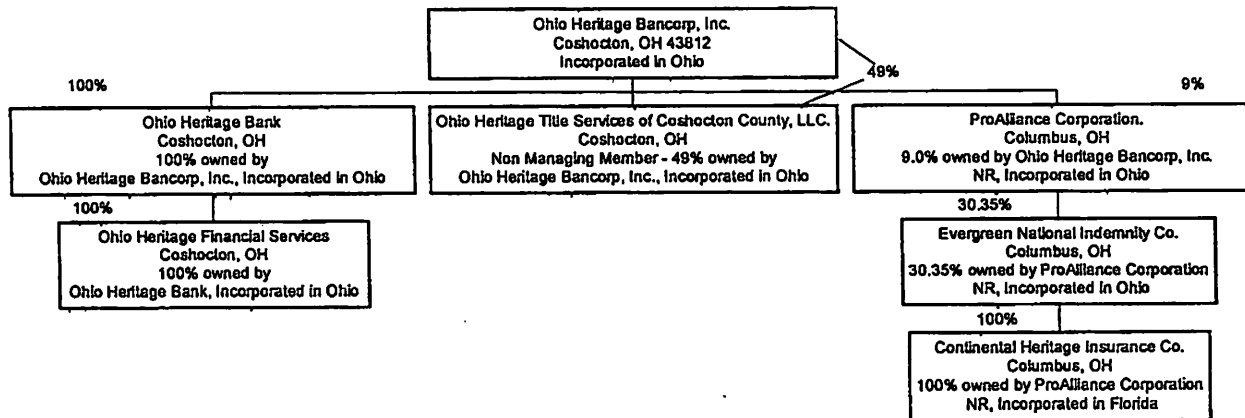
<u>(a) Name and Address</u>	<u>(b) Citizenship</u>	<u>(c) No. Shares</u>	<u>% Owned</u>
Joseph R. Skelton Coshocton, OH [REDACTED] USA	USA	55,064	16.08%

<u>(a) Name and Address</u>	<u>(b) Citizenship</u>	<u>(c) No. Shares</u>	<u>% Owned</u>
W.R. Baker Coshocton, OH [REDACTED] USA	USA	51,723	15.10%

**Report Item 3(2)(a),(b),(c) Shareholders not listed in section 3(1):**

NONE

Ohio Heritage Bancorp, Inc.  
Organizational Chart  
March 31, 2013



**Report Item 4: Insiders**

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name and Address	Principal Occupation	Title With Bank Holding Co.	Title with Direct or Indirect Subs	Title with Other Companies	No. Shares % Shares Holding Co.	No. Shares % Shares D or I subs	No. Shares % Shares Other Co.
Baker, W. Richard Coshocton, Ohio	Chairman Ohio Heritage Bancorp and Bank	Chairman Director	Chairman Ohio Heritage Bank	Director ProAlliance Holdings Corp.	51,723 15.10%	None	None
Robert W. Bigrigg Coshocton, Ohio	President Ohio Heritage Bank	Secretary Director	President Ohio Heritage Bank	None	1,465 0.43%	None	None
Sara A. Bullens Coshocton, Ohio	Retired	Director	Director Ohio Heritage Bank	None	6,000 1.75%	None	None
Joseph R. Skelton Coshocton, Ohio	Partner Law Firm	President Director	Director Ohio Heritage Bank	None	55,064 16.08%	None	Pomerene, Burns and Skelton 33.3% FBC 33.3% Skelton Venture Capital 50%
Timothy L. France Coshocton, Ohio	Judge	Vice President Director	None	None	1,249 0.36%	None	None
Robert Skelton Coshocton, Ohio	Partner Law Firm	Treasurer Director	Director Ohio Heritage Bank	None	9,324 2.72%	None	Pomerene, Burns and Skelton 33.3% FBC 33.3% Skelton Venture Capital 50%
Jennifer Thompson Coshocton, Ohio	Vice President Ohio Heritage Bank	None	Vice President Ohio Heritage Bank	None	1,300 0.38%	None	None
Kelly Fortney Coshocton, Ohio	CEO/CFO Ohio Heritage Bank	None	CEO/CFO Ohio Heritage Bank	None	250 0.07%	None	None
Martin Merryman New Philadelphia, Ohio	Vice President Ohio Heritage Bank	None	Vice President Ohio Heritage Bank	None	350 0.10%	None	None
Timothy A Cox Coshocton, Ohio	Airline Pilot & National Guard	None	Director Ohio Heritage Bank	None	4,312 1.26%	None	Cox Family Co., LLC 34%(managing member) Cox Farms 100% Falcon View I. LLC 100% Falcon View II. LLC 100% Center Lane, LLC 6%(managing member)

**Results:** A list of branches for your holding company: OHIO HERITAGE BANCORP, INC. (2347035) of COSHOCTON, OH. The data are as of 03/31/2013. Data reflects information that was received and processed through 04/10/2013.

**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	6/17/2013	Full Service (Head Office)	2347044	OHIO HERITAGE BANK	200 MAIN STREET	COSHOCTON	OH	43812	COSHOCTON	UNITED STATES	56208	0	OHIO HERITAGE BANK	2347044	
OK	6/17/2013	Full Service	3387636	EAST POINT BRANCH	1100 WALNUT STREET	COSHOCTON	OH	43812	COSHOCTON	UNITED STATES	441639	1	OHIO HERITAGE BANK	2347044	
OK	6/17/2013	Full Service	4151496	HEATH BRANCH	1066 HEBRON ROAD	HEATH	OH	43812	LICKING	UNITED STATES	492915	4	OHIO HERITAGE BANK	2347044	
OK	6/17/2013	Full Service	3460454	MOUNT VERNON BRANCH	1345 YAUGER ROAD	MOUNT VERNON	OH	43050	KNOX	UNITED STATES	452944	3	OHIO HERITAGE BANK	2347044	
OK	6/17/2013	Limited Service	4151599	NEW PHILA BRANCH	1309 4TH STREET NW	NEW PHILADELPHIA	OH	43812	TUSCARAWAS	UNITED STATES	495393	5	OHIO HERITAGE BANK	2347044	
OK	6/17/2013	Full Service	3460445	NEWARK BRANCH	1180 NORTH 21ST STREET	NEWARK	OH	43055	LICKING	UNITED STATES	452943	2	OHIO HERITAGE BANK	2347044	