

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

FEDERAL RESERVE BANK  
 OF CLEVELAND  
 2013 ~~11~~ 23  
 11:13  
 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):

June 30, 2013

Month / Day / Year

I, Douglas Stewart

Reporter's Name, Street, and Mailing Address

Peoples-Sidney Financial Corporation

Name of the Holding Company Director and Official

Legal Title of Holding Company

Director, Chief Executive Officer, President

P.O. Box 727

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.

Sidney OH 45365  
 City State Zip Code

101 E. Court St.

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:

Debra Geuy VP, Chief Financial Officer  
 Name Title

937-492-6129

Area Code / Phone Number / Extension

937-498-4554

Area Code / FAX Number

dgeuy@peoplesfederalsandl.com

E-mail Address

PEOPLESFEDERALSandL.COM

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

Signature of Holding Company Director and Official

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 3828643  
 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

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

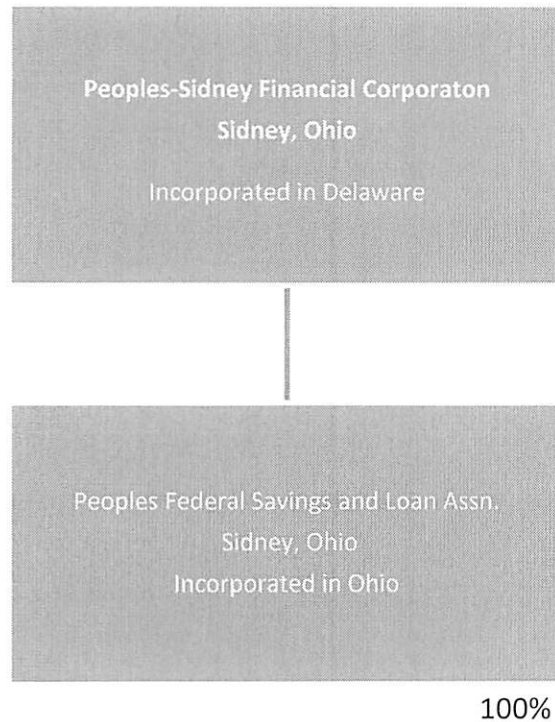
Form FR Y-6

Peoples-Sidney Financial Corporation  
Sidney, Ohio  
Fiscal Year Ended June 30, 2013

Report Item

1: The bank holding company prepares an annual report for its securities holders and is not registered with the SEC. As specified by the Cleveland Reserve Bank, one copy is enclosed.

2a: Organization Chart



2b: Domestic branch listing submitted early via email to the Cleveland Federal Reserve Bank on July 31, 2013.

**Form FR Y-6**  
**Peoples-Sidney Financial Corporation**  
**Fiscal Year Ended June 30, 2013**

**Report Item 3: Securities holders**

**(1)(a)(b)(c)**

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ended 06-30-13.

| <b>(1)(a)<br/>Name,<br/>City, State, Country</b> | <b>(1)(b)<br/>Country of Citizenship<br/>or Incorporation<br/>Securities</b> | <b>(1)(c)<br/>Number and Percentage of<br/>Each Class of Voting</b> |
|--|--|---|
| Douglas Stewart                                  | USA  | 82,113 – 7% Common  |

**(2)(a)(b)(c)**

Securities holders 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 ended 06-30-13.

| <b>(2)(a)<br/>Name,<br/>City, State, Country</b> | <b>(2)(b)<br/>Country of Citizenship<br/>or Incorporation<br/>Securities</b> | <b>(2)(c)<br/>Number and Percentage of<br/>Each Class of Voting</b> |
|--|--|---|
| None   |  |   |

**Form FR Y-6**  
**Peoples-Sidney Financial Corporation**  
**Fiscal Year Ended June 30, 2013**

**Report Item 4: Insiders**  
**(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)**

| (1)<br>Name,<br>City, State<br>Country | (2)<br>Principal<br>Occupation if other<br>than with Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(includes names<br>of subsidiaries) | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(includes names<br>of other<br>businesses) | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>voting Shares in<br>Subsidiaries<br>(includes names<br>of subsidiaries) | (4)(c)<br>List names of<br>other companies<br>(includes<br>partnerships)<br>if 25% or more of<br>voting securities<br>are held (List<br>names of<br>companies and<br>percentage of<br>voting securities<br>held) |
|--|---|---|--|--|--|--|--|
| Douglas Stewart<br>Sidney, OH<br>USA   | N/A   | Director &<br>CEO, President                          | Director &<br>CEO, President   | N/A  | 7%   | None   | N/A  |
| David Fogt<br>Sidney, OH<br>USA        | N/A   | VP-Operations   | Vp-Operations  | N/A  | 4%   | None   | N/A  |
| Debra Geuy<br>Sidney, OH<br>USA        | N/A   | VP, CFO &<br>Treasurer                                | VP, CFO &<br>Treasurer   | N/A  | 2%   | None   | N/A  |
| Gary Fullenkamp<br>Sidney, OH<br>USA   | N/A   | VP-Mort. Loans,<br>Secretary                          | VP-Mort Loans,<br>Secretary  | N/A  | 2%   | None   | N/A  |

**Form FR Y-6**  
**Peoples-Sidney Financial Corporation**  
**Fiscal Year Ended June 30, 2013**

**Report Item 4: Insiders (Continued)**  
**(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)**

| (1)<br>Name,<br>City, State<br>Country | (2)<br>Principal<br>Occupation if other<br>than with Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(includes names<br>of subsidiaries) | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(includes names<br>of other<br>businesses) | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>voting Shares in<br>Subsidiaries<br>(includes names<br>of subsidiaries) | (4)(c)<br>List names of<br>other companies<br>(includes<br>partnerships)<br>if 25% or more of<br>voting securities<br>are held (List<br>names of<br>companies and<br>percentage of<br>voting securities<br>held) |
|--|---|---|--|--|--|--|--|
| Richard Martin<br>Sidney, OH<br>USA    | CPA   | Director &<br>Chairman                                | Director &<br>Chairman   | N/A<br>McCrate,<br>Delaet & Co.  | 4%   | None   | N/A  |
| James Kerber<br>Sidney, OH<br>USA      | CPA   | Director  | Director   | Owner<br>James W. Kerber<br>CPA Firm   | 3%   | None   | N/A  |
| Harry Faulkner<br>Sidney, OH<br>USA    | Lawyer  | Director  | Director   | Partner<br>Faulkner, Garmhausen,<br>Keister & Shenk LPA  | 1%   | None   | N/A  |
| Jeffery Sargeant<br>Sidney, OH<br>USA  | Insurance   | Director  | Director   | Owner &<br>President<br>Community Ins<br>Group, Ltd.   | 0.1%   | None   | N/A  |

**Form FR Y-6**  
**Peoples-Sidney Financial Corporation**  
**Fiscal Year Ended June 30, 2013**

**Report Item 4: Insiders (Continued)**  
**(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)**

| (1)<br>Name,<br>City, State<br>Country | (2)<br>Principal<br>Occupation if other<br>than with Holding<br>Company | (3)(a)<br>Title & Position<br>with Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries<br>(includes names<br>of subsidiaries) | (3)(c)<br>Title & Position<br>with Other<br>Businesses<br>(includes names<br>of other<br>businesses) | (4)(a)<br>Percentage of<br>Voting Shares in<br>Holding Company | (4)(b)<br>Percentage of<br>voting Shares in<br>Subsidiaries<br>(includes names<br>of subsidiaries) | (4)(c)<br>List names of<br>other companies<br>(includes<br>partnerships)<br>if 25% or more of<br>voting securities<br>are held (List<br>names of<br>companies and<br>percentage of<br>voting securities<br>held) |
|--|---|---|--|--|--|--|--|
| Devon Beer<br>Sidney, OH<br>USA        | Fresh-cut<br>producer &<br>distributor                                  | Director  | Director   | VP-Finance &<br>CFO<br>Fresh Unlimited Inc.  | 0.1%   | None   | N/A  |

There are no "Principal" securities holders.

**Results:** A list of branches for your depository institution: PEOPLES FEDERAL SAVINGS AND LOAN ASSOCIATION (ID\_RSSD: 210779).  
 This depository institution is held by PEOPLES-SIDNEY FINANCIAL CORPORATION (3828643) of SIDNEY, OH.  
 The data are as of 06/30/2013. Data reflects information that was received and processed through 07/06/2013.

**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          |                | Full Service (Head Office) | 210779          | PEOPLES FEDERAL SAVINGS AND LOAN ASSOCIATION | 101 E. COURT ST.          | SIDNEY         | OH    | 45365    | SHELBY | UNITED STATES | 42537        | 0              | PEOPLES FEDERAL SAVINGS AND LOAN ASSOCIATION | 210779               |          |
| OK          |                | Full Service               | 2949439         | ANNA BRANCH                                  | 403 SOUTH PIKE STREET     | ANNA           | OH    | 45302    | SHELBY | UNITED STATES | 357635       | 1              | PEOPLES FEDERAL SAVINGS AND LOAN ASSOCIATION | 210779               |          |
| OK          |                | Full Service               | 2949457         | JACKSON CENTER BRANCH                        | 115 EAST PIKE STREET      | JACKSON CENTER | OH    | 45334    | SHELBY | UNITED STATES | 357636       | 2              | PEOPLES FEDERAL SAVINGS AND LOAN ASSOCIATION | 210779               |          |
| OK          |                | Limited Service            | 4170291         | DRIVE UP BRANCH                              | 232 SOUTH OHIO AVENUE     | SIDNEY         | OH    | 45365    | SHELBY | UNITED STATES | Not Required | Not Required   | PEOPLES FEDERAL SAVINGS AND LOAN ASSOCIATION | 210779               |          |
| OK          |                | Full Service               | 3836376         | WALMART BRANCH                               | 2400 WEST MICHIGAN AVENUE | SIDNEY         | OH    | 45365    | SHELBY | UNITED STATES | 464590       | 3              | PEOPLES FEDERAL SAVINGS AND LOAN ASSOCIATION | 210779               |          |