

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

**Reporter's Name, Street, and Mailing Address**

**Croghan Bancshares, Inc.**

Legal Title of Holding Company

**323 Croghan St**

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

**Fremont**

**OH**

**43420**

City

State

Zip Code

Physical Location (if different from mailing address)

**Person to whom questions about this report should be directed:**

**Brian Montz**

**Accountant**

Name

Title

**419-355-2233**

Area Code / Phone Number / Extension

Area Code / FAX Number

**bmontz@croghan.com**

E-mail Address

**www.croghan.com**

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

**I, James E. Bowlus**

Name of the Holding Company Director and Official

**Lead Director**

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.*

*James E. Bowlus*  
 Signature of Holding Company Director and Official

**03/14/2023**

Date of Signature

**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."

### 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.

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### 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.

**Report Item 4 (Insiders)**

- (1) Michael D. Allen Sr. - Bellevue, Ohio (USA)
- (2) Retired
- (3)(a) Director of the bank holding company
- (3)(b) Director of the subsidiary
- (3)(c) None
- (4)(a) Owns or controls 12,211 shares or 0.57% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary bank
- (4)(c) Owns less than 25% of any other business company's voting securities

- (1) James E. Bowlus - Fremont, Ohio (USA)
- (2) Retired
- (3)(a) Lead Independent Director of the bank holding company
- (3)(b) Director of the subsidiary bank
- (3)(c) None
- (4)(a) Owns or controls 47,151 shares or 2.18% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns less than 25% of any other business company's voting securities

- (1) Claire F. Johansen - Tiffin, Ohio (USA)
- (2) Principal occupation is Co-Owner of Lane of Dreams Farm LLC
- (3)(a) Director of the bank holding company
- (3)(b) Director of the subsidiary bank
- (3)(c) Co-Owner of Lane of Dreams Farm LLC  
Co-Owner of 2502 East County Road LLC
- (4)(a) Owns or controls 5,249 shares or 0.24% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns 50% of 2502 East County Road LLC  
Owns 50% of Lane of Dreams Farm LLC

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FREMONT, OHIO  
FISCAL YEAR ENDING DECEMBER 31, 2022

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- (1) Daniel W. Lease - Fremont, Ohio (USA)
- (2) Retired
- (3)(a) Director of the bank holding company
- (3)(b) Director of the subsidiary bank
- (3)(c) Treasurer, Birchard Library Foundation
- (4)(a) Owns or controls 7,074 shares or 0.33% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns less than 25% of any other business company's voting securities

- (1) Thomas W. McLaughlin – Mayfield Village, Ohio (USA)
- (2) Retired
- (3)(a) Director of the bank holding company
- (3)(b) Director of the subsidiary bank
- (3)(c) Officer/Director of Underground Utilities  
Co-Director of the Twenty First Century Foundation  
Sole Trustee of the Dawn M. Full Charitable Trust
- (4)(a) Owns or controls 7,175 shares or 0.33% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns 100% of Dawn M. Full Charitable Trust

- (1) Allan E. Mehlow - Fremont, Ohio (USA)
- (2) Principal occupation is Chief Financial Officer of The Mosser Group
- (3)(a) Director of the bank holding company
- (3)(b) Director of the subsidiary bank
- (3)(c) Chief Financial Officer of The Mosser Group  
Parent Company of Contractors Equipment, Inc.  
Parent Company of Telamon Construction, Inc.  
Parent Company of WMOG Investment, Inc.  
Director of The Freeman Company
- (4)(a) Owns or controls 4,284 shares or 0.20% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns less than 25% of any other business company's voting securities

- (1) Gary L. Zimmerman - Fremont, Ohio (USA)
- (2) Retired
- (3)(a) Director of the bank holding company
- (3)(b) Director of the subsidiary bank
- (3)(c) None
- (4)(a) Owns or controls 3,980 shares or 0.18% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns less than 25% of any other business company's voting securities

- (1) Sarah J. Zimmerman – Fremont, Ohio (USA)
- (2) Principal occupation is Superintendent of the Sandusky County Board of Developmental Disabilities
- (3)(a) Director of the bank holding company
- (3)(b) Director of the subsidiary bank
- (3)(c) Superintendent at Sandusky County Board of Developmental Disabilities
- (4)(a) Owns or controls 268 shares or 0.01% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns 50% of Northcoast Veterinary Mgt. LLC  
Owns 50% of Buckeye Stripe LLC  
Owns 50% of Family Time Ventures LLC  
Owns 50% of Westview Veterinary Hospital Inc  
Owns 50% of Lakeshore Veterinary Hospital Inc

- (1) John M. Hoty – Sandusky, Ohio (USA)
- (2) Principal occupation is President and Co-owner of Hoty Enterprises Inc
- (3)(a) Director of the bank holding company
- (3)(b) Director of the subsidiary bank
- (3)(c) Co-owner of Hoty Enterprises Inc  
Director of Jesus Feeds the Hungry  
Director of Firelands Regional Medical Center  
Director of Erie County Developmental Disabilities  
Director of Terra State Community College
- (4)(a) Owns or controls 2,373 shares or 0.11% of the bank holding company's stock

(4)(b) Owns or controls no stock in the subsidiary

- (4)(c) Owns 100% of NCGSA Ltd – Class A  
Owns 90% of First St. Holdings, Ltd.  
Owns 80% of GRGSA, Ltd – Class A  
Owns 75% of Hoty QLakes LLC  
Owns 50% of 5507 Milan Properties LTD  
Owns 50% of Chalmun Cantina Ltd  
Owns 50% of JM&KK, LLC  
Owns 46% of LG2 Development LLC  
Owns 33% of Hoty Marine Group, LLC  
Owns 30% of Milan Prime Plus Financial, Ltd  
Owns 33% of 3104 Milan Investments Ltd  
Owns 30% of Angel's Path LLC  
Owns 33% of Mediterranean Life, Ltd.  
Owns 26% of 163 Land Investments, Ltd.  
Owns 32% of Port Charlotte GOVY Properties, Ltd.

(1) Joshua G. Frederick– Amherst, Ohio (USA)

(2) President & CEO of NOMS Healthcare

(3)(a) Director of the bank holding company

(3)(b) Director of the subsidiary

(3)(c) Board Member of NOMS Foundation

Board Member of Ohio Independent Corroborative, LLC

Board Member of OIC Captive

Treasurer of The Surgery Center of North Central Ohio, LLC

Treasurer of Erie Shores Surgery Center, LLC

Managing Member of TJ3 Properties, LLC

Managing Member of Weldock Properties, LLC

Managing Member of Red Clay River Properties, LLC

Board Member of Navina AI, Inc.

(4)(a) Owns or controls 0 shares or 0.00% of the bank holding company's stock

(4)(b) Owns or controls no stock in the subsidiary

(4)(c) Owns less than 25% of any other business company's voting securities

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- (1) Rick M. Robertson – Venice, Florida (USA)
- (2) Retired
- (3)(a) Director of the bank holding company
- (3)(b) Director of the subsidiary
- (3)(c) None
- (4)(a) Owns or controls 11,475 shares or 0.53% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns less than 25% of any other business company's voting securities

- (1) Kendall W. Rieman - Fremont, Ohio (USA)
- (2) Principal occupation is President/CEO of the subsidiary
- (3)(a) President/CEO of the bank holding company  
Director of the bank holding company
- (3)(b) President/CEO of the subsidiary bank  
Director of the subsidiary bank  
Director of the subsidiary Croghan Risk Management
- (3)(c) Director, St Paul's Lutheran Church - Clyde Ohio  
Director, SCDEC – Fremont Ohio  
Director, Flier Boosters Inc – Clyde Ohio  
Director, Sandusky County Airport Authority – Clyde, Ohio
- (4)(a) Owns or controls 12,272 shares or 0.57% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns less than 25% of any other business company's voting securities

- (1) Brad M. Elfring - Fremont, Ohio (USA)
- (2) Principal occupation is Senior Vice President/Chief Financial Officer of the subsidiary bank
- (3)(a) Treasurer of the bank holding company
- (3)(b) Senior Vice President/Chief Financial Officer of the subsidiary  
Director of the subsidiary Croghan Risk Management
- (3)(c) Officer/Board Member of Clydescope  
Director of Flier Boosters, Inc.
- (4)(a) Owns or controls 2,023 shares or 0.09% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns less than 25% of any other business company's voting securities

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- (1) Steven A. VanDette II - Tiffin, Ohio (USA)
- (2) Principal occupation is Senior Vice President/Chief Lending Officer of the subsidiary bank
- (3)(a) Secretary of the bank holding company
- (3)(b) Senior Vice President/Chief Lending Officer of the subsidiary bank
- (3)(c) Member of The VanDette Company LTD  
Member of Reputable Property Management LLC  
Member of 10621 Detroit LLC  
Member of BVD Holdings LLC
- (4)(a) Owns or controls 1,813 shares or 0.08% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) Owns 100% of The VanDette Company LTD  
Owns 50% of Reputable Property Management LLC  
Owns 50% of 10621 Detroit LLC  
Owns 50% of BVD Holdings LLC

- (1) Carla M. Waggoner - Fremont, Ohio (USA)
- (2) Principal occupation is Senior Vice President/Chief Operations Officer of the subsidiary bank
- (3)(a) None
- (3)(b) Senior Vice President/Chief Operations Officer of the subsidiary bank
- (3)(c) Treasurer, Kiwanis Club of Fremont Ohio  
Treasurer, Sandusky County Positive People
- (4)(a) Owns or controls 1004 shares or 0.05% of the bank holding company's stock
- (4)(b) Owns or controls no stock in the subsidiary
- (4)(c) None