

REC'D 7/24/23
RSSD 4841564

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) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)); section 10(b)(2) of the Home Owners' Loan Act (12 U.S.C. § 1467a(b)(2)); sections 102(a)(1), 165, and 618 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (12 U.S.C. §§ 5311(a)(1), 5365, and 1850a(c)(1)); and sections 8(a) and 13(a) of the International Banking Act of 1978 (12 U.S.C. §§ 3106(a) and 3108(a)). 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, 2022

Month / Day / Year

I, **Robert A. Bedinghaus**
Name of the Holding Company Director and Official
Chairman
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Cincinnati Bancorp, Inc.

Legal Title of Holding Company

6581 Harrison Avenue

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

Cincinnati

OH

45247

City

State

Zip Code

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.

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Herbert C. Brinkman

Chief Financial Officer

Name

Title

(513) 347-2290

Area Code / Phone Number / Extension

(513) 347-2292

Area Code / FAX Number

hbrinkman@cincinnati-federal.com

E-mail Address

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.

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

Signature of Holding Company Director and Official

03/27/2023

Date of Signature

Is confidential treatment requested for any portion of this report submission? 0=No 1=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."

For Federal Reserve Bank Use Only

RSSD ID _____

C.I. _____

Report Item 1: Annual Report to Shareholders

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

Checklist

The checklist below is provided to assist the holding company in filing all the necessary responses and verifying changes from the prior year to the various report items. The completed checklist should be submitted with the report. Please see section A of the General Instructions for additional guidance.

Verification of Changes

All Reporters must respond to the following questions by checking the Yes or No box below, as appropriate.

Did the holding company have changes to any reportable FR Y-6 items (2a, 2b, 3, or 4) from the prior year?

- Yes No

If checked Yes, complete the remaining checklist for Report Items 2a, 2b, 3, and 4. For each Report Item, indicate whether there are changes from the prior year by checking Yes or No below. See section A of the General Instructions for additional information.

Report Item 2a: Organization Chart

- Yes No

If checked Yes, the Reporter must submit the organization chart as specified in Report Item 2.a instructions.

Report Item 2b: Domestic Branch Listing

- Yes No

If checked Yes, the Reporter must submit the domestic branch listing as specified in Report Item 2.b instructions.

Report Item 3: Securities Holders

- Yes No

If checked Yes, the Reporter must submit the information as specified in Report Item 3 instructions.

Report Item 4: Insiders

- Yes No

If checked Yes, the Reporter must submit the information as specified in Report Item 4 instructions.

Results: A list of branches for your depository institution: **CINCINNATI FEDERAL (ID_RSSD: 66677)**.

This depository institution is held by **CINCINNATI BANCORP, INC (4841564)** of **CINCINNATI, OH**.

The data are as of **12/31/2022**. Data reflects information that was received and processed through **01/10/2023**.

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)	66677	CINCINNATI FEDERAL	6581 HARRISON AVE 3RD FL	CINCINNATI	OH	45247	HAMILTON	UNITED STATES	Not Required	Not Required	CINCINNATI FEDERAL	66677	
OK		Full Service	4145589	FLORENCE BRANCH	6890 DIXIE HWY	FLORENCE	KY	41042	BOONE	UNITED STATES	Not Required	Not Required	CINCINNATI FEDERAL	66677	
OK		Full Service	4141648	ANDERSON BRANCH	1270 NAGEL ROAD	CINCINNATI	OH	45255	HAMILTON	UNITED STATES	Not Required	Not Required	CINCINNATI FEDERAL	66677	
OK		Full Service	4996455	GLENWAY BRANCH	2310 GLENWAY AVE	CINCINNATI	OH	45205	HAMILTON	UNITED STATES	Not Required	Not Required	CINCINNATI FEDERAL	66677	
OK		Full Service	4141666	MIAMI HEIGHTS BRANCH	7553 BRIDGETOWN ROAD	CINCINNATI	OH	45248	HAMILTON	UNITED STATES	Not Required	Not Required	CINCINNATI FEDERAL	66677	

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Cincinnati Bancorp, Inc.
Fiscal Year Ending December 31, 2022

Report Item: S Securities Holders
(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2022

Securities holders not listed in 3(1)(c) that had ownership, control or holdings of 5% or more with the power to vote during the fiscal year ending 12-31-2022

(1)(a) Name City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Cincinnati Federal Employee Stock Ownership Plan ** Cincinnati, OH, USA Community Bank of Pleasant Hill, Trustee	United States - Ohio	234,255 8.17% Common Stock	Stilwell Partners, L.P. * Stilwell Activist Fund, L.P. Stilwell Activist Investments, L.P. Stilwell Value LLC Joseph Stilwell New York, NY, USA	United States - Delaware	140,000 4.7% Common Stock

* All filing persons are deemed to share voting and disposition power with regard to the shares of Common Stock.

** The provisions for voting the securities controlled by the plan are provided on a separate attachment.

Cincinnati Bancorp, Inc.

Item 3. Provisions for voting the securities controlled by the ESOP Plan

The relevant provisions of the Plan document and ESOP Agreement are:

“if any Employer has a registration-type class of securities within the meaning of Section 409(e)(4) of the Code, or if a matter submitted to the holders of the Stock involves a merger, consolidation, recapitalization, reclassification, liquidation, dissolution, or sale of substantially all assets of an entity, then (i) the shares of Stock which have been allocated to Participants’ Accounts shall be voted by the Trustee in accordance with the Participants’ written instructions, and (ii) the Trustee shall vote any unallocated Stock, allocated Stock for which it has received no voting instructions, and Stock for which Participants vote to “abstain,” in the same proportions as it votes the allocated Stock for which it has received instructions from Participants.”

“Notwithstanding any provision hereunder to the contrary, all unallocated shares of Stock must be voted by the Trustee in a manner determined by the Trustee to be for the exclusive benefit of the Participants and Beneficiaries.”

“each Participant (or beneficiary thereof) shall have the authority and responsibility to direct the exercise of the voting rights or to direct how to respond to any tender offer appurtenant to any Shares that are allocated to such person’s account under the Plan, and with respect to any direction so given, shall be deemed to be a “named fiduciary” of the Plan. With respect to any Shares that are held in the Trust Fund unallocated to the accounts of individual persons, the Trustee shall act in accordance with Section 7.1 of the Plan for each matter as to which voting rights or a tender offer are to be exercised.”

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Cincinnati Bancorp, Inc.
Fiscal Year Ending December 31, 2022Report Item: 4 Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(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 name of subsidiaries)	(3)(c) Title & Position with Other Businesses (Include names of other businesses)	(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 (include partnerships if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Robert A. Bedinghaus Cincinnati, OH, USA	None	CEO, Chairman & Director	CEO, Chairman & Director (Cincinnati Federal)	None	4.49%	None (Cincinnati Federal)	None
Harold L. Anness Cincinnati, OH, USA	Attorney - Retired	Director	Director (Cincinnati Federal)	None	2.06%	None (Cincinnati Federal)	None
Stuart H. Anness, M.D. Cincinnati, OH, USA	Ophthalmology - Retired	Director	Director (Cincinnati Federal)	None	2.32%	None (Cincinnati Federal)	None
Andrew J. Nurre Cincinnati, OH, USA	Accountant	Director	Director (Cincinnati Federal)	Certified Public Accountant Atlas CPA's & Advisors	0.81%	None (Cincinnati Federal)	None
Charles G. Skidmore Cincinnati, OH, USA	Attorney	Director	Director (Cincinnati Federal)	Attorney (Law Offices of Charles G. Skidmore, Inc.)	1.76%	None (Cincinnati Federal)	Law Offices of Charles G. Skidmore, Inc. (100%)
Philip E. Wehrman Cincinnati, OH, USA	Chief Financial Officer, Treasurer	Director	Director (Cincinnati Federal)	Chief Financial Officer, Treasurer (Rumpke Consolidated Companies, Inc.)	0.69%	None (Cincinnati Federal)	None
Joseph V. Bunke Cincinnati, OH, USA	None	President	President (Cincinnati Federal)	None	3.08%	None (Cincinnati Federal)	None
Herbert C. Brinkman Cincinnati, OH, USA	None	Senior Vice-President and Chief Financial Officer	Chief Financial Officer (Cincinnati Federal)	None	1.91%	None (Cincinnati Federal)	None
Gregory W. Meyers Cincinnati, OH, USA	None	Senior Vice-President and Chief Lending Officer	Chief Lending Officer (Cincinnati Federal)	None	2.56%	None (Cincinnati Federal)	None