

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

Mars National Bancorp, Inc.

Legal Title of Holding Company

145 Grand Avenue, PO Box 927

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

<u>Mars</u>	<u>PA</u>	<u>16046</u>
City	State	Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

<u>Michael J. Kirk</u>	<u>Exec VP, Treasurer & CFO</u>
Name	Title

724-625-1555 X231

Area Code / Phone Number / Extension

724-625-8570

Area Code / FAX Number

mkirk@marsbank.com

E-mail Address

https://marsbank.com

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

James V. Dionise

Name of the Holding Company Director and Official

President, Chief Executive Officer and Director

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.

James V. Dionise

Signature of Holding Company Director and Official

3/15/17

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. _____

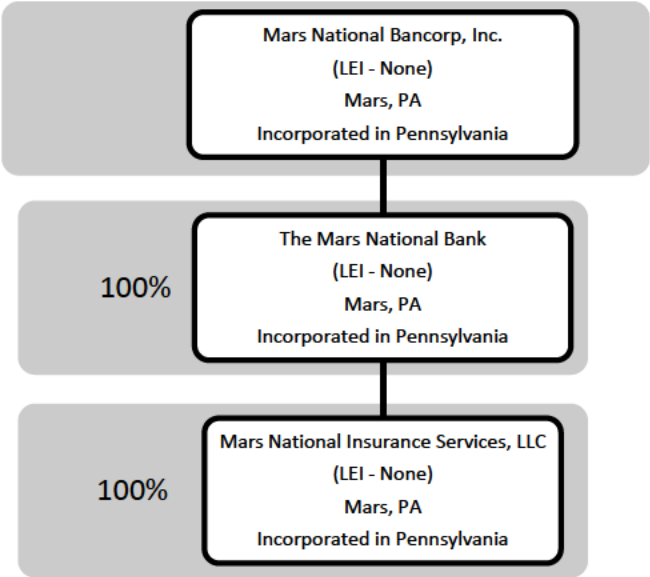
is confidential treatment requested for any portion of this report submission? 0=No 1=Yes

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."

2a. Organizational Chart



Results: A list of branches for your holding company: MARS NATIONAL BANCORP, INC. (4655266) of MARS, PA.
 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)	978622	MARS NATIONAL BANK, THE	145 GRAND AVENUE	MARS	PA	16046	BUTLER	UNITED STATES	5069	0	MARS NATIONAL BANK, THE	978622	
OK		Full Service	2121655	PENN BRANCH	600 P TTSBURGH ROAD	BUTLER	PA	16002	BUTLER	UNITED STATES	216955	4	MARS NATIONAL BANK, THE	978622	
OK		Full Service	979124	CRANBERRY BRANCH	20246 ROUTE 19	CRANBERRY TWP	PA	16066	BUTLER	UNITED STATES	216954	3	MARS NATIONAL BANK, THE	978622	
Change		Full Service	81625	RICHLAND BRANCH	5552 WILLIAM FLYNN HIGHWAY	GIBSONIA	PA	15044	ALLEGHENY	UNITED STATES	216952	1	MARS NATIONAL BANK, THE	978622	
OK		Full Service	4139663	HERITAGE CREEK OFFICE	21 SCHARBERRY LANE	MARS	PA	16046	BUTLER	UNITED STATES	492725	6	MARS NATIONAL BANK, THE	978622	

Form FR Y-6

Legal Title of Holding Company: Mars National Bancorp, Inc.
 Fiscal Year End: December 31, 2016

Report Item 3: Securities Holders

1(a)(b)(c) and 2(a)(b)(c)

***Instructions Please complete all items in red, in addition to including all applicable securities holders for Items 1 and 2 for each holding company in your organization. If there are none for either item, please include "None" or "N/A."
 (Please see Appendix A of the report instructions for an example of how to report Items 1 and 2.) Once complete, please print sheet and include in your hardcopy of the report.

***Data Entry Tip If you would like to add a line break within an individual cell, select Alt + Enter at the space where you would like the line break.

Institution's Note: Pursuant to applicable Board of Governors of the Federal Reserve System regulations and the instructions for the FR Y-6, the share totals and percentages include shares held directly and indirectly and attributed to the person through acting in concert.

Current securities holders with ownership, control, or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2016.			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 ending 12-31-2016.		
1(a) Name, City, State, Country	1(b) Country of Citizenship or Incorporation	1(c) Number and Percentage of Each Class of Voting Securities (Please include type of security.)	2(a) Name, City, State, Country	2(b) Country of Citizenship or Incorporation	2(c) Number and Percentage of Each Class of Voting Securities (Please include type of security.)
Janet L. van Buskirk Balentine, Mars, PA, United States	United States	21,184 shares/26.48%	N/A	N/A	N/A
Dianne Dobson Howard, Girard, PA, United States	United States	15,952 shares/19.94%	N/A	N/A	N/A
Charles A. Norton, Mars, PA, United States	United States	15,952 shares/19.94%	N/A	N/A	N/A
Patricia Sutton van Buskirk, Mars, PA, United States	United States	21,184 shares/26.48%	N/A	N/A	N/A
Barbara van Buskirk, Portsmouth, N.H., United States	United States	21,184 shares/26.48%	N/A	N/A	N/A
Above individuals presented as acting in concert					
Van Buskirk family					
Janet L. van Buskirk Balentine, Mars, PA, United States					
Patricia Sutton van Buskirk, Mars, PA, United States					
Barbara van Buskirk, Portsmouth, N.H., United States					
Dobson Howard family					
Dianne Dobson Howard, Girard, PA, United States					
Charles A. Norton, Mars, PA, United States					

