

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

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 2019 MAR 25 P 2:30

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, 2018
 Month / Day / Year

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

Reporter's Name, Street, and Mailing Address

Peoples National BancShares, Inc.
 Legal Title of Holding Company

110 N Main Street P O Box 111
 (Mailing Address of the Holding Company) Street / P.O. Box

New Lexington OH 43764
 City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Connie S. Mottern Treasurer
 Name Title

740-342-5111 EXT #31
 Area Code / Phone Number / Extension

740-342-9571
 Area Code / FAX Number

cmottern@peoplesnational.com
 E-mail Address

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

I, Tony L Davis
 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.

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.

Tony L Davis
 Signature of Holding Company Director and Official

March 21, 2019
 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 2438399
 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."

**Peoples National BancShares, Inc.
New Lexington, Ohio**

2018 ANNUAL REPORT OF BANK HOLDING COMPANIES (FR Y-6)

1a: Form 10-K filed with the Securities and Exchange Commission.

None

1b: Annual reports to shareholders.

One annual report enclosed.

2: Organization Chart

Peoples National BancShares, Inc.
Financial Services Holding Company
110 North Main Street
New Lexington, Ohio 43764
Incorporated in Ohio
Legal Entity Identifier: N/A

The Peoples National Bank
110 North Main Street
New Lexington, Ohio 43764
100% Owned and Controlled by Peoples National BancShares, Inc.
Incorporated in Ohio
Legal Entity Identifier: 2549008L3Z5ZSC32UL43

**Report Item 2b: Domestic Branch listing provided to Federal Reserve Bank
Submitted Early via Email on (03-15-2019)**

3: SHAREHOLDERS

3(1) Shareholders of Record as of fiscal year-end with 5% or more of voting securities of the bank holding company: 12/31/2018

<u>Name & Address</u>	<u>Country of Citizenship</u>	<u>No.of Shares</u>	<u>Percentage</u>
Edna Mae Lindamood New Lexington, OH USA	USA	26,529 Common Stock	12.31
Lawrence E Nash New Lexington, OH, USA	USA	20,891 Common Stock	9.69
Sandra S. Rugg New Lexington, OH, USA	USA	11,784 Common Stock	5.46

3(2) Shareholders of record during the fiscal year, not in 3(1), with 5% or more of voting securities of the bank holding company; 12/31/2018

None

INSIDERS

4(1) Name, City, State, Country? & 4(2) Principal Occupation, if other than with the bank holding company organization.

<u>Name & City, State, Country</u>	<u>Principal Occupation</u>
Tony L Davis New Lexington, OH USA	N/A
G. Courtney Haning New Lexington, OH USA	Retired/Bank President & CEO
Larry L. Householder Glenford, OH USA	Businessman/Consultant/Investor Ohio State Legislature

Richard L. Humphrey Shawnee, OH USA	JE Humphrey Funeral Home Funeral Director
Edna Mae Lindamood New Lexington, OH USA	N/A
Christopher P. Mooney Hebron, Oh USA	President Star Engineering
Lawrence E. Nash New Lexington, OH USA	Dentist/Part Owner Perry County Dental Group
Richard J. Newlon New Lexington, OH USA	Retired Businessman
Sandra S. Rugg New Lexington, OH USA	N/A
Edward D Ward New Lexington, OH USA	Pharmaceutical Sales Lundbeck Pharmaceutical Services
Patricia L. Weese New Lexington, OH USA	Collection Investigator Internal Revenue Service - Retired
Brenda J. Wright Junction City, OH USA	N/A
Connie S. Mottern New Lexington, OH USA	N/A

4(3)a,b,c: Title or Position with the bank holding co., direct or indirect subsidiaries, Any other business company, if person is a director, trustee, partner, or officer.

Title or Position

Tony L Davis - President/CEO & Director - Peoples National Bancshares, Inc., Director, President & CEO-Peoples National Bank. Mr Davis has no other business affiliations.

G. Courtney Haning - Director, Chairman of the Board - Peoples National Bancshares, Inc., & Director-Peoples National Bank, Director- Rocky Brands, Inc.

Larry L. Householder - Director - Peoples National Bancshares, Inc. & Peoples National Bank. Mr. Householder is the owner of Householder LTD. Mr. Householder is affiliated with the following businesses; Sand Mountain Minerals LLC, Mountaineer Coal Company, PWC-Perry Warehouse Company, Pioneer Lodging LLC. Elected to the Ohio House of Representatives.

Richard L. Humphrey - Director - Peoples National Bancshares, Inc. Mr. Humphrey is Co-Owner of JE Humphrey Funeral Home.

Christopher P Mooney - Director-Peoples National Bancshares, Inc. & Peoples National Bank. Mr. Mooney is President of Star Engineering, Inc. and is affiliated with the following businesses; CJTM LLC Inc., Canal Investments LLC, CMLH Holding LLC -DBA Gosnell Services LLC

Lawrence E. Nash - Director - Peoples National Bancshares, Inc. & Peoples National Bank. Mr. Nash is Part Owner of Perry County Dental Group where he conducts his Dental Practice & Perry County Flight Services, Inc.

Richard J. Newlon - Director- Peoples National Bancshares, Inc. & Peoples National Bank. Mr. Newlon is a Retired Business Person and a Methodist Minister.

Edward D. Ward - Director- Peoples National Bancshares, Inc. & Peoples National Bank. Mr. Ward is a Pharmaceutical Salesperson with Lundbeck Pharmaceutical Services. Mr. Ward is Part Owner with MEK Real Estate LLC. Mr. Ward is affiliated with Thirty Plus Holdings LLC.

Patricia L. Weese - Director- Peoples National Bancshares, Inc. Mrs. Weese is Retired from Internal Revenue Service as a Collection Investigator.

Brenda J. Wright - Secretary - Peoples National Bancshares, Inc., Executive Vice-President & Secretary of the Board, Peoples National Bank. Ms. Wright has no other business affiliations.

Connie S. Mottern - Assistant Secretary/Treasurer - Peoples National Bancshares, Inc., Vice-President Peoples National Bank. Mrs. Mottern has no other business affiliations.

4(4): Number and Percentage of each class of voting securities held in; a). the bank holding Co. b). Direct and indirect subsidiaries c). Any other business if 25% or more of voting securities held;

**a). Peoples National BancShares, Inc &
b). The Peoples National Bank - there is no percentage of voting shares to report for subsidiarie.**

Name	No. of Shares	Percentage
Tony L. Davis	2,050 Common Stock	.95
G. Courtney Haning	2,000 Common Stock	.93
Larry L. Householder	8,250 Common Stock	3.83
Richard L Humphrey	4,958 Common Stock	2.30
Edna Mae Lindamood	26,529 Common Stock	12.31
Christopher P. Mooney	2,000 Common Stock	.93
Lawrence E. Nash	20,891 Common Stock	9.70
Richard J. Newlon	3,919 Common Stock	1.82
Sandra S. Rugg	11,784 Common Stock	5.46
Edward D. Ward	2,000	0.93

Common Stock

Patricia L. Weese	4,860 Common Stock	2.25
Brenda J. Wright	2,130 Common Stock	.99
Connie S. Mottern	210 Common Stock	.10

(c) Other Business, if 25% or more of voting securities held;

Name	Business Name	Percentage
Lawrence E. Nash	Perry County Dental Group Inc.	51%
	Perry County Flight Service, Inc.	100%
Larry L. Householder	Sand Mountain Minerals LLC	33%
	Mountaineer Coal Company	75%
	PCW-Perry Warehouse Company	50%
	Pioneer Lodging LLC	25%
Christopher P. Mooney	Star Engineering LLC	32%
	CJTM LLC Inc.	33%
	Canal Investments	50%
	CMLH Holding Inc.-	
	DBA Gosnell Services Inc.	50%
Tony L Davis	No Other Business Interests	
G Courtney Haning	No Other Business Interests	
Richard L Humphrey	JE Humphrey Funeral Home	50%
Richard J Newlon	No Other Business Interests	
Edna Mae Lindamood	No Other Business Interests	
Sandra S. Rugg	No Other Business Interests	
Edward D. Ward	MEK Real Estate LLC	50%

Patricia L Weese

No Other Business Interests

Brenda J Wright

No Other Business Interests

Connie S Mottern

No Other Business Interests

Results: A list of branches for your depository institution: **PEOPLES NATIONAL BANK, THE (ID_RSSD: 431323)**.
 This depository institution is held by **PEOPLES NATIONAL BANCSHARES, INC. (2438399)** of **NEW LEXINGTON, OH**.
 The data are as of **12/31/2018**. Data reflects information that was received and processed through **01/06/2019**.

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)	431323	PEOPLES NATIONAL BANK, THE	110 N MAIN ST	NEW LEXINGTON	OH	43764	PERRY	UNITED STATES	Not Required	Not Required	PEOPLES NATIONAL BANK, THE	431323	
OK		Full Service	2856555	JUNCTION CITY BRANCH	106 EAST MAIN STREET	JUNCTION CITY	OH	43748	PERRY	UNITED STATES	Not Required	Not Required	PEOPLES NATIONAL BANK, THE	431323	
OK		Full Service	2025463	PLAZA BRANCH	375 LINCOLN PARK DR.	NEW LEXINGTON	OH	43764	PERRY	UNITED STATES	Not Required	Not Required	PEOPLES NATIONAL BANK, THE	431323	
OK		Full Service	3667860	ROSEVILLE BRANCH	55 NORTH MAIN STREET	ROSEVILLE	OH	43777	MUSKINGUM	UNITED STATES	Not Required	Not Required	PEOPLES NATIONAL BANK, THE	431323	
OK		Full Service	3150483	THORNPORT BRANCH	14806 ZION ROAD	THORNVILLE	OH	43076	PERRY	UNITED STATES	Not Required	Not Required	PEOPLES NATIONAL BANK, THE	431323	