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FEDERAL RESERVE BANK
 OF CLEVELAND

Board of Governors of the Federal Reserve System



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)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). 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, top-tier savings and loan holding companies, and U.S. intermediate 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. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

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

December 31, 2016

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

CenterGroup Financial, Inc.

Legal Title of Holding Company

744 State Route 28

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

Milford	OH	45150
City	State	Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Stephen R. Church Controller

Name Title

513-965-6909

Area Code / Phone Number / Extension

513-965-8515

Area Code / FAX Number

src@centerbank4me.com

E-mail Address

N/A

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

I, Stewart M. Greenlee

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

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 4415693
 C.I. _____

Is confidential treatment requested for any portion of this report submission? No Yes

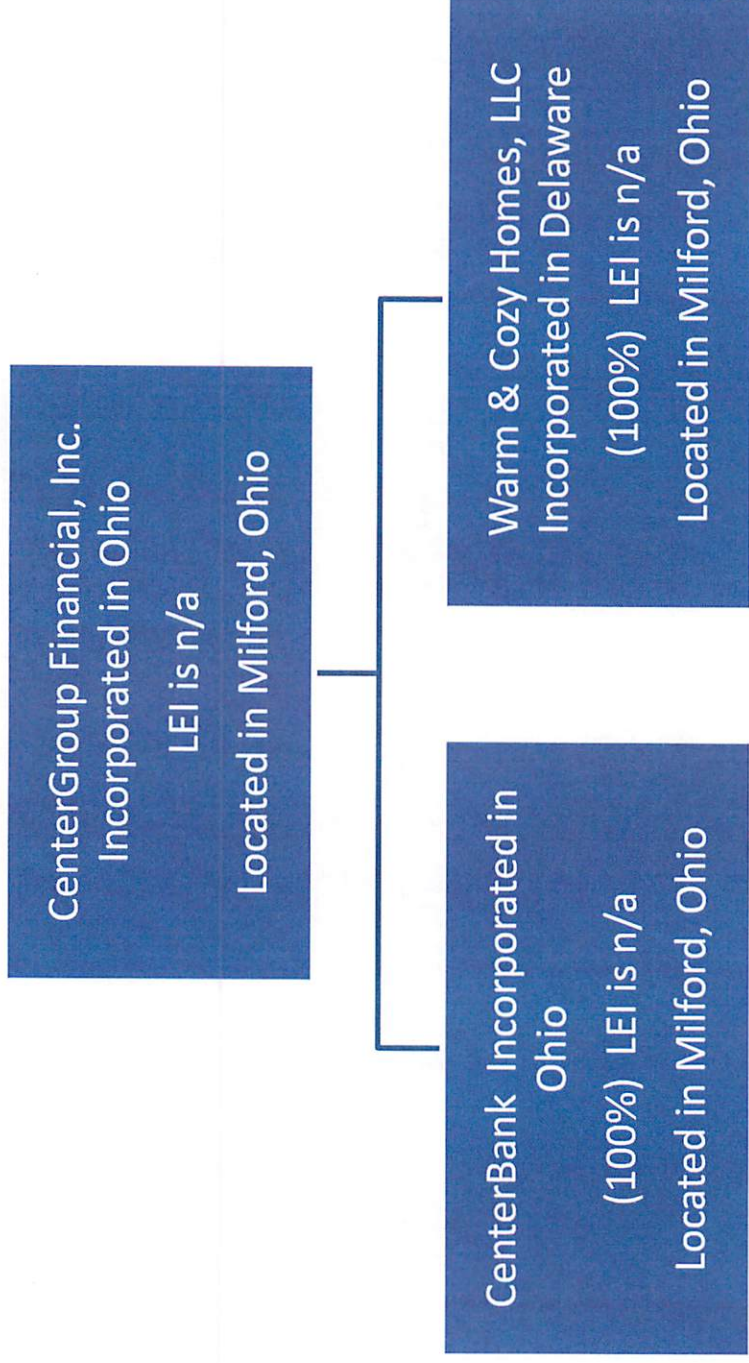
In accordance with the General Instructions for this report (check only one),

1. a letter justifying this request is being provided along with the report
 2. a letter justifying this request has been provided separately

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

Organization Chart

Form FR Y-6 2a.



Results: A list of branches for your depository institution: CENTERBANK (ID_RSSD: 2887399). This depository institution is held by CENTERGROUP FINANCIAL, INC. (4415693) of MILFORD, OH. The data are as of 12/31/2016. Data reflects information that was received and processed through 01/10/2017.

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)	2887399	CENTERBANK	744 STATE ROUTE 28	MILFORD	OH	45150	CLERMONT	UNITED STATES	74906	0	CENTERBANK	2887399	
OK		Full Service	3319392	EASTGATE BRANCH	948 OLD STATE ROUTE 74	CINCINNATI	OH	45245	CLERMONT	UNITED STATES	433018	1	CENTERBANK	2887399	
OK		Full Service	5012624	MADEIRA BRANCH	6934 MIAMI AVENUE	MADEIRA	OH	45243	HAMILTON	UNITED STATES	Not Required	Not Required	CENTERBANK	2887399	

Item 3 (1)

Refer to Confidential Volume

Item 3 (2)

N/A

Item 4

Refer to Confidential Volume

Report Item 4: Insiders

<u>Name, City, State, Country</u>	<u>Title & Position with Holding Company</u>	<u>Title & Position with Subsidiaries (include names of subs)</u>
Stewart M. Greenlee, Cincinnati, OH USA	President & CEO/Director	President & CEO, CenterBank; Manager, Warm and Cozy Homes
Lee E. Lyon, II, Milford, OH USA	Secretary	Senior Vice President, CenterBank; Manager, Warm and Cozy Homes
Stephen R. Church, Amelia, OH USA	Treasurer	Controller, CenterBank; Manager, Warm and Cozy Homes
David L. Brooks, Franklin, OH USA	Director	n/a

Joseph P. Hayden III, Cincinnati, OH USA	Director	n/a
Paul Heldman, Cincinnati, OH USA	Director	n/a
Dennis L. Hirt, Villa Hills, KY USA	Director	n/a
Dr. N.L. Patel, Cincinnati, OH USA	Director	n/a
Daniel R. Rolfes, Loveland, OH USA	Chairman of the Board of Directors	n/a
Carol Venn, Cincinnati, OH USA	Director	n/a