

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

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FEDERAL RESERVE BANK
OF CLEVELAND

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, 2017

Month / Day / Year

None

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

Reporter's Name, Street, and Mailing Address

I, Jack A. Coblenz

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.

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

matt@myfsb.bank

E-mail Address

Signature of Holding Company Director and Official

03/19/2018

Date of Signature

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

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."

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):

| Name | Citizenship | Address | Shares | Percent |
|---------------------------|-------------|-----------------|--------|---------|
| Coblentz, Jack | USA | New Madison, OH | 27,710 | 28.39% |
| Coblentz, Carole | USA | New Madison, OH | 27,710 | 28.39% |
| 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% |

*Coblentz, Powell, Nichols
 Total Family Shares 81,850 77.97%
 Includes daughter & son in law who own less than 5% USA

Report Item # 3(2): None

Report Item # 4:

| Name | Address | Occupation | FSB Title | Bank Title | Title w/ Other Businesses | 4(1) | 4(2) | 4(3)(a) | 4(3)(b) | 4(3)c*** | 4(4)(a) | 4(4)(b)*** | 4(4)c*** |
|---------------------|---------------------|------------|---------------------|---------------|--|----------------------|-------------------------|--|---------|----------|---------|------------|---------------------------|
| | | | | | | Percent (Holding Co) | Percent in Subsidiaries | Companies if 25% of more voting securities | | | | | |
| Coblentz, Jack | New Madison, OH USA | Banker | President | Chairman | President, Coblentz Agency Inc. | 26.39% | N/A | N/A | N/A | N/A | N/A | N/A | Coblentz Agency, Inc 100% |
| Coblentz, Carole | New Madison, OH USA | Retired | Director | Director | Secretary/Treas., Coblentz Agency Inc. | 26.39% | N/A | N/A | N/A | N/A | N/A | N/A | N/A |
| Powell, Penelope | Austin, Tx USA | Domestic | Director | Director | N/A | 12.50% | N/A | N/A | N/A | N/A | N/A | N/A | N/A |
| Powell, H. Robert | Austin, Tx USA | Attorney | Director | Director | N/A | 12.49% | N/A | N/A | N/A | N/A | N/A | N/A | N/A |
| Nichols, Chanda | Columbus, OH USA | Domestic | Vice President | Director | N/A | 0.01% | N/A | N/A | N/A | N/A | N/A | N/A | N/A |
| Nichols, Phil | Columbus, OH USA | Attorney | Director | Director | Partner, Shayne Nichols, LLC | 0.01% | N/A | N/A | N/A | N/A | N/A | N/A | Shayne Nichols, LLC 100% |
| Richardson, William | New Madison, OH USA | Retail | Director | Director | N/A | 0.05% | N/A | N/A | N/A | N/A | N/A | N/A | N/A |
| Brown, J Anthony | Centerville, IN USA | Banker | Secretary/Treasurer | President/CEO | N/A | 1.15% | N/A | N/A | N/A | N/A | N/A | N/A | N/A |

All shares are related to bank holding company

REMARK: A list of branches for your depository institution: FARMERS STATE BANK, THE (ID: RBSD: 370721). This depository institution is held by FSB FINANCIAL CORP (LO716029) OF NEW MADISON, OH. The data site as of 12/31/2017. Data reflects information that was received and processed through 01/04/2018.

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 this 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.

Notes
 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 UNIFORM Office Number and ID_RBSD columns are for reference only. Verification of these values is not required.

| Data Action | Effective Date | Branch Service Type | Branch ID | Branch Name | Regular Name | Street Address | City | State | Zip Code | Country | FDIC UNIFORM* | Office Number* | Head Office | Head Office ID | Comments |
|-------------|----------------|----------------------------|-----------|---|---|----------------------------|-------------|-------|----------|---------------|---------------|----------------|-------------------------|----------------|----------|
| OK | | Full Service (Head Office) | 370721 | FARMERS STATE BANK, THE | FARMERS STATE BANK, THE | 101 SOUTH MAIN ST. | NEW MADISON | OH | 43346 | UNITED STATES | Not Required | Not Required | FARMERS STATE BANK, THE | | 370721 |
| OK | | Full Service | 517278 | CORTLAND BRANCH | CORTLAND BRANCH | 910 NORTH HENDRYN STREET | POWELLAND | IN | 47371 | UNITED STATES | Not Required | Not Required | FARMERS STATE BANK, THE | | 370721 |
| OK | | Full Service | 493093 | FARMERS STATE BANK, WINCHESTER, THE | FARMERS STATE BANK, WINCHESTER, THE | 900 EAST WASHINGTON STREET | WINCHESTER | IN | 47394 | UNITED STATES | Not Required | Not Required | FARMERS STATE BANK, THE | | 370721 |
| OK | | Full Service | 288474 | GREENVILLE BRANCH | GREENVILLE BRANCH | 1107 SWITZER ROAD | GREENVILLE | OH | 45331 | UNITED STATES | Not Required | Not Required | FARMERS STATE BANK, THE | | 370721 |
| OK | | Full Service | 295211 | WAGNER AVENUE BRANCH | WAGNER AVENUE BRANCH | 675 WAGNER AVE. | GREENVILLE | OH | 45331 | UNITED STATES | Not Required | Not Required | FARMERS STATE BANK, THE | | 370721 |
| OK | | Full Service | 472358 | FARMERS STATE BANK LEWISBURG BRANCH | FARMERS STATE BANK LEWISBURG BRANCH | 100 NORTH COMMERCE STREET | LEWISBURG | OH | 45338 | UNITED STATES | Not Required | Not Required | FARMERS STATE BANK, THE | | 370721 |
| OK | | Full Service | 139208 | NEW PARK BRANCH | NEW PARK BRANCH | 618 S. WASHINGTON ST. | NEW PARK | OH | 45347 | UNITED STATES | Not Required | Not Required | FARMERS STATE BANK, THE | | 370721 |
| OK | | Full Service | 380045 | FARMERS STATE BANK SPRINGBORO BRANCH, THE | FARMERS STATE BANK SPRINGBORO BRANCH, THE | 65 WEST CENTRAL AVENUE | SPRINGBORO | OH | 45066 | UNITED STATES | Not Required | Not Required | FARMERS STATE BANK, THE | | 370721 |