

Board of Governors of the Federal Reserve System

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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, 2015

Month / Day / Year

None

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

I, Jack A. Coblentz

Name of the Holding Company Director and Official

President

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.

Reporter's Name, Street, and Mailing Address

FSB Financial Corp

Legal Title of Holding Company

P.O. Box 119

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

New Madison OH 45346

City State Zip Code

101 S. Main St. New Madison, Ohio 45346

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:

Matt Webster Controller

Name Title

937-996-1071

Area Code / Phone Number / Extension

937-996-1091

Area Code / FAX Number

mwebster@myfsbdirect.com

E-mail Address

Signature of Holding Company Director and Official

03/11/2016

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.

1071605

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

**Results:** A list of branches for your depository institution: FARMERS STATE BANK, THE (ID\_RSSD: 370721).  
 This depository institution is held by FSB FINANCIAL CORP (1071605) of NEW MADISON, OH.  
 The data are as of 12/31/2015. Data reflects information that was received and processed through 04/05/2016.

**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.

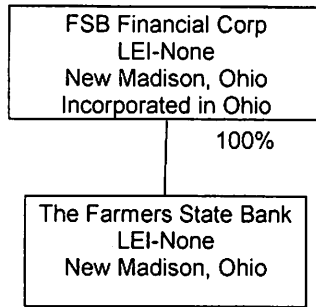
**Note:**  
 To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of Change, Close, Delete, or Add.  
 The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

\* 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) | 370721          | FARMERS STATE BANK, THE                   | 101 SOUTH MAIN ST.         | NEW MADISON | OH    | 45346    | DARKE    | UNITED STATES | 9394         | 0              | FARMERS STATE BANK, THE | 370721               |          |
| Ok          |                | Full Service               | 4930918         | FARMERS STATE BANK WINCHESTER, THE        | 930 EAST WASHINGTON STREET | WINCHESTER  | IN    | 47394    | RANDOLPH | UNITED STATES | Not Required | Not Required   | FARMERS STATE BANK, THE | 370721               |          |
| Ok          |                | Full Service               | 288424          | GREENVILLE BRANCH                         | 1107 SWITZER ROAD          | GREENVILLE  | OH    | 45331    | DARKE    | UNITED STATES | 232708       | 1              | FARMERS STATE BANK, THE | 370721               |          |
| Ok          |                | Full Service               | 2952112         | WAGNER AVENUE BRANCH                      | 675 WAGNER AVE.            | GREENVILLE  | OH    | 45331    | DARKE    | UNITED STATES | 358159       | 3              | FARMERS STATE BANK, THE | 370721               |          |
| Ok          |                | Full Service               | 4722588         | FARMERS STATE BANK LEWISBURG BRANCH       | 100 NORTH COMMERCE STREET  | LEWISBURG   | OH    | 45338    | PREBLE   | UNITED STATES | Not Required | Not Required   | FARMERS STATE BANK, THE | 370721               |          |
| Ok          |                | Full Service               | 1392935         | NEW PARIS BRANCH                          | 618 S. WASHINGTON ST.      | NEW PARIS   | OH    | 45347    | PREBLE   | UNITED STATES | 232709       | 2              | FARMERS STATE BANK, THE | 370721               |          |
| Ok          |                | Full Service               | 3930452         | FARMERS STATE BANK SPRINGBORO BRANCH, THE | 65 WEST CENTRAL AVENUE     | SPRINGBORO  | OH    | 45066    | WARREN   | UNITED STATES | 489965       | 4              | FARMERS STATE BANK, THE | 370721               |          |

Report Item # 1            None

Report Item # 2(a)



Report Item # 2a(1)        None  
 Report Item # 2a(2)        None  
 Report Item # 2a(3)        None  
 Report Item # 2a(4)        None  
 Report Item # 2a(5)        None  
 Report Item # 2a(6)        None  
 Report Item # 2a(7)        None

Report Item # 2b            See Attached

Report Item # 3(1):

| <u>Name</u>               | <u>Citizenship</u> | <u>Address</u>  | <u>Shares</u> | <u>Percent</u> |
|---------------------------|--------------------|-----------------|---------------|----------------|
| Coblentz, Jack            | USA                | New Madison, OH | 27,710        | 26.39%         |
| Coblentz, Carole          | USA                | New Madison, OH | 27,710        | 26.39%         |
| Powell, H. Robert         | USA                | Austin, TX      | 10,620        | 10.12%         |
| Powell, H. Penelope       | USA                | Austin, TX      | 10,610        | 10.11%         |
| Powell, Rob & Pen (joint) | USA                | Austin, TX      | 5,000         | 4.76%          |

Report Item # 3(2):        None

Report Item # 4:

| <u>Name</u>         | <u>Bank Title</u> | <u>Address</u>  | <u>Shares</u> | <u>Percent</u> | <u>Occupation</u> | <u>FSB Title</u>    |
|---------------------|-------------------|-----------------|---------------|----------------|-------------------|---------------------|
| Coblentz, Jack      | Chairman          | New Madison, OH | 27710         | 26.39%         | Insurance         | President           |
| Coblentz, Carole    | Director          | New Madison, OH | 27710         | 26.39%         | Insurance         | Director            |
| Richardson, William | Director          | New Madison, OH | 50            | 0.05%          | Retail            | Director            |
| Powell, Penelope    | Director          | Austin, TX      | 13110         | 12.49%         | Domestic          | Director            |
| Nichols, Chanda     | N/A               | Columbus, OH    | 100           | 0.10%          | Domestic          | Vice President      |
| Nichols, Phil       | Director          | Columbus, OH    | 100           | 0.10%          | Attorney          | Director            |
| Brown, J. Anthony   | President/CEO     | Centerville, IN | 1205          | 1.15%          | Banker            | Secretary/Treasurer |

All shares are related to bank holding company