FR Y-6 OMB Number 7100-0297 Approval expires November 30, 2019 Page 1 of 2

## **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.

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.

### I, Thomas J. Fraser

Name of the Holding Company Director and Official

Director, President & CEO

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 of Holding Company Director and Official	
Date of Signature	
For holding companies <u>not</u> 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.	

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.

Date of Report (top-tier holding company's fiscal year-end):

## December 31, 2018

Month / Day / Year

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

Reporter's Name, Street, and Mailing Address

### First Mutual Holding Co.

14806 Detroit Ave	5 5 5 F		
(Mailing Address of the H	lolding Company) Street /	P.O. Box	
Lakewood	OH	44107	
City	State	Zip Code	

Physical Location (if different from mailing address)

 Person to whom questions about this report should be directed:

 Margaret G. Wichman
 SVP, CFO & Treasurer

 Name
 Title

 216-529-2604
 Title

 Area Code / Phone Number / Extension
 216-221-0344

 Area Code / FAX Number
 pwichman@ffl.net

 E-mail Address
 www.firstmutualholding.com

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

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),	rt	
<ol> <li>a letter justifying this request is being provided alo with the report</li> </ol>		🗆
2. a letter justifying this request has been provided s	eparately .	🗆
NOTE: Information for which confidential treatment is be must be provided separately and labeled as "confidential "	ing request	ted

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503. 03/2018

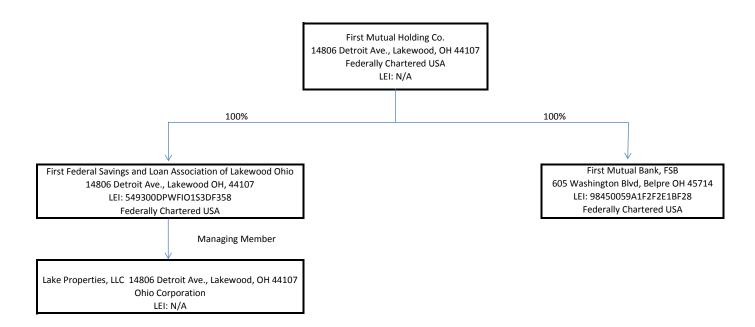
# For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

Legal Title of Subsidia	ary Holding Company		Legal Title of Sub	sidiary Holding Company	<b>.</b>
(Mailing Address of th	ne Subsidiary Holding Company	) Street / P.O. Box	(Mailing Address of	of the Subsidiary Holding Company)	Street / P.O. Box
City	State	Zip Code	Сйу	State	Zip Code
Physical Location (if d	different from mailing address)		Physical Location	(if different from mailing address)	
Legal Title of Subsidia	ary Holding Company		Legal Title of Subs	sidiary Holding Company	
(Mailing Address of th	e Subsidiary Holding Company	) Street / P.O. Box	(Mailing Address of	of the Subsidiary Holding Company)	Street / P.O. Box
City	State	Zip Code	City	State	Zip Code
Physical Location (if d	lifferent from mailing address)		Physical Location	(if different from mailing address)	
Legal Title of Subsidia	ary Holding Company		Legal Title of Subs	idiary Holding Company	
(Mailing Address of the	e Subsidiary Holding Company	) Street / P.O. Box	(Mailing Address c	f the Subsidiary Holding Company)	Street / P.O. Box
City	State	Zip Code	City	State	Zip Code
Physical Location (if d	tifferent from mailing address)		Physical Location	(if different from mailing address)	
Legal Title of Subsidia	ary Holding Company		Legal Title of Subs	idiary Holding Company	
(Mailing Address of th	e Subsidiary Holding Company	) Street / P.O. Box	(Mailing Address of	f the Subsidiary Holding Company)	Street / P.O. Box
City	State	Zip Code	City	State	Zip Code
Physical Location (if d	lifferent from mailing address)		Physical Location	(if different from mailing address)	

## Form FR Y-6 Legal Title of Holding Company: First Mutual Holding Co, Fiscal Year End: December 31, 2018

## Report Item 2a: Organizational Chart



## Results: A list of branches for your holding company: FIRST MUTUAL HOLDING CO. (4843090) of LAKEWOOD, OH. The data are as of 12/31/2018.

### Reconciliation and Verification Steps

In the Data Action column of each branch row, enter one or more of the actions specified below.
 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
				FIRST FEDERAL SAVINGS AND LOAN			1						FIRST FEDERAL SAVINGS AND LOAN	_	
ОК		Full Service (Head Office)	318974	ASSOCIATION OF LAKEWOOD	14806 DETROIT AVE	LAKEWOOD	ОН	44107	CUYAHOGA	UNITED STATES	42322	(	ASSOCIATION OF LAKEWOOD	318974	
													FIRST FEDERAL SAVINGS AND LOAN		
ОК		Full Service	3837878	AVON BRANCH	36839 DETROIT ROAD	AVON	ОН	44011	LORAIN	UNITED STATES	518088	115	ASSOCIATION OF LAKEWOOD	318974	
													FIRST FEDERAL SAVINGS AND LOAN		
ОК		Full Service	3839630	AVON LAKE BRANCH	32812 WALKER ROAD	AVON LAKE	ОН	44012	LORAIN	UNITED STATES	275212	105	ASSOCIATION OF LAKEWOOD	318974	
													FIRST FEDERAL SAVINGS AND LOAN		
ОК		Full Service	4141684	BRUNSWICK BRANCH	3383 CENTER ROAD	BRUNSWICK	ОН	44212	MEDINA	UNITED STATES	266933	113	ASSOCIATION OF LAKEWOOD	318974	
													FIRST FEDERAL SAVINGS AND LOAN		
ОК		Full Service	4165756	CHAGRIN FALLS BRANCH	2 EAST WASHINGTON STREET	CHAGRIN FALLS	ОН	44022	CUYAHOGA	UNITED STATES	518089	116	ASSOCIATION OF LAKEWOOD	318974	
													FIRST FEDERAL SAVINGS AND LOAN		
ОК		Full Service	4905194	GORDON SQUARE BRANCH	6610 DETROIT AVENUE	CLEVELAND	ОН	44102	CUYAHOGA	UNITED STATES	Not Required	117	ASSOCIATION OF LAKEWOOD	318974	
													FIRST FEDERAL SAVINGS AND LOAN		
ОК		Full Service	3839649	FAIRVIEW PARK BRANCH	22380 LORAIN ROAD	FAIRVIEW PARK	ОН	44126	CUYAHOGA	UNITED STATES	267093	103	ASSOCIATION OF LAKEWOOD	318974	
													FIRST FEDERAL SAVINGS AND LOAN		
ОК		Full Service	4141835	GARFIELD BRANCH	12648 ROCKSIDE ROAD	GARFIELD HEIGHTS	ОН	44125	CUYAHOGA	UNITED STATES	266931	111	ASSOCIATION OF LAKEWOOD	318974	
													FIRST FEDERAL SAVINGS AND LOAN		
ОК		Full Service	3839667	NORTH OLMSTED BRANCH	26624 LORAIN ROAD	NORTH OLMSTED	он	44070	CUYAHOGA	UNITED STATES	275211	102	ASSOCIATION OF LAKEWOOD	318974	
U.K.		T di ber rice	5655667		ECCE I ECHANTING IS	Nonin OLINSTED	0	11070		0111120 0111120	275211	10.	A BOOCH MICH OF BALLYCOD	51057	
															Street address change as pe
													FIRST FEDERAL SAVINGS AND LOAN		FR Y-10, Report 229379
Change	11/9/2017	Full Service	3837908	NORTH RIDGEVILLE BRANCH	33701 CENTER RIDGE ROAD	NORTH RIDGEVILLE	он	44039	LORAIN	UNITED STATES	275207	1	ASSOCIATION OF LAKEWOOD	31897/	submitted on 12/19/17.
enunge	11/5/2017		5657,566		55701 0211121111202 110/15		0	44035	2010 111	011120 011120	275207		FIRST FEDERAL SAVINGS AND LOAN	51057	505111112/15/171
OK		Full Service	4141853	NORTH ROYALTON BRANCH	6160 ROYALTON ROAD	NORTH ROYALTON	он	44133	CUYAHOGA	UNITED STATES	266932	113	ASSOCIATION OF LAKEWOOD	318974	
ÖK		T dil Sel Vice	4141055	NORTH ROTALION BRANCH	0100 NOTALION NOAD	NORTHROTALION	011	44155	COTATIONA	UNITED STATES	200552	111	FIRST FEDERAL SAVINGS AND LOAN	5105/1	
ок		Full Service	3392201	OLMSTED TOWNSHIP BRANCH	26908 COOK ROAD	OLMSTED FALLS	он	44138	CUYAHOGA	UNITED STATES	445216	10	ASSOCIATION OF LAKEWOOD	318974	
ÖK		T dil Sel Vice	5552201	SEMISTED TOWNSHIT BRANCH	20500 00000 0000	OLIVISTED TALLS	011	44150	COTATIONA	UNITED STATES	445210	10,	FIRST FEDERAL SAVINGS AND LOAN	5105/1	
OK		Full Service	4141817	CONCORD BRANCH	7595 CRILE ROAD	PAINESVILLE	он	44077	LAKE	UNITED STATES	464045	11/	ASSOCIATION OF LAKEWOOD	318974	
ÖK		T dil Sel Vice	4141017	CONCORD BRANCH	7555 CHILE NOAD	TAINESVILLE	011	44077	LAINE	UNITED STATES	-0-0-5	11-	FIRST FEDERAL SAVINGS AND LOAN	5105/1	
OK		Full Service	75277	SNOW ROAD BRANCH	1640 SNOW ROAD	PARMA	он	44134	CUYAHOGA	UNITED STATES	41187	110	ASSOCIATION OF LAKEWOOD	318974	
ÖK		Tull Service	15211	SHOW ROAD BRANCH	1040 511010 11040	LANNA	011	44134	COTATIONA	UNITED STATES	41107	110	FIRST FEDERAL SAVINGS AND LOAN	51057-	
ок		Full Service	4144096	ROCKY RIVER BRANCH	20425 CENTER RIDGE RD	ROCKY RIVER	он	44116	CUYAHOGA	UNITED STATES	267074	104	ASSOCIATION OF LAKEWOOD	318974	
U.K.		i di sci ile	1111050		EO ILO CENTENNID CE ND		0	11110		0111120 0111120	20/0/1	10	FIRST FEDERAL SAVINGS AND LOAN	51057	
ок		Full Service	3392199	STRONGSVILLE BRANCH	14047 PEARL RD	STRONGSVILLE	он	44136	CUYAHOGA	UNITED STATES	445214	106	ASSOCIATION OF LAKEWOOD	318974	
U.K.			5552155	STRONGSTREE BISTRON	1000100	STRONGSTILLE	0	11150		0111120 0111120	115211	100	FIRST FEDERAL SAVINGS AND LOAN	51057	
ок		Full Service	3392210	WESTLAKE/CROCKER BRANCH	2035 CROCKER ROAD	WESTLAKE	он	44145	CUYAHOGA	UNITED STATES	445217	105	ASSOCIATION OF LAKEWOOD	318974	
			5552210					1.12.13	2011004	5		100	FIRST FEDERAL SAVINGS AND LOAN	51057-	
ок		Full Service	3839685	WESTLAKE/DETROIT BRANCH	24441 DETROIT ROAD	WESTLAKE	он	44145	CUYAHOGA	UNITED STATES	275208		ASSOCIATION OF LAKEWOOD	318974	
			5655005				1		201111004		2,5200	<u> </u>		51057-	
ок		Full Service (Head Office)	493077	First Mutual Bank, FSB	605 Washington Blvd	Belpre	он	45714	Washington	UNITED STATES	43578	ſ	First Mutual Bank, FSB	493077	
-						1.000	1	1				Ì		135077	
ок		Full Service	3144709	631 Washington Boulevard Branch	631 Washington Blvd	Belpre	он	45714	Washington	UNITED STATES	364896	104	First Mutual Bank, FSB	493077	
-						1.000	1				221000	10		135077	
ок		Limited Service	4181783	Jefferson Street Branch	155 Jefferson Street	New Martinsville	wv	26155	Wetzel	UNITED STATES	Not Required	102	First Mutual Bank, FSB	493077	
-							1					10.		135077	
ок		Full Service	87177	North State	610 North State Route 2	New Martinsville	wv	26155	Wetzel	UNITED STATES	Not Required	105	First Mutual Bank, FSB	493077	
			5/1//				1	20133			nornequireu	10.		455077	
		Full Service	1	Parkersburg Branch	3850 Emerson Avenue	Parkersburg	wv	26104	Wood	UNITED STATES	Not Required	I	First Mutual Bank, FSB	493077	1

## Form FR Y-6 Legal Title of Holding Company: First Mutual Holding Co, Fiscal Year End: December 31, 2018

## 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: (If you would like to include a note, please add it here.)

			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					
Current securities holders with ownership, control	, or holdings of 5% or more with power to vo	te as of fiscal year ending 12/31/2018	year ending 12-31-2018					
		1(c)			2(c)			
1(a)	1(b)	Number and Percentage of Each Class of Voting Securities	2(a)	2(b)	Number and Percentage of Each Class of Voting			
Name, City, State, Country	Country of Citizenship or Incorporation	(Please include type of security.)	Name, City, State, Country	Country of Citizenship or Incorporation	Securities (Please include type of security.)			
NONE			None					

### Form FR Y-6

Legal Title of Holding Company: First Mutual Holding Co, Fiscal Year End: December 31, 2018

### Report Item 4: Insiders

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

\*\*\*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) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Companies (include names of other companies)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) 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)
			Director - First Federal Savings and Loan				
			Association of Lakewood Ohio; Director, First				
Gary R. Fix, Rocky River, OH, USA	Retired	Director	Mutual Bank, FSB, Belpre Ohio	None	Mutual: No Stock		0 None
			Director - First Federal Savings and Loan				
William Huffman, Westlake, OH, USA	Attorney	Director	Association of Lakewood Ohio	Partner Huffman Hunt & Klym, LLC	Mutual: No Stock		0 Huffman, Hunt & Klym, LLC 25%
			Director - First Federal Savings and Loan				Tiger Properties - 50%
Michael P. Summers, Lakewood, OH, USA	Retired / Mayor Lakewood Ohio	Director	Association of Lakewood Ohio	None	Mutual: No Stock		0 Summers Industries - 100%
			Director - First Federal Savings and Loan	Executive Director Cleveland Metropolitan			
Rebecca Ruppert McMahon, Bay Village, OH USA	Attorney	Director	Association of Lakewood Ohio	Bar Association	Mutual: No Stock		0 None
Ronald W. Dees, Westlake, OH, USA	Managing Director	Director & Chairman	Director - First Federal Savings and Loan Association of Lakewood Ohio	Managing Director, Opportunity Capital, LLC	Mutual: No Stock		Snowville Investments LLC - 75% Bow tie Investments LLC - 50% Innerbelt Partners LLC - 50% Heartland Communities of America LLC - 40% Opportunity Capital LLC - 50% Crestview Capital LLC - 95% Advanced Controls Inc 25% Ronald W. Dees LLC - 100% 0 E65D Evelopment LLC - 25%
			Director & Chairman - First Federal Savings	President Charley Geiger's Haberdashery,			Charley Geiger's Haberdashery, Inc. 50%
W. Charles Geiger III, Lakewood, OH, USA	President Geiger's Clothing & Sports	Director	and Loan Association of Lakewood Ohio	Inc.	Mutual: No Stock		0 Warren St. Charles Investments, LLC 50%
	Vice President IT / CIO, Case Western Reserve			Vice President IT / CIO, Case Western			
Sue B. Workman, Willowick, OH, USA	University	Director	None	Reserve University	Mutual: No Stock		0 None
Sara Stehlik, Chagrin Falls, OH, USA	Retired	Director	None	None	Mutual: No Stock		0 None
Thomas J. Fraser, Lakewood, OH, USA		Director/President & CEO	Managing Officer First Federal Savings and Loan Association of Lakewood Ohio; Director, First Mutual Bank, FSB, Belpre Ohio		Mutual: No Stock		0 None
			Sr. VP/ Chief Credit Officer First Federal				
Deul V. Conke, Deeley Diver, OLL USA		Sr VD/ Chief Credit Officer	Savings and Loan Association of Lakewood Ohio	None	Mutual: No Stock		0 None
Paul V. Capka, Rocky River, OH, USA		Sr. VP/ Chief Credit Officer	Sr. VP/Chief Administrator/Secretary First	None	Mutual: No Stock		0 None
			Federal Savings and Loan Association of				
David T. Shaw, Lakewood, OH, USA		Sr. VP/Chief Administrator/Secretary	Lakewood Ohio	None	Mutual: No Stock		0 None
			Sr. VP of Corporate Governance and Risk				
			First Federal Savings and Loan Association of				
Brian J. Pinkerton, Wadsworth, OH, USA		Sr. VP of Corporate Governance and Risk	Lakewood Oho	None	Mutual: No Stock		0 None
			Sr. VP/ Chief Information Officer, First				
			Federal Savings and Loan Association of				
Carl A. Kessler, III, Avon, OH USA		Sr. VP/ Chief Information Officer	Lakewood Ohio	None	Mutual: No Stock		0 None
		Sr VD/ Chief Culture and Communications	Co Founder, Digital Initiatives, First Federal				
Jennifer A. Raynor, Lakewood, OH USA		Sr. VP/ Chief Culture and Communications Officer	Savings and Loan Association of Lakewood Ohio	None	Mutual: No Stock		0 None
Seminer A. Raynor, Lakewood, On OSA			VP, Electronic Banking Manager, First	None	Widtudi. NO SLOCK		
			Federal Savings and Loan Association of				
Nancy M. Dixon, Shaker Hts., OH USA		Sr. VP/ Digital Innovations Officer	Lakewood Ohio	None	Mutual: No Stock		0 None
			Sr. VP / Chief of Staff, First Federal Savings				
Debra B. Kaput, Richfield, OH USA		Sr. VP / Chief of Staff	and Loan Association of Lakewood Ohio	None	Mutual: No Stock		0 None