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)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. 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.

I, Steven C. Wainwright
Name of the Holding Company Director and Official
Trustee
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
02/10/2014

Date of Report (top-tier holding company's fiscal year-end):
12/31/2013

Month / Day / Year

Reporters Name, Street, and Mailing Address

2012 Waterford Commercial and Savings Bank
Legal Title of Holding Company
Shareholders Voting Trust
PO Box 65
(Mailing Address of the Holding Company) Street / P.O. Box
Waterford OH 45786
City State Zip Code
20115 State Route 339, Waterford, OH
Physical location (if different from mailing address)

Person to whom questions about this report should be directed:
Loretta Murphy
Name Secretary

Area Code / Phone Number / Extension
740-984-2357 Ext 111
Area Code / FAX Number
740-984-4460
E-mail Address
lmurphy@waterfordbank.com

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

Does the reporter request confidential treatment for any portion of this submission?
☐ Yes Please identify the report items to which this request applies:
☐ In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
☐ The information for which confidential treatment is sought is being submitted separately labeled "Confidential.
☐ No

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

RISID ID 4452401
C.I.

I certify that this report was prepared in accordance with instructions issued by the Federal Reserve System. I also certify that the information for which confidential treatment is sought is being submitted separately labeled "Confidential."
Form FR Y-6

2012 Waterford Commercial & Savings Bank Shareholders Voting Trust
Waterford, Ohio
Fiscal Year Ending December 31, 2013

Report Item

1: The bank holding company uses the Annual Disclosure Statement prepared by The Waterford Commercial and Savings Bank for its securities holders. The holding company is not registered with the SEC. As specified by the appropriate Reserve Bank a copy is enclosed.

2a: Organizational Chart:

   2012 Waterford Commercial & Savings Bank Shareholders Voting Trust
   Incorporated in Ohio

   59%--Waterford Commercial & Savings Bank
   20115 State Route 339
   Waterford, OH 45786
   Incorporated in Ohio

2b: Domestic branch listing provided to the Federal Reserve Bank

3: Securities Holders:

   Harold R and Diane W Tuten
   Marietta, Ohio USA
   24,000 Shares—20% Common Stock

   Doris Wainwright
   Beverly, Ohio USA
   26,300 Shares—22% Common Stock

4: Attachment.
<table>
<thead>
<tr>
<th>Name, City, State Country</th>
<th>Principal Occupation if other than with holding company</th>
<th>Title &amp; Position with holding company</th>
<th>Title &amp; Position with Subsidiaries</th>
<th>Title &amp; Position with other Businesses (include names of other businesses)</th>
<th>Percentage of Voting Shares in Holding Company</th>
<th>Percentage of Voting Shares in Subsidiaries</th>
<th>List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies &amp; percentage of voting securities held)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Steven C. Wainwright Waterford, Ohio USA</td>
<td>Owner Wainwright's Fine Jewelry</td>
<td>Trustee</td>
<td>Chairman of the Board/Director</td>
<td>Owner Wainwright's Fine Jewelry</td>
<td>2%</td>
<td>1% n/a</td>
<td></td>
</tr>
<tr>
<td>Doris Wainwright Beverly, Ohio USA</td>
<td>n/a</td>
<td>Trustee</td>
<td>Director</td>
<td>n/a</td>
<td>22%</td>
<td>13% n/a</td>
<td></td>
</tr>
<tr>
<td>Harold Tuten Marietta, Ohio USA</td>
<td>n/a</td>
<td>Trustee</td>
<td>Director Vice President</td>
<td>n/a</td>
<td>20%</td>
<td>12% n/a</td>
<td></td>
</tr>
</tbody>
</table>
Results: A list of branches for your holding company: WATERFORD COMMERCIAL & SAVINGS BANK SHAREHOLDERS VOTING TRUST (4452401) of WATERFORD, OH.
The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

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.

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.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>BRANCH ID, RESID*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNNUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID, RESID*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service (Head Office)</td>
<td>324229</td>
<td>WATERFORD COMMERCIAL AND SAVINGS BANK, THE</td>
<td>20135 RT 339</td>
<td>WATERFORD</td>
<td>OH</td>
<td>45786</td>
<td>WASHINGTON</td>
<td>UNITED STATES</td>
<td>5349</td>
<td>WATERFORD COMMERCIAL AND SAVINGS BANK, THE</td>
<td>324229</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>3667486</td>
<td>CROOKSVILLE BRANCH</td>
<td>250 WEST MAIN STREET</td>
<td>CROOKSVILLE</td>
<td>OH</td>
<td>43731</td>
<td>PERRY</td>
<td>UNITED STATES</td>
<td>456230</td>
<td>WATERFORD COMMERCIAL AND SAVINGS BANK, THE</td>
<td>324229</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>