

Board of Governors of the Federal Reserve System SUPERVISION & REGULATION



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Annual Report of Holding Companies—FR Y-6

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, 2014

Month / Day / Year

N/A

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

I, Bernard W Kessling

Name of the Holding Company Director and Official

Chairman Valley Central MHC

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Valley Central, MHC

Legal Title of Holding Company

115 W Benson St

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

Cincinnati

OH

45215

City

State

Zip Code

I 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.

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:

Joanna GAYNOR

CEO

Name

Title

513-821-3335

Area Code / Phone Number / Extension

513-821-3345

Area Code / FAX Number

jjaynor@valleycentral.org

E-mail Address

N/A

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

*Bernard W. Kessling*

Signature of Holding Company Director and Official

04/17/2015

8/31/2015

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 N/A  
 C.I. N/A

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.

Valley Central Bancorp

Legal Title of Subsidiary Holding Company

115 W Benson

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

Cincinnati OH 45215  
City State Zip Code

Physical Location (if different from mailing address)

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)

Legal Title of Subsidiary Holding Company

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

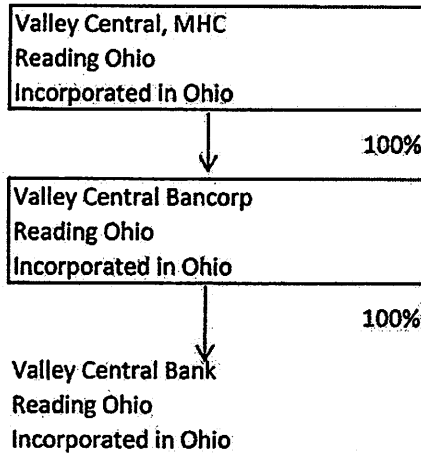
City State Zip Code

Physical Location (if different from mailing address)

Form FR Y 6  
 Valley Central, MHC  
 Reading Ohio  
 Fiscal Year Ending 12/31/2014

Item 1 Not Applicable

Item 2a



Item 2b

See attached

Item 3  
 Section 1

**Security Holders**  
 Valley Central, MHC - Not applicable  
 Valley Central bancorp - Security Holder

Name	Country of Incorporation	Percentage of Voting Securities
		100%
Valley Central, MHC	USA	100%

Section 2

Not applicable

Item 4  
Valley Central, MHC

Insiders

Name City State County	Occupation	Title Position with Holding Company	Title Position with Subsidiaries	Title with Other Business	Percentage of voting Shares in Subsidiaries	Percentage of voting Shares in Holding Co.	Other Companies If 25% or more of voting securities
	(1)	(2) (3a)	(3b)	(3c)	(4a)	(4b)	(4c)
Bernard W. Kessling Cincinnati Ohio	General Contractor Construction	Chairman of the Board	Chairman of the Board	Owner	n/a	n/a	n/a
Thomas H. Reisert Cincinnati Ohio	USA Edward B. Mueller Co., Inc.	Vice Chairman of the Board	Vice Chairman of the Board	President	n/a	n/a	n/a
Michael W. Hinger West Chester Ohio	Account. Executive	Board Member	Board Member	Account Executive	n/a	n/a	n/a
Donald J. Vonderhaar Cincinnati Ohio	USA Oracle Caterer Vonderhaar Catering	Board Member	Board Member	President Associate	n/a	n/a	n/a
Brian T. Reisert Cincinnati Ohio	USA Lost Control Cincinnati Insurance	Board Member	Board Member	Territory Manager	n/a	n/a	n/a
Joanna L. Gaynor Cincinnati Ohio	USA n/a	Chief Executive Officer	Chief Executive Officer	n/a	n/a	n/a	n/a

Item 4  
Valley Central, Bancorp

Insiders

Name City State County	Occupation	Title Position with Holding Company	Title Position with Subsidiaries	Title with Other Business	Percentage of voting Shares in Subsidiaries	Percentage of voting Shares in Holding Co.	Other Companies If 25% or more of voting securities
	(1)	(2) (3a)	(3b)	(3c)	(4a)	(4b)	(4c)
Bernard W. Kessling Cincinnati Ohio	General Contractor Construction	Chairman of the Board	Chairman of the Board	Owner	n/a	n/a	n/a
Thomas H. Reisert Cincinnati Ohio	USA Edward B. Mueller Co., Inc.	Vice Chairman of the Board	Vice Chairman of the Board	President	n/a	n/a	n/a
Michael W. Hinger West Chester Ohio	Account. Executive	Board Member	Board Member	Account Executive	n/a	n/a	n/a
Donald J. Vonderhaar Cincinnati Ohio	USA Oracle Caterer Vonderhaar Catering	Board Member	Board Member	President Associate	n/a	n/a	n/a
Brian T. Reisert Cincinnati Ohio	USA Lost Control Cincinnati Insurance	Board Member	Board Member	Territory Manager	n/a	n/a	n/a
Joanna L. Gaynor Cincinnati Ohio	USA n/a	Chief Executive Officer	Chief Executive Officer	n/a	n/a	n/a	n/a

Results: A list of branches for your depository institution: VALLEY CENTRAL BANK (ID\_RSSD: 320070).  
 This depository institution is held by VALLEY CENTRAL BANCORP, INC. (4352538) of READING, OH.  
 The data are as of 03/31/2015. Data reflects information that was received and processed through 04/06/2015.

**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)	320070	VALLEY CENTRAL BANK	115 W BENSON ST	READING	OH	45215	HAMILTON	UNITED STATES	41389	0	VALLEY CENTRAL BANK	320070	
OK		Full Service	4468251	BENSON STREET BRANCH	115 WEST BENSON STREET	READING	OH	45215	HAMILTON	UNITED STATES	Not Required	Not Required	VALLEY CENTRAL BANK	320070	