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)); Section 8(a) of the International Banking Act (12 U.S.C. § 3108(a)); Sections 11(a), 12, 13, 26 and 36 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, Ronald P. Eschbach
Name of the Holding Company Director and Official
President
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
03/21/2014
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.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2013
Month / Day / Year

Reporter's Name, Street, and Mailing Address
Diamond BancShares, Inc.
505 S. Main St., Antwerp, OH 45813
Legal Title of Holding Company
PO Box 727
(Mailing Address of the Holding Company) Street / P.O. Box
Antwerp
City
OH
State
45813
Zip Code

Physical location (if different from mailing address)
305 S. Main St., Antwerp, OH 45813

Person to whom questions about this report should be directed:
Ronald P. Eschbach
Name
President
Title
419-258-5351
Area Code / Phone Number / Extension
419-258-9371
Area Code / FAX Number
reschbach@antwerpexchangebank.com
E-mail Address
www.antwerpexchangebank.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

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

12/2012
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.

<table>
<thead>
<tr>
<th>Legal Title of Subsidiary Holding Company</th>
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12/2012
DIAMOND BANCSHARES, INC.
ANTWERP, OH 45813
FISCAL YEAR ENDING DECEMBER 31, 2013

Report Item 1: Annual report to shareholders

(a) The BHC does prepare an annual report for its shareholders.
   Two copies of the annual report to shareholders are included with the FR Y-6 report

Report Item 2: Organizational Chart

```
DIAMOND
BANCSHARES, INC.
PO Box 727
Antwerp, OH USA 45813
Incorporated in Ohio

100%

The Antwerp Exchange Bank Company
305 S. Main Street, Box 727
Antwerp, OH USA 45813
Incorporated in Ohio

Branch Location
Payne Banking Center
119 N. Main Street
Payne, OH USA 45880
Opened: 12-22-2008 full service
   Incorporated in Ohio

Loan Production Office
Harlan, IN. LPO
18214 SR Thirty-Seven
Harlan, IN 46743
Opened: July 9, 2012
   Incorporated in Ohio
```
Results: A list of branches for your depository institution: ANWERP EXCHANGE BANK COMPANY, THE (0, 9550-9551).
This depository institution is held by DIAMOND BANKSHARES, INC. (564689) of ANWERP, OH.
The date are as of 12/31/2013. Data reflects information that was received and processed through 12/31/2013.

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.

Action:
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 closed, enter "Close" in the Data Action column and the date of closure 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 moving, 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.

For 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 Procedures:
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://y10.federalreserve.gov.

* FDIC UNICOM, Office Number, and ID, RS50 columns are for reference only. Verification of these values is not required.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID, RS50</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 UNICOM</th>
<th>Office Number</th>
<th>Head Office</th>
<th>Head Office ID, RS50</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service (Head Office)</td>
<td>95611</td>
<td>ANWERP EXCHANGE BANK COMPANY, THE</td>
<td>100 SOUTH MAIN ST</td>
<td>ANWERP</td>
<td>OH</td>
<td>45813</td>
<td>PAULING</td>
<td>UNITED STATES</td>
<td>9075</td>
<td>0 ANWERP EXCHANGE BANK COMPANY, THE</td>
<td>95611</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>3333118</td>
<td>PAYNE BANKING CENTER</td>
<td>119 NORTH MAIN STREET</td>
<td>PAYNE</td>
<td>OH</td>
<td>45800</td>
<td>PAULING</td>
<td>UNITED STATES</td>
<td>486388</td>
<td>0 ANWERP EXCHANGE BANK COMPANY, THE</td>
<td>95611</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Report Item 3: Shareholders

Current shareholders with ownership, control or holdings of 5% or more with power to vote as of 12/31/13.

<table>
<thead>
<tr>
<th>(1)(a) Name &amp; Address (City &amp; State)</th>
<th>(1)(b) Country of Citizenship or Incorporation</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>NONE</td>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>

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 12/31/13.

2(a) Hope E. Smith Antwerp, OH. USA 2(b) USA 2(c) 8995 Shares 6.2834% common stock
Report Item 4: Insiders

1. Name and Address: **Michael L. Arend**  
   Paulding, OH. USA

2. Principal Occupation: Certified Public Accountant

3. Title or Position With:  
   (a) Holding Company-Director  
   (b) Subsidiaries-Director, Antwerp Exchange Bank Co.  
   (c) Other Company-Treasurer @ Arend, Laukhuf & Stoller, Inc.;  
       Treasurer for MRDD campaign; Chairman for Finance Committee of Divine Mercy Catholic Parrish; Trustee for Lela Jeffery Trust

4. Number of Shares:  
   (a) Holding Company—100 common shares .0698%  
   (b) Subsidiaries—None  
   (c) Other Company—Less than 25% ownership

1. Name and Address: **Joseph H. Barker**  
   Antwerp, OH USA

2. Principal Occupation: Farmer

3. Title or Position With:  
   (a) Holding Company – Director  
   (b) Subsidiaries – Director, Antwerp Exchange Bank Co  
   (c) Other Company-None

4. Number of Shares:  
   (a) Holding Company – 392 common shares .2738%  
       (joint with spouse) - 2456 common shares 1.7156%  
       TOTAL SHARES 2848 common shares 1.9894%  
   (b) Subsidiaries – None  
   (c) Other Company - None
1. Name and Address: **Carol J. Chilcoat**  
Antwerp, OH USA

2. Principal Occupation: Retired Teacher

3. Title or Position:  
(a) Holding Company - Chairman  
(b) Subsidiaries - Chairman, Antwerp Exchange Bank Co  
(c) Other Company - None

4. Number of Shares:  
(a) Holding Company - 7060 common shares 4.9317%  
(b) Subsidiaries - None  
(d) Other Company - None

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1. Name and Address: **Shawn R. Dooley**  
Antwerp, OH USA

2. Principal Occupation: Funeral Home Director

3. Title or Position:  
(a) Holding Company - Director  
(b) Subsidiaries - Director, Antwerp Exchange Bank Co.  
(c) Other Company - President, Dooley Funeral Home, Inc.; Chairman, Antwerp Cemetery Assn.; Board member, Paulding County American Cancer Society; member, Divine Mercy Catholic Parrish Finance Committee

4. Number of Shares:  
(a) Holding Company - 50 common shares .0349%  
(joint with Spouse) 1575 common shares 1.1002%  
TOTAL SHARES- 1625 common shares 1.135%  
(b) Subsidiaries - none  
(c) Other Company - 100%
1. Name and Address: **Ronald D. Eschbach**  
   Antwerp, OH  
   USA

2. Principal Occupation: Banker

3. Title or Position:
   (a) Holding Company – Director, President & Treasurer  
   Antwerp Exchange Bank Co.
   (b) Subsidiaries – Director & President  
   Antwerp Exchange Bank Co.
   (c) Other Company – trustee, Antwerp Exchange Bank Co.  
   401(K) plan; Director, Great Lakes Bankers Bank

4. Number of Shares:
   (a) Holding Company – 500 common shares .3492%
   (b) Subsidiaries - None
   (c) Other Company - None

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1. Name and Address: **John M. Kobee**  
   Antwerp, OH  
   USA

2. Principal Occupation: Banker

3. Title or Position:
   (a) Holding Company-Secretary & Asst. Treasurer  
   (b) Subsidiaries-Senior Vice President, CFO & Secretary,  
   Antwerp Exchange Bank Co
   (c) Other Company - Board member, Paulding Co. Economic  
   Development; Pres. of N.W. Ohio Auditors Assn.; Board  
   member, Antwerp CIC; Board of Trustees of Paulding Co.  
   Hospital

4. Number of Shares:
   (a) Holding Company – 14 common shares .0097%
   (b) Subsidiaries - None
   (c) Other Company - None
1. Name and Address:  **Timothy P. Yenser**  
Antwerp, OH  USA

2. Principal Occupation:  Businessman

3. Title or Position:  
(a) Holding Company - Director  
(b) Subsidiaries – Director-Antwerp Exchange Bank Co.  
(c) Other Company – Director, Vice President C & Y Oil Co.

4. Number of Shares:  
(a) Holding Company – 200 common shares .1396%  
(b) Subsidiaries - None  
(c) Other Company – Less than 25% ownership

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1. Name and Address:  **Gordon D. Barnes**  
Fort Wayne, IN  USA

2. Principal Occupation:  Banker

3. Title or Position:  
(a) Holding Company—None  
(b) Subsidiaries—Senior Vice President Antwerp Exchange Bank Company  
(c) Other Company—none

4. Number of Shares:  
(a) Holding Company—  
5 common shares .0034%  
(b) Subsidiaries—None  
(c) Other Company--None
1. Name and Address: **Lora S. Longberry**
   Antwerp, OH [xxx] USA

2. Principal Occupation: Banker

3. Title or Position:
   (a) Holding Company-Asst. Secretary
   (b) Subsidiaries-Vice President
   Antwerp Exchange Bank Company
   (c) Other Company-None

4. Number of Shares:
   (a) Holding Company
   24 common shares.0167%
   (b) Subsidiaries-None
   (c) Other Company-None

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1. Name and Address: **Joyce R. Parrish**
   Antwerp, OH [xxx] USA

2. Principal Occupation: Banker

3. Title or Position:
   (a) Holding Company-None
   (b) Subsidiaries-Vice President
   Antwerp Exchange Bank Company
   (c) Other Company-None

4. Number of Shares:
   (a) Holding Company
   18 common shares.0125%
   (b) Subsidiaries-None
   (c) Other Company-None
1. Name and Address: **Geoffrey L. Hyman**  
   Payne, OH USA

2. Principal Occupation: Banker

3. Title or Position:  
   (a) Holding Company—None  
   (b) Subsidiaries—Vice President  
      Antwerp Exchange Bank Company  
   (c) Other Company; Recorder for Knights of Columbus;  
      Treasurer for Payne Chamber of Commerce

4. Number of Shares:  
   (a) Holding Company  
      61 common shares .0427%  
   (b) Subsidiaries—None  
   (c) Other Company—None

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1. Name and Address: **Twila D. Demongeot**  
   Antwerp, OH USA

2. Principal Occupation: Banker

3. Title or Position:  
   (a) Holding Company—None  
   (b) Subsidiaries—Assistant Vice Pres., Antwerp Exchange Bank Co.  
   (c) Other Company—Fiscal Officer of Carryall Twp.;

4. Number of Shares:  
   (a) Holding Company  
      30 common shares .0209%  
   (b) Subsidiaries—None  
   (c) Other Company—None
1. Name and Address: **Keith L. Malfait**  
   Spencerville, IN [redacted], USA

2. Principal Occupation: Banker

3. Title or Position  
   (a) Holding Company—None  
   (b) Subsidiaries—Vice President, Antwerp Exchange Bank Co. and Harlan LPO  
   © Other Company—None

4. Number of Shares  
   (a) Holding Company—None  
   (b) Subsidiaries—None  
   © Other Company—None