

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, 2018

Month / Day / Year

NA

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

Reporter's Name, Street, and Mailing Address

Pandora Bancshares, Incorporated

Legal Title of Holding Company

102 E. Main St. P.O. Box 329

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

Pandora	OH	45877
City	State	Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Larry E. Hoffman **EVP & CFO**

Name Title

419-384-9101

Area Code / Phone Number / Extension

419-384-7404

Area Code / FAX Number

lhoffman@e-fnb.com

E-mail Address

www.e-fnb.com

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

I, **Todd A. Mason**

Name of the Holding Company Director and Official

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

03/14/2019

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."

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 Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

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City State Zip Code

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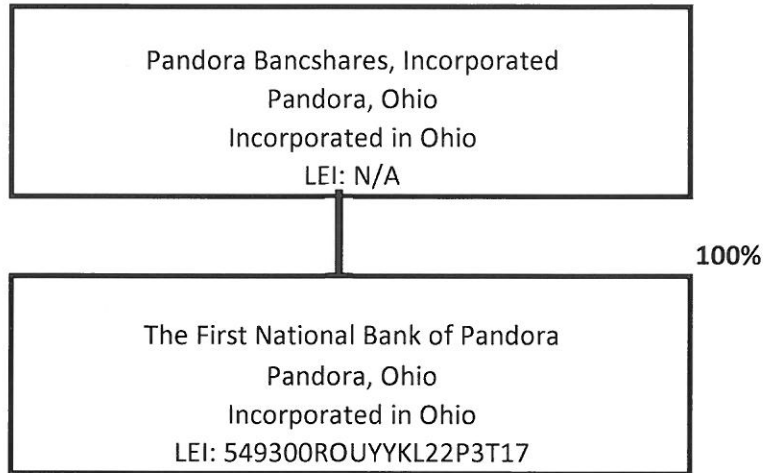
Physical Location (if different from mailing address)

Annual Report of Bank Holding Companies - FR Y-6
Pandora Bancshares, Incorporated
Fiscal Year Ending December 31, 2018

Report Item 1: Annual Report to Shareholders

Separate PDF File

Report Item 2a: Organization Chart



Report Item 2b: Domestic Branch Listing

Included in PDF

Report Item 3: Securities Holders

see tab Item 3

Report Item 4: Insiders

see tab Item 4

Form FR Y-6

Pandora Bancshares, Incorporated
 Pandora, OH
 Fiscal Year Ending December 31, 2018

Report Item 3: Securities Holders

Current Securities Holders with ownership, control or holdings of			Securities Holders not listed in 3(1)(a) through (3)(1)(c) that had		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Cede & Company New York, NY USA	USA	34,283 - 13.63% Common Stock	NA		
Edward Diller Trustee Karen Diller (wife) Fort Thomas, KY USA	USA	13,126 - 5.22% Common Stock			
John Arnold Findlay, OH USA	USA	15,792 - 6.28% Common Stock			

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Pandora Bancshares, Incorporated
 Pandora, OH
 Fiscal Year Ending December 31, 2018

Report Item 4: Insiders

(1)(a)(b)(c) and (2)(a)(b)(c)

(1) Names & Address (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 Businesses (include names of other businesses)	(4)(a) Percentage of Voting Securities in holding company	(4)(b) Percentage of Voting Securities 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)
J. Peter Suter Pandora, OH USA	Local Business Owner	Director & Chairman	N/A	N/A	0.37%	None	N/A
Jared Lehman Bluffton, OH USA	President & CEO Lima Family YMCA	Director & Secretary	N/A	N/A	0.37%	None	N/A
Randal Verhoff Ottawa, OH USA	CPA Verhoff & Company, LLC	Director	N/A	N/A	0.54%	None	N/A
John Arnold Findlay, OH USA	Local Business Owner	Director & Vice Chairman	N/A	N/A	6.28%	None	N/A
Scott Basinger Pandora, OH USA	Esq	Director	N/A	N/A	0.36%	None	N/A
Todd Mason Lima, OH USA	President & CEO	Director	President/CEO First National Bank of Pandora	N/A	3.28%	None	N/A

Chris Alexander Findlay, OH USA	Lending Executive	N/A	Executive VP & Findlay City Executive First National Bank of Pandora	N/A	0.24%	None	N/A
Larry Hoffman Bluffton, OH USA	CFO	N/A	Executive VP & CFO First National Bank of Pandora	N/A	0.50%	None	N/A
Brendon Matthews Bluffton, OH USA	Lending Executive	N/A	Executive VP & Senior Lender First National Bank of Pandora	N/A	0.38%	None	N/A

Results: A list of branches for your depository institution: **FIRST NATIONAL BANK OF PANDORA, THE (ID_RSSD: 571920)**

This depository institution is held by **PANDORA BANCSHARES, INCORPORATED (1139149)** of **PANDORA, 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)	571920	FIRST NATIONAL BANK OF PANDORA, THE	102 E. MAIN ST.	PANDORA	OH	45877	PUTNAM	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF PANDORA, THE	571920	
OK		Full Service	1468689	BLUFFTON BRANCH	112 CHERRY ST.	BLUFFTON	OH	45817	ALLEN	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF PANDORA, THE	571920	
OK		Full Service	2982726	FINDLAY EAST BRANCH	1630 TIFFIN AVENUE	FINDLAY	OH	45840	HANCOCK	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF PANDORA, THE	571920	
OK		Full Service	4392123	FINDLAY WEST BRANCH	1114 TRENTON AVENUE	FINDLAY	OH	45840	HANCOCK	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF PANDORA, THE	571920	
OK		Full Service	4723491	OTTAWA BRANCH	855 NORTH LOCUST STREET	OTTAWA	OH	45807	PUTNAM	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF PANDORA, THE	571920	