

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, 2019**

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

First Niles Financial, Inc.

Legal Title of Holding Company

55 N. Main Street-P.O. Box 311

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

Niles Ohio 44446  
 City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Mary Ann Coates Chief Financial Officer  
 Name Title

330-652-2539

Area Code / Phone Number / Extension

330-652-0911

Area Code / FAX Number

mcoates@homefedniles.com

E-mail Address

None

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

I. Daniel E. Csontos

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.

*Daniel E. Csontos*

Signature of Holding Company Director and Official

3/21/2019

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 \_\_\_\_\_  
 C.I. \_\_\_\_\_

Is confidential treatment requested for any portion of this report submission? ..... 0=No 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 .....
- 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."

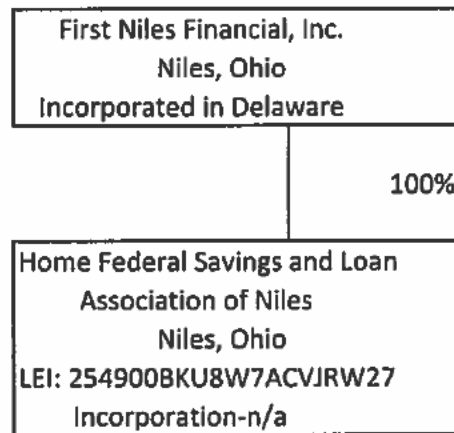
Form FR Y-6

First Niles Financial, Inc.  
Niles, Ohio  
Fiscal Year Ending December 31, 2019

Report Item

1: The savings and loan holding company prepares an annual report for its securities holders and is not registered with the SEC. As specified by the appropriate Federal Reserve Bank, 1 copy is attached.

2a: Organizational Chart



LEI is n/a unless noted.

2b: Domestic branch listing provided to the Cleveland Federal Reserve Bank.  
Sent by email on 03-20-20.

First Niles Financial, Inc.  
Niles, Ohio  
Fiscal Year Ending December 31, 2019

## Report Item 3(1): Securities holders

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2019.

All securities are common shares.

Name City, State, Country	Citizenship or Incorporation	Number & % of Voting Securities
Shirley Stephens Niles, OH	USA	67,975
Children and Grandchildren: Leslie Millhon & Judson Millhon Jr. Columbus, OH	USA	196.4523
Judson Millhon Jr. & Judson Millhon III UGMA Columbus, OH	USA	227.6317
Jill A. Miller & Ryan Miller UTMA Howland, OH	USA	<u>0.261593</u>
	Total	68,399.346 - 6.1%
Lawrence Safarek Youngstown, OH	USA	83,582 - 7.5%
Robert I. Shaker * Solon, OH	USA	51,631 - 4.6%
Christopher J. Shaker * Niles, OH	USA	54,873 - 4.9%
Lance Osborne Mentor, OH	USA	71,723 - 6.4%

## Report Item 3(2): Securities holders

Securities holders with ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2019 and not listed in 3(1). All securities are common shares.

None.

\* R. Shaker and C. Shaker are siblings.

**Form FR Y-6**

Legal Title of Holding Company: First NBet Financial, Inc.  
 Fiscal Year End: December 31, 2013

**Report Item 4: Insiders**  
 1, 2, 3(a)(i)(x), and 4(a)(i)(k)

\*\*\*Instructions: Please complete all items in red, in addition to including all applicable insiders for items 1, 2, 3, and 4 for each holding company in your organization. If a certain item is not applicable to an insider, please include "None" or "N/A".  
 (Please see Appendix A of the report instructions for an example of how to report items 1, 2, 3, and 4.) 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: (If you would like to include a note, please add it here.)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name, City, State, Country	Principal Occupation if other than with Holding Company	Title & Position with Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Companies (include names of other companies)	Percentage of Voting Shares in Holding Company	Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	List Names of Other Companies (includes partnerships) If 25% or more of Voting Securities are held (list names of companies and percentage of voting securities held)
Robert L. Shaker Solon, OH - USA	Attorney - Shaker & Shaker, LLP	Director	Director - Home Federal Savings and Loan Association of Niles	Partner - Shaker & Shaker, LLP	4.6%	N/A	Shaker & Shaker, LLP - 50% owner
Donald E. Coontz Howland, OH - USA	Banker	Director, President & CEO	Director, President & CEO Home Federal Savings and Loan Association of Niles	Director - Pioneer Savings Bank	3.5%	N/A	N/A
P. James Kramer Girard, OH - USA	President - Wm. Kramer & Sons, Inc. - HWAC	Director, Chairman of the Board	Director, Chairman of the Board Home Federal Savings and Loan Association of Niles	President - Wm. Kramer & Sons, Inc.	0.7%	N/A	Wm. Kramer & Sons, Inc. - HWAC - 100% owner
William S. Eddy Niles, OH - USA	Doctor	Director	Director - Home Federal Savings and Loan Association of Niles	President - Clinic of Osteopathic Medicine, Inc.	1.3%	N/A	Clinic of Osteopathic Medicine, Inc. - 100% owner
Baronwood J. Calogian Poland, OH - USA	Loan Officer	Vice President	Vice President Home Federal Savings and Loan Association of Niles	N/A	0.3%	N/A	N/A
Mary Ann Coates Niles, OH - USA	CPA	Chief Financial Officer	Chief Financial Officer Home Federal Savings and Loan Association of Niles	N/A	0%	N/A	N/A
James Osborne Mentor, OH - USA	Real Estate Investor	Director	Director - Home Federal Savings and Loan Association of Niles	President - Osborne Capital Group, LLC Owner - 3503 Clinton, LLC Manager - 7669 Cofe Road, LLC Manager - 13220 CDR, LLC Manager - 35403 Euclid Avenue, LLC Manager - Ace Willoughby, LLC Manager - Ace Storage Management, LLC	6.4%	N/A	Osborne Capital Group, LLC - 100% 3503 Clinton, LLC - 33% 7669 Cofe Road, LLC - 33% 13220 CDR, LLC - 100% 35403 Euclid Avenue, LLC - 75% Ace Willoughby, LLC - 75% Ace Storage Management, LLC - 100%
				Managing member - Alpha Acquisition, LLC Managing member - Alpha Drive Development, LLC			Alpha Acquisition, LLC - 30% Alpha Drive Development, LLC - 30%
				President - Alpha Plaza Management, Inc. Managing member - Alpha Plaza Investments, LTD			Alpha Plaza Management, Inc. - 30% Alpha Plaza Investments, LTD - 30%
				Managing member - Babson Property Services, LLC Owner - Cars and Coffee, LLC Manager - Duck Island Ventures, LLC Manager - Fitness Finance Company, LLC President - LFO Holdings, Inc.			Babson Property Services, LLC - 35% Cars and Coffee, LLC - 33% Duck Island Ventures, LLC - 100% Fitness Finance Company, LLC - 29% LFO Holdings, Inc. - 100%
				Managing member - MZFLB Hodetz, LLC Manager - MZFLB Willoughby, LLC			MZFLB Hodetz, LLC - 27% MZFLB Willoughby, LLC - 27%
				Owner - DC Woodbine Development, LLC			DC Woodbine Development, LLC - 33%

