

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):  
 06/30/2018

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

FFD Financial Corporation

Legal Title of Holding Company

321 N. Wooster Avenue

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

|       |       |          |
|-------|-------|----------|
| Dover | OH    | 44622    |
| City  | State | Zip Code |

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

|             |       |
|-------------|-------|
| Greg Dorris | CFO   |
| Name        | Title |

330-364-7777

Area Code / Phone Number / Extension

330-364-3908

Area Code / FAX Number

gdorris@firstfed.com

E-mail Address

N/A

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

I, Stephen Clinton

Name of the Holding Company Director and Official

Chairman of the Board

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]*

Signature of Holding Company Director and Official

9/19/2018

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. \_\_\_\_\_

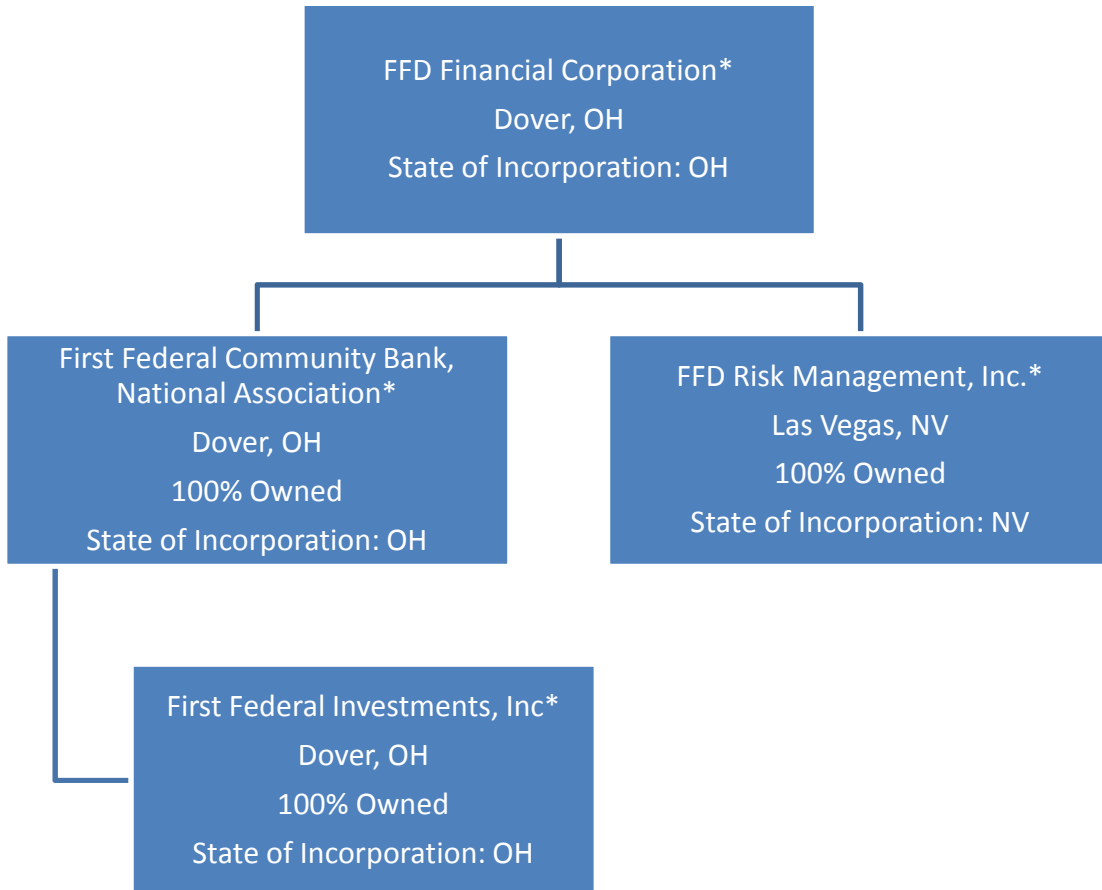
|                                                                                                                                  |               |                          |
|----------------------------------------------------------------------------------------------------------------------------------|---------------|--------------------------|
| Is confidential treatment requested for any portion of this report submission? .....                                             | 0=No<br>1=Yes | 0                        |
| 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 .....                                                |               | <input type="checkbox"/> |
| 2. a letter justifying this request has been provided separately ...                                                             |               | <input type="checkbox"/> |
| NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential." |               |                          |

Form FR Y-6  
FFD Financial Corporation  
Dover, OH 44622  
Fiscal Year Ending June 30, 2018

Report Item

1. The bank holding company prepares an annual report for its securities holder. Electronic file is attached.

2(a). Organizational Chart



\*LEI is N/A unless noted

2(b). Branch Verification: Attached

**Results:** A list of branches for your depository institution: **FIRST FEDERAL COMMUNITY BANK, NATIONAL ASSOCIATION (ID\_RSSD: 540775)**.

This depository institution is held by **FFD FINANCIAL CORPORATION (2506805)** of **DOVER, OH**.

The data are as of **06/30/2018**. Data reflects information that was received and processed through **07/05/2018**.

**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 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) | 540775          | FIRST FEDERAL COMMUNITY BANK, NATIONAL ASSOCIATION | 321 NORTH WOOSTER AVENUE  | DOVER            | OH    | 44622    | TUSCARAWAS | UNITED STATES | Not Required | Not Required   | FIRST FEDERAL COMMUNITY BANK, NATIONAL ASSOCIATION | 540775               |          |
| OK          |                | Full Service               | 4164777         | BERLIN BRANCH                                      | 4737 US 62                | BERLIN           | OH    | 44610    | HOLMES     | UNITED STATES | Not Required | Not Required   | FIRST FEDERAL COMMUNITY BANK, NATIONAL ASSOCIATION | 540775               |          |
| OK          |                | Full Service               | 4144939         | ON THE BOULEVARD BRANCH                            | 902 BOULEVARD ST          | DOVER            | OH    | 44622    | TUSCARAWAS | UNITED STATES | Not Required | Not Required   | FIRST FEDERAL COMMUNITY BANK, NATIONAL ASSOCIATION | 540775               |          |
| OK          |                | Electronic Banking         | 4438704         | ONLINE BANKING BRANCH                              | 321 NORTH WOOSTER AVENUE  | DOVER            | OH    | 44622    | TUSCARAWAS | UNITED STATES | Not Required | Not Required   | FIRST FEDERAL COMMUNITY BANK, NATIONAL ASSOCIATION | 540775               |          |
| OK          |                | Full Service               | 4564863         | MT. HOPE BRANCH                                    | 7789 COUNTY ROAD 77       | MOUNT HOPE       | OH    | 44660    | HOLMES     | UNITED STATES | Not Required | Not Required   | FIRST FEDERAL COMMUNITY BANK, NATIONAL ASSOCIATION | 540775               |          |
| OK          |                | Full Service               | 4144948         | NEW PHILADELPHIA BRANCH                            | 244 WEST HIGH AVE         | NEW PHILADELPHIA | OH    | 44663    | TUSCARAWAS | UNITED STATES | Not Required | Not Required   | FIRST FEDERAL COMMUNITY BANK, NATIONAL ASSOCIATION | 540775               |          |
| OK          |                | Full Service               | 4144957         | SUGARCREEK BRANCH                                  | 1047 WEST MAIN ST SUITE C | SUGARCREEK       | OH    | 44681    | TUSCARAWAS | UNITED STATES | Not Required | Not Required   | FIRST FEDERAL COMMUNITY BANK, NATIONAL ASSOCIATION | 540775               |          |

**Form FR Y-6**  
**FFD Financial Corporation**  
**Dover, OH 44622**  
**Fiscal Year Ending June 30, 2018**

**Report Item 3: Securities holders**  
**(1)(a)(b)(c) and (2)(a)(b)(c)**

| Current security holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 06-30-2018 |                                                      |                                                            |        | Securities holders not listed in 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 06-30-2018 |                                                      |                                                            |
|-----------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|------------------------------------------------------------|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|------------------------------------------------------------|
| (1)(a)<br>Name<br>City, State, Country                                                                                            | (1)(b)<br>Country of citizenship<br>or Incorporation | (1)(c)<br>Number and % of each class of<br>voting Security |        | (2)(a)<br>Name<br>City, State, Country                                                                                                                     | (2)(b)<br>Country of citizenship<br>or Incorporation | (2)(c)<br>Number and % of each class of<br>voting Security |
| FFD Financial Corp.<br>ESOP<br>First Bankers Trust Services, Trustee<br>Quincy, IL, USA                                           | USA                                                  | 124,828                                                    | 12.56% | N/A                                                                                                                                                        |                                                      |                                                            |

**Form FR Y-6**  
**FFD Financial Corporation**  
**Dover, OH 44622**  
**Fiscal Year Ending June 30, 2018**

**Report Item 4: Insiders**

**(1), (2), (3)(a)(b)(c) and (4)(a)(b)(c)**

| <b>(1)<br/>Name,<br/>City, State,<br/>Country</b> | <b>(2)<br/>Principal<br/>Occupation if Other<br/>than with Bank<br/>Holding Company</b> | <b>(3)(a)<br/>Title &amp; Position<br/>with Bank Holding<br/>Company</b> | <b>(3)(b)<br/>Title and Position<br/>with Subsidiaries<br/>(include names<br/>of subsidiaries)</b>                                                                         | <b>(3)(c)<br/>Title and Position<br/>with Other Businesses<br/>(include names<br/>of other<br/>businesses)</b> | <b>(4)(a)<br/>Percentage of<br/>Voting Shares in<br/>Bank Holding<br/>Company</b> | <b>(4)(b)<br/>Percentage of<br/>Voting Shares in<br/>Subsidiaries<br/>(include names<br/>of subsidiaries)</b> | <b>(4)(c)<br/>List of names of other<br/>companies (includes<br/>partnerships) if 25% or more of<br/>voting securities are held (List<br/>names of companies and<br/>percentages of voting securities<br/>held)</b> |
|---------------------------------------------------|-----------------------------------------------------------------------------------------|--------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Trent Troyer<br>New Philadelphia<br>OH, USA       | President and CEO<br>and Director<br>First Federal<br>Community Bank, NA                | President and CEO                                                        | President and CEO<br>and Director<br>First Federal<br>Community Bank, NA<br><br>President of First<br>Federal Investments<br><br>VP and Director<br>FFD Risk Management    | N/A                                                                                                            | 2.95%                                                                             | N/A                                                                                                           | N/A                                                                                                                                                                                                                 |
| Greg Dorris<br>Dover<br>OH, USA                   | Senior VP, CFO, CIO<br>and Treasurer<br>First Federal<br>Community Bank, NA             | Senior VP, CFO, CIO<br>and Treasurer                                     | Senior VP, CFO, CIO<br>and Treasurer<br>First Federal<br>Community Bank, NA<br><br>Treasurer of First<br>Federal Investments<br><br>VP and Director<br>FFD Risk Management | N/A                                                                                                            | 0.15%                                                                             | N/A                                                                                                           | N/A                                                                                                                                                                                                                 |

**Report Item 4: Insiders**

**(1), (2), (3)(a)(b)(c) and (4)(a)(b)(c)**

| <b>(1)<br/>Name,<br/>City, State,<br/>Country</b> | <b>(2)<br/>Principal<br/>Occupation if Other<br/>than with Bank<br/>Holding Company</b> | <b>(3)(a)<br/>Title &amp; Position<br/>with Bank Holding<br/>Company</b> | <b>(3)(b)<br/>Title and Position<br/>with Subsidiaries<br/>(include names<br/>of subsidiaries)</b>                           | <b>(3)(c)<br/>Title and Position<br/>with Other Businesses<br/>(include names<br/>of other<br/>businesses)</b> | <b>(4)(a)<br/>Percentage of<br/>Voting Shares in<br/>Bank Holding<br/>Company</b> | <b>(4)(b)<br/>Percentage of<br/>Voting Shares in<br/>Subsidiaries<br/>(include names<br/>of subsidiaries)</b> | <b>(4)(c)<br/>List of names of other<br/>companies (includes<br/>partnerships) if 25% or more of<br/>voting securities are held (List<br/>names of companies and<br/>percentages of voting securities<br/>held)</b> |
|---------------------------------------------------|-----------------------------------------------------------------------------------------|--------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Scott Finnell<br>Dover, OH USA                    | Executive VP<br>First Federal<br>Community Bank, NA                                     | Executive VP                                                             | Executive VP<br>First Federal<br>Community Bank, NA<br><br>Vice President of First<br>Federal Investments                    | Member<br>Kin Fin Ventures, LTD                                                                                | 1.67%                                                                             | N/A                                                                                                           | Kin Fin Ventures, LTD<br>50%                                                                                                                                                                                        |
| Sally O'Donnell<br>New Philadelphia<br>OH, USA    | Senior VP and<br>Corporate Secretary<br>First Federal<br>Community Bank, NA             | Senior VP and<br>Corporate Secretary                                     | Senior VP and<br>Corporate Secretary<br>First Federal<br>Community Bank, NA<br><br>Secretary of First<br>Federal Investments | N/A                                                                                                            | 0.51%                                                                             | N/A                                                                                                           | N/A                                                                                                                                                                                                                 |
| Michele Larkin<br>Dover, OH USA                   | Senior VP<br>First Federal<br>Community Bank, NA                                        | N/A                                                                      | Senior VP<br>First Federal<br>Community Bank, NA                                                                             | N/A                                                                                                            | 1.70%                                                                             | N/A                                                                                                           | N/A                                                                                                                                                                                                                 |
| Richard Brinkman<br>Strasburg, OH USA             | Regional President<br>AAA East Central                                                  | Director                                                                 | Director<br>First Federal<br>Community Bank, NA                                                                              | N/A                                                                                                            | 0.25%                                                                             | N/A                                                                                                           | N/A                                                                                                                                                                                                                 |

**Report Item 4: Insiders**

**(1), (2), (3)(a)(b)(c) and (4)(a)(b)(c)**

| <b>(1)<br/>Name,<br/>City, State,<br/>Country</b> | <b>(2)<br/>Principal<br/>Occupation if Other<br/>than with Bank<br/>Holding Company</b> | <b>(3)(a)<br/>Title &amp; Position<br/>with Bank Holding<br/>Company</b> | <b>(3)(b)<br/>Title and Position<br/>with Subsidiaries<br/>(include names<br/>of subsidiaries)</b> | <b>(3)(c)<br/>Title and Position<br/>with Other Businesses<br/>(include names<br/>of other<br/>businesses)</b> | <b>(4)(a)<br/>Percentage of<br/>Voting Shares in<br/>Bank Holding<br/>Company</b> | <b>(4)(b)<br/>Percentage of<br/>Voting Shares in<br/>Subsidiaries<br/>(include names<br/>of subsidiaries)</b> | <b>(4)(c)<br/>List of names of other<br/>companies (includes<br/>partnerships) if 25% or more of<br/>voting securities are held (List<br/>names of companies and<br/>percentages of voting securities<br/>held)</b> |
|---------------------------------------------------|-----------------------------------------------------------------------------------------|--------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Stephen Clinton<br>Dover, OH USA                  | President<br>Capital Market<br>Securities, Inc.                                         | Chariman of the<br>Board, Director                                       | Chariman of the<br>Board, Director<br>First Federal<br>Community Bank, NA                          | N/A                                                                                                            | 1.86%                                                                             | N/A                                                                                                           | Capital Market<br>Securities, Inc.<br>49%                                                                                                                                                                           |
| Leonard Gundy<br>New Philadelphia<br>OH, USA      | President<br>Frontier Tool &<br>Equipment Rental                                        | Director                                                                 | Director<br>First Federal<br>Community Bank, NA                                                    | President<br>RL Gun, Inc.<br><br>Member<br>Benchmark Realty LLC                                                | 1.03%                                                                             | N/A                                                                                                           | RL Gun, Inc.<br>78%<br><br>Benchmark Realty LLC<br>100%<br><br>Frontier Tool &<br>Equipment Rental<br>100%                                                                                                          |

**Report Item 4: Insiders**

**(1), (2), (3)(a)(b)(c) and (4)(a)(b)(c)**

| <b>(1)<br/>Name,<br/>City, State,<br/>Country</b> | <b>(2)<br/>Principal<br/>Occupation if Other<br/>than with Bank<br/>Holding Company</b> | <b>(3)(a)<br/>Title &amp; Position<br/>with Bank Holding<br/>Company</b> | <b>(3)(b)<br/>Title and Position<br/>with Subsidiaries<br/>(include names<br/>of subsidiaries)</b> | <b>(3)(c)<br/>Title and Position<br/>with Other Businesses<br/>(include names<br/>of other<br/>businesses)</b>                                                                                                                                                                                        | <b>(4)(a)<br/>Percentage of<br/>Voting Shares in<br/>Bank Holding<br/>Company</b> | <b>(4)(b)<br/>Percentage of<br/>Voting Shares in<br/>Subsidiaries<br/>(include names<br/>of subsidiaries)</b> | <b>(4)(c)<br/>List of names of other<br/>companies (includes<br/>partnerships) if 25% or more of<br/>voting securities are held (List<br/>names of companies and<br/>percentages of voting securities<br/>held)</b>                                                                                                         |
|---------------------------------------------------|-----------------------------------------------------------------------------------------|--------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| David Kaufman<br>Sugarcreek, OH USA               | President<br>Dave Kaufman<br>Realty, Inc.                                               | Director                                                                 | Director<br>First Federal<br>Community Bank, NA                                                    | Member<br>West Main Investments<br><br>President<br>Damar Building, Inc.<br><br>President<br>Township Investments, Inc.<br><br>Member<br>1054 Investments, LLC<br><br>Member<br>Terra Firma<br>Holdings, LLC<br><br>Member<br>Kaufman Realty<br>Auctions, LLC<br><br>Member<br>Immobilien Gruppe, LLC | 0.40%                                                                             | N/A                                                                                                           | West Main Investments<br>33.34%<br><br>Damar Building, Inc.<br>37.50%<br><br>Township Investments, Inc.<br>25%<br><br>1054 Investments, LLC<br>33.33%<br><br>Terra Firma<br>Holdings, LLC<br>50%<br><br>Kaufman Realty<br>Auctions, LLC<br>50%<br><br>Immobilien Gruppe, LLC<br>25%<br><br>Dave Kaufman Realty, Inc<br>100% |



**Report Item 4: Insiders**

**(1), (2), (3)(a)(b)(c) and (4)(a)(b)(c)**

| <b>(1)<br/>Name,<br/>City, State,<br/>Country</b>                                          | <b>(2)<br/>Principal<br/>Occupation if Other<br/>than with Bank<br/>Holding Company</b> | <b>(3)(a)<br/>Title &amp; Position<br/>with Bank Holding<br/>Company</b> | <b>(3)(b)<br/>Title and Position<br/>with Subsidiaries<br/>(include names<br/>of subsidiaries)</b> | <b>(3)(c)<br/>Title and Position<br/>with Other Businesses<br/>(include names<br/>of other<br/>businesses)</b> | <b>(4)(a)<br/>Percentage of<br/>Voting Shares in<br/>Bank Holding<br/>Company</b> | <b>(4)(b)<br/>Percentage of<br/>Voting Shares in<br/>Subsidiaries<br/>(include names<br/>of subsidiaries)</b> | <b>(4)(c)<br/>List of names of other<br/>companies (includes<br/>partnerships) if 25% or more of<br/>voting securities are held (List<br/>names of companies and<br/>percentages of voting securities<br/>held)</b> |
|--------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|--------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Matthew Beachy<br>Sugar creek, OH USA                                                      | President<br>Troyer<br>Furniture, Inc.                                                  | Director                                                                 | Director<br>First Federal<br>Community Bank, NA                                                    | N/A                                                                                                            | 0.32%                                                                             | N/A                                                                                                           | Troyer Furniture<br>50%<br><br>1054 Investments, LLC<br>33.33%<br><br>TEB Coatings LLC<br>50%                                                                                                                       |
| Doug Bambeck<br>Dover, OH USA                                                              | President and CCO<br>Investment<br>Partners, Ltd                                        | Director                                                                 | Director<br>First Federal<br>Community Bank, NA                                                    | N/A                                                                                                            | 0.70%                                                                             | N/A                                                                                                           | N/A                                                                                                                                                                                                                 |
| FFD Financial Corp.<br>ESOP<br>First Bankers Trust<br>Services, Trustee<br>Quincy, IL, USA | N/A                                                                                     | N/A                                                                      | N/A                                                                                                | N/A                                                                                                            | 12.56%                                                                            | N/A                                                                                                           | N/A                                                                                                                                                                                                                 |