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 $(12 \text{ U.S.C.} \S 1844(c)(1)(A))$; sections 8(a) and 13(a) of the International Banking Act $(12 \text{ U.S.C.} \S\S 3106(a)$ and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act $(12 \text{ U.S.C.} \S\S 248(a)(1)$, 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act $(12 \text{ U.S.C.} \S\S 5361$, 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, James H. Nicholson

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.

| that the Reporter <u>and</u> individual consent to public release of all details in the report concerning that individual. | | | | | | | |
|---|--|--|--|--|--|--|--|
| Signature of Holding Company Director and Official | | | | | | | |
| 3-17-2021 | | | | | | | |
| 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 | | | | | | | |

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.

| sor, and an organization to, an information col OMB control number. | | |
|---|-------------------------------|---------------------|
| Date of Report (top-tie | er holding company's | fiscal year-end): |
| December 31, 20 | 20 | |
| Month / Day / Year | | |
| NA | | |
| Reporter's Legal Entity Ident | ifier (LEI) (20-Character LEI | Code) |
| Reporter's Name, Stre | et, and Mailing Addres | ss |
| North Valley Bancsh | | |
| Legal Ti le of Holding Compa | iny | |
| PO Box 1115 | | |
| (Mailing Address of the Holdi | ng Company) Street / P.O. E | |
| Zanesville | OH | 43702-1115 |
| City | State | Zip Code |
| 2775 Maysville Pike | , Zanesville, OH 43 | 701 |
| Person to whom quest Tricia Lyons | VP/CFO | should be directed: |
| Name | Title | |
| 740-450-2265 ext 20 | | |
| Area Code / Phone Number | / Extension | |
| 740-450-2120 | | |
| Area Code / FAX Number | | |
| tlyons@nvboh.bank | | |
| E-mail Address | | |
| NA | - O | |
| Address (URL) for the Holdin | ig Company's web page | |
| Is confidential treatment this report submission? | t requested for any portion | on of 0=No 1=Yes 0 |
| In accordance with the C (check only one), | General Instructions for th | is report |
| a letter justifying the with the report | is request is being provi | ded along |
| 2. a letter justifying th | is request has been prov | vided separately |

NOTE: Information for which confidential treatment is being requested

must be provided separately and labeled

as "confidential."

Public reporting burden for this information collection is es imated to vary from 1.3 to 101 hours per response, with an average of 5 50 hours per response, including time to ga her and maintain data in the required form and to review instruc ions and complete the informa ion collection. Send comments regarding his burden estimate or any o her aspect of this collection of informa ion, 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.

Results: A list of branches for your depository institution: NORTH VALLEY BANK (ID RSSD: 783910).

This depository institution is held by NORTH VALLEY BANCSHARES, INC. (3264193) of ZANESVILLE, OH.

The data are as of 12/31/2020. Data reflects information that was received and processed through 01/05/2021.

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) | 783910 | NORTH VALLEY BANK | 2775 MAYSVILLE PIKE | ZANESVILLE | ОН | 43701 | MUSKINGUM | UNITED STATES | Not Required | Not Required | NORTH VALLEY BANK | 783910 |) |
| OK | Full Service | 4875747 | BUCKEYE LAKE OFFICE | 5245 WALNUT ROAD | BUCKEYE LAKE | ОН | 43008 | LICKING | UNITED STATES | Not Required | Not Required | NORTH VALLEY BANK | 783910 |) |
| OK | Full Service | 2919870 | CORNING BRANCH | 112 NORTH VALLEY STREET | CORNING | ОН | 43730 | PERRY | UNITED STATES | Not Required | Not Required | NORTH VALLEY BANK | 783910 |) |
| OK | Full Service | 3361784 | 10 THIRD STREET BRANCH | 10 THIRD STREET | MALTA | ОН | 43758 | MORGAN | UNITED STATES | Not Required | Not Required | NORTH VALLEY BANK | 783910 |) |
| OK | Full Service | 359173 | MT. STERLING BRANCH | 255 YANKEE TOWN STREET | MOUNT STERLING | ОН | 43143 | MADISON | UNITED STATES | Not Required | Not Required | NORTH VALLEY BANK | 783910 | , |
| OK | Full Service | 369426 | NEW HOLLAND BRANCH | 25 N MAIN ST | NEW HOLLAND | ОН | 43145 | PICKAWAY | UNITED STATES | Not Required | Not Required | NORTH VALLEY BANK | 783910 |) |
| OK | Full Service | 5325249 | BUSINESS BANKING OFFICE | 11 N 4TH ST | ZANESVILLE | ОН | 43701 | MUSKINGUM | UNITED STATES | Not Required | Not Required | NORTH VALLEY BANK | 783910 |) |
| OK | Full Service | 3660254 | MAYSVILLE PIKE BRANCH | 2775 MAYSVILLE PIKE | ZANESVILLE | ОН | 43701 | MUSKINGUM | UNITED STATES | Not Required | Not Required | NORTH VALLEY BANK | 783910 |) |
| OK | Full Service | 4499189 | NORTH MAPLE BRANCH | 3636 MAPLE AVE | ZANESVILLE | ОН | 43701 | MUSKINGUM | UNITED STATES | Not Required | Not Required | NORTH VALLEY BANK | 783910 | , |

FORM FR Y-6

North Valley Bancshares, Inc Zanesville, Ohio Fiscal Year Ending December 31, 2020

Report Item 1: Annual Report to Shareholders.

North Valley Bancshares prepares an annual report for its shareholders and is not registered with the SEC. The 2020 Annual Report will be sent under separate cover.

Report Item 2a: Organization Chart



Report Item 2b: Domestic branch listing provided to the Federal Reserve Bank via Reporting Central March 16, 2021.

Form FR Y-6 North Valley Bancshares, Inc. Fiscal Year Ending December 31, 2020

Report Item 3: Shareholders (1)(a)(b)(c) and (2)(a)(b)(c)

| | th ownership, control or hold Fiscal year ending 12/31/20 | ings of 5% or more | Shareholders 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 year ending 12/31/20 | | | | | | |
|--|--|---|--|--|---|--|--|--|--|
| (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 | | | | |
| Bryan H. Graham Zanesville, Ohio | USA | 81,850 – 16.76% common stock | Gerald N. Little Naples, FL | USA | 27,800 - 5.69% Common stock | | | | |
| Clay P. Graham Zanesville, Ohio | USA | 83,350 – 17.07% Common stock | | | | | | | |
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|--|--|---|---|--|--|--|--|
| (1) Names & Address (City, State, Country) | (2) Principal Occupation if other than with Bank Holding Company | (3)(a) Title & Position with Bank Holding Company | (3)(b) Title & Position with Subsidiaries (Include names of Subsidiaries) | & Position with Other Businesses (include names | (4)(A) Percentage of Voting Shares in Bank | (4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
| William Altier Zanesville, Ohio | Oil & Gas Business | Director | North Valley Bank Director | N/A | 1.88% | N/A | N/A |
| | | | | Chairman Altheirs Oil Inc. | | | N/A |
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|--|--|---|---|---|--|--|--|
| (1) Names & Address (City, State, Country) | (2) Principal Occupation if other than with Bank Holding Company | (3)(a) Title & Position with Bank 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 Shares in Bank Holding Company | (4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
| Bryan Graham Zanesville, Ohio | Automobile Dealer | Director | North Valley Bank Director | N/A | 16.76% | N/A | N/A |
| | | | | President & Director - Graham Auto Group Co. | | | Graham Auto Group (49.5%) |
| | | | | Director & Vice President Shelly & Sands Inc | | | Shelly & Sands (45.75%) |
| | | | | Managing Member Dutro Real Estate LLC | | | Dutro Real Estate LLC (49.5%) |
| | | | | Member Richland Real Estate | | | Richland Real Estate (49.5%) |
| | | | | Member Zane Zenith Real Estate | | | Zane Zenith Real Estate (48.87%) |
| | | | | | | | |

| | (2) | (3)(a) | (3)(b) | (3)(c) Title | (4)(A) | (4)(b) Percentage of Voting | (4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held |
|--|--|--|--|--|----------------------|-----------------------------|---|
| (1) Names & Address (City, State, Country) | Principal Occupation if other than with Bank Holding Company | Title & Position with Bank Holding Company | Title & Position with Subsidiaries (Include names of Subsidiaries) | & Position with Other Businesses (include names of other businesses) | Percentage of Voting | | (List names of companies and percentage of voting securities held) |
| Clay P. Graham Zanesville, Ohio | Attorney/Businessman | Director, Chairman | North Valley Bank Director & Chairman | N/A | 17.07% | N/A | N/A |
| | | | | Executive Chairman - Graham & Graham Co., | | | Graham & Graham Co., LPA (100%) |
| | | | | Executive Chairman - Zane - Zenith Inc. | | | Zane - Zenith Inc (51.13%) |
| | | | | Vice President & Director - W.H Barker Inc | | | W.H. Barker Inc (25%) |
| | | | | Vice President & Director - Burley Clay Products | | | Burley Clay Products (25%) |
| | | | | Vice President & Director - ACCCO Inc. | | | ACCCO Inc. (25%) |
| | | | | Executive Chairman, - Shelly & Sands, Inc. (and subsidiaries) | | | Shelly & Sands, Inc. (46.75%) |
| | | | | Managing Member Dutro Real Estate LLC | | | Dutro Real Estate LLC (50.5%) |
| | | | | Executive Chairman - Graham Auto Group Co. (and subsidiaries) | | | Graham Auto Group Co. (50.5%) |
| | | | | Managing Member Richland Real Estate | | | Richland /Real Estate LLC (50.5%) |

| and (4)(a)(b)© | | | | | | | |
|--|--|--|---|--|---|--|--|
| (1) Names & Address (City, State, Country) J. Thomas Hill Somerset, Ohio | (2) Principal Occupation if other than with Bank Holding Company Certified Public Accountant | (3)(a) Title & Position with Bank Holding Company Director | (3)(b) Title & Position with Subsidiaries (Include names of Subsidiaries) North Valley Bank Director | & Position with Other Businesses (include names | (4)(A) Percentage of Voting Shares in Bank Holding Company | (4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) N/A | (4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) N/A |
| | | | | President - McLain, Hill, Rugg & Associates | | | McLain, Hill, Rugg & Assoc 33.6% |
| | | | | Partner - MHR Realty | | | MHR Realty - (50%) |
| | | | | Partner - 601 Realty LLC | | | N/A |
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|--|--|-----------------------|---------------------------------------|---|-------|--|--|
| (1) Names & Address (City, State, Country) | (2) Principal Occupation if other than with Bank Holding Company | Title & Position with | & Position with Subsidiaries (Include | (3)(c) Title & Position with Other Businesses (include names of other businesses) | | (4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
| Robert Kessler Zanesville OH | Businessman | Director | North Valley Bank Director | N/A | 0.50% | N/A | N/A |
| | | | | President - Kessler Sign Co. | | | Kessler Sign Co. (60%) |
| | | | | Partner - Kessler Company | | | Kessler Co. (60%) |
| | | | | Partner - Kesco Investments | | | Kesco Investmetns (33%) |
| | | | | Partner - Kessler Group | | | Kessler Group (25%) |
| | | | | President - Kess Motel | | | Kess - Motel (33%) |
| | | | | Member - RRD603010 | | | RRD603010 (33%) |
| | | | | Secretary - JOK Co. | | | JOK Co. (17%) |

| and (4)(a)(b)© | | | | | | | |
|--|--|------------------------------------|---|---|--------|--|--|
| (1) Names & Address (City, State, Country) | Principal Occupation if other than with Bank Holding | Title & Position with Bank Holding | & Position with Subsidiaries (Include | (3)(c) Title & Position with Other Businesses (include names of other businesses) | (4)(A) | (4)(b) Percentage of Voting Shares in Subsidiaries (include names of | (4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
| Tricia Lyons Cambridge, Ohio | N/A | Treasurer | North Valley Bank Vice President & CFO | N/A | | N/A | N/A |
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|--|--|---|--|--|---|--|--|
| (1) Names & Address (City, State, Country) | (2) Principal Occupation if other than with Bank Holding Company | (3)(a) Title & Position with Bank Holding Company | & Position with Subsidiaries (Include names of Subsidiaries) | & Position with Other Businesses (include names of other businesses) | (4)(A) Percentage of Voting Shares in Bank Holding Company | (4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
| James Nicholson Zanesville, Ohio | N/A | Director & President and CEO | North Valley Bank Director, President & CEO | N/A | 1.11% | N/A | N/A |
| | | | | Board of Director - Genesis Hospital | | | |
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| Names & Address | Principal Occupation if other than with Bank Holding Company | Title & Position with Bank Holding | Subsidiaries (Include names of Subsidiaries) | (3)(c) Title & Position with Other Businesses (include names of other businesses) N/A | (4)(A) Percentage of Voting Shares in Bank Holding Company 0.02% | (4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) N/A |
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|--|---|--|--|--|--------|--|--|--|
| (1) Names & Address (City, State, Country) Timothy L. Ryan | (2) Principal Occupation if other than with Bank Holding Company Commercial Real Estate | (3)(a) Title & Position with Bank Holding Company Director | & Position with Subsidiaries (Include names of Subsidiaries) North Valley Bank | & Position with Other Businesses (include names of other businesses) | (4)(A) | (4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) N/A | (4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) N/A | |
| Buckeye Lake, OH | | | Director | | | | | |
| | | | | President - TLR & Associates, Inc | | | TLR & Associates, Inc. (100%) | |
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| (1) Names & Address (City, State, Country) | (2) Principal Occupation if other than with Bank Holding Company | (3)(a) Title & Position with Bank 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 Shares in Bank Holding Company | (4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) | (4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
| Jeff R. Sidwell | N/A | Director | North Valley Bank | N/A | 1.73% | N/A | N/A |
| Zanesville, Ohio | | | Director | | | | |
| | | | | Owner - Operator Sidwell Materials, Inc.& Subsidiaries | | | Sidwell Materials Inc. (100%) |
| | | | | Sidco Development | | | Sidco Development (100%) |
| | | | | Bulleit Logistics LTD | | | Bulleit Logistics LTD (33.3%) |
| | | | | Quasar Energy | | | Quasar Energy (25%) |
| | | | | Priority Equip. Rental | | | N/A |
| | | | | Priority Equip. Finance | | | Priority Equip. Finance (33.3%) |
| | | | | A+ Equip. Leasing | | | N/A |
| | | | | Southtown Gym LLC | | | Southtown Gym LLC (100%) |
| | | | | Grow Ohio, LLC | | | Grow Oho, LLC (40%) |

| and (4)(a)(b)(c) | | | | | | | |
|--|--|------------------------------------|--|-----------------------|--------|--|--|
| (1) Names & Address (City, State, Country) | Principal Occupation if other than with Bank Holding | Title & Position with Bank Holding | & Position with Subsidiaries (Include | & Position with Other | (4)(A) | (4)(b) Percentage of Voting Shares in Subsidiaries | (4)(c) List names of Other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
| John Wait | N/A | | · | N/A | | | N/A |
| Granville, Ohio | | | Director | | | | |
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