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. § 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, Blair Hillyer,
Name of the Holding Company Director and Official
Chief Executive Officer
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

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

Month / Day / Year

Reporters's Name, Street, and Mailing Address
FNB, Inc
Legal Title of Holding Company
P.O. Box 31
(Mailing Address of the Holding Company) Street / P.O. Box
Dennison OH 44621
City State Zip Code

Physical location (if different from mailing address)
105 Grant Street

Person to whom questions about this report should be directed:
John S. Bartles
Chief Fiscal Officer
Name Title
740 922 2532
Area Code / Phone Number / Extension
7409226376
Area Code / FAX Number
jbartles@FNBDennison.com
E-mail Address
fnbdennison.com
Address (URL) for the Holding Company's web page

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
RSD ID 1417369
C.I. ______________

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, D.C. 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, D.C. 20503.

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

12/2012
FNB, Inc.
FR Y-6
December 31, 2013

Report Item 1: The Holding Company is not registered with the SEC and thus the 10-K is not applicable. The Annual Report to Shareholders is enclosed.

Report Item 2a: Organization chart – enclosed
1. FNB, Inc. is a holding company located at 105 Grant Street, Dennison, Ohio, which owns all (100%) of outstanding stock of The First National Bank of Dennison, Ohio also located at 105 Grant Street, Dennison, Ohio, and all (100%) of outstanding stock of TuscValley Financial, Inc. located at 111 Front Avenue, S.E., New Philadelphia, Ohio. All corporations; FNB, Inc., The First National Bank of Dennison, Ohio and TuscValley Financial, Inc. are incorporated in the state of Ohio.

Report Item 2b: Branch listing of The First National Bank of Dennison, Ohio.
1. 105 Grant Street, Dennison, Ohio
2. 824 Boulevard, Dover, Ohio
3. 130 Walnut Street, Gnadenhutten, Ohio
4. 706 South Broadway, New Philadelphia, Ohio
5. 2046 East High Ave., New Philadelphia, Ohio

Report Item 3: Securities holders owning 5% or more of FNB, Inc.'s outstanding stock.
1. a) Bowerston Shale Company
   Bowerston, Ohio, USA
b) U.S.A.
c) 38,082 shares; 5.66% of outstanding common stock

a) CEDE & Company
   New York, New York, USA
b) U.S.A.
c) 158,634 shares; 23.57% of outstanding common stock

a) Lee A. Novak
   Uhrichsville, Ohio, USA
b) U.S.A.
c) 62,360 shares; 9.27% of outstanding common stock

2. None

Report Item 4: Insiders.
FNB, Inc.

100% 100%

FIRST NATIONAL BANK OF
Dennison, Ohio

Tuscaloosa Valley Financial Inc.
**Results:** A list of branches for your holding company FAB, INC in CLEVELAND, OH.

The data are as of 12/31/2014. Data reflects information that was received and processed through 12/30/2014.

**Recognition 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**
- **OE:** If the branch information is correct, enter "OE" in the Data Action column.
- **Change:** If the branch information is incorrect, enter the data, enter "OE" 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.
- **Sale:** If a branch listed was never owned by this depositor institution, enter "Sale" in the Data Action column.
- **Add:** If a reportable branch is moving, insert a new row, and 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 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, or Add.
The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - https://y10.frb.org.federalreserve.gov.

* FIE UNICOR, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

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<th>Date Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSSD</th>
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<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FIE UNICOR</th>
<th>Office Number</th>
<th>Head Office</th>
<th>Head Office ID_RSSD</th>
<th>Comments</th>
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<td>Full Service</td>
<td>005721</td>
<td>FIRST NATIONAL BANK OF DEWISON, OHIO</td>
<td>105 GRANT STREET</td>
<td>DENISON</td>
<td>OH</td>
<td>44621</td>
<td>TUSCARAWAS</td>
<td>UNITED STATES</td>
<td>4401</td>
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<td>818 E MAIN STREET</td>
<td>DENISON</td>
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</table>
DIRECTORS AND OFFICERS

1. Name and address
   John S. Bartles
   Gnadenhutten, Ohio

2. Principal occupation, if other than with the bank holding company organization
   Chief Financial Officer/
The First National Bank of Dennison

3. Title or position with:
   a) FNB, Inc.
      Secretary/Treasurer
   b) The First National Bank of Dennison
      Chief Financial Officer
   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer
      None

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.
      270 (.04%)
   b) The First National Bank of Dennison
      None
   c) Any other business company, if more than 25 percent of its outstanding voting securities are held
      None
1. Name and address

James M. Carrothers
Dennison, Ohio

2. Principal occupation, if other than with the bank holding company organization

Attorney

3. Title or position with:
   a) FNB, Inc.

Director

b) The First National Bank of Dennison

Director

c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer

Partner/
Stephenson, Stephenson & Carrothers
Attorneys At Law

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.

3,944 (.59%)

b) The First National Bank of Dennison

None

c) Any other business company, if more than 25 percent of its outstanding voting securities are held.

Stephenson, Stephenson & Carrothers
Attorneys at Law/ 62.5% Ownership
FNB, INC.
Report Item 4
December 31, 2013

1. Name and address
   Gregory L. DiDonato
   Dennison, Ohio

2. Principal occupation, if other than with the bank holding company organization
   Consultant

3. Title or position with:
   a) FNB, Inc.
      Director
   b) The First National Bank of Dennison
      Director
   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer
      Owner/Trainmaster Inn

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.
      365 (.05%)
   b) The First National Bank of Dennison
      None
   c) Any other business company, if more than 25 percent of its outstanding voting securities are held
      Trainmaster Inn/ 100% Ownership
1. Name and address

   William E. Ferris
   New Philadelphia, Ohio

2. Principal occupation, if other than with the bank holding company organization

   President/
   Ferris Chevrolet, Inc.

3. Title or position with:
   a) FNB, Inc.
   Director

   b) The First National Bank of Dennison
   Director

   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer
   President/ Ferris Chevrolet, Inc
   Owner/ BDMM Investments, LTD
   Partner/ TDM Properties, LTD
   Partner/ TBR Realty
   Owner/ Match Investments LLC
   Partner/ TIL Investments LLC
   Partner/ Ferris Realty

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.
   1,430 (.21%)

   b) The First National Bank of Dennison
   None

   c) Any other business company, if more than 25 percent of its outstanding voting securities are held
   Ferris Ownership, Inc./ 33% Ownership
   BDMM Investments, LTD/ 100% Ownership
   TDM Properties, LTD/ 50% Ownership
   TBR Realty/ 33% Ownership
   Match Investments LLC/ 100% Ownership
   TIL Investments LLC/ 50% Ownership
   Ferris Realty/ 30% Ownership
1. Name and address

Blair A. Hillyer
Dennison, Ohio [Redacted]

2. Principal occupation, if other than with the bank holding company organization

President & CEO/
The First National Bank of Dennison

3. Title or position with:
   a) FNB, Inc.

   President, CEO & Director

   b) The First National Bank of Dennison

   President, CEO & Director

   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer

   Vice President/
   Deer Hill, Inc.
   Chairman/
   Clay City Pipe Company
   Managing Member/
   BSC Land & Energy LLC

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.

   10,009 (1.49%)

   b) The First National Bank of Dennison

   None

   c) Any other business company, if more than 25 percent of its outstanding voting securities are held

   Deer Hill, Inc./
   25% Ownership
FNB, INC.
Report Item 4
December 31, 2013

1. Name and address
   Brad L. Hillyer
   Dennison, Ohio

2. Principal occupation, if other than with the bank holding company organization
   Attorney

3. Title or position with:
   a) FNB, Inc.
      Director
   b) The First National Bank of Dennison
      Director
   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer
      Attorney & Managing Partner/
      Connolly, Hillyer, Lindsay & Ong
      Director/
      Clay City Pipe Company
      Owner & Partner/
      Connolly, Hillyer & Welch
      President/
      Connolly, Hillyer & Welch Title Services, Inc
      Managing Member/
      BSC Land & Energy LLC
      President/
      Twelve Pack Lake

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.
      4,048 (.60%)
   b) The First National Bank of Dennison
      None
   c) Any other business company, if more than 25 percent of its outstanding voting securities are held
      Connolly, Hillyer, Lindsey & Ong/
      60% Ownership
      Connolly, Hillyer & Welch/ 100% Ownership
      Connolly, Hillyer & Welch Title Services, Inc./ 100% Ownership
Joseph J. Martinelli
Dennison, Ohio [Redacted]

Home Builder

Director

Owner/
Joseph J. Martinelli Building & Remodeling
Partner/ JJM Enterprises, LTD

6,431 (.96%)

None

Joseph J. Martinelli Building & Remodeling/
100% Ownership
JMJ Enterprises, LTD/33% Ownership
FNB, INC.
Report Item 4
December 31, 2013

1. Name and address
   Thomas P. Miller
   New Philadelphia, Ohio

2. Principal occupation, if other than with the
   bank holding company organization
   Local Businessman

3. Title or position with:
   a) FNB, Inc.
      Director
   b) The First National Bank of Dennison
      Director
   c) Title or position with any other business or
      company in which the person is a director,
      trustee, partner, or principal officer
      Owner/
      Dover News Agency

4. Number of shares and percentage of each class
   of voting securities owned, controlled, or held with
   power to vote:
   a) FNB, Inc.
      9,000 (1.34%)
   b) The First National Bank of Dennison
      None
   c) Any other business company, if more than 25
      percent of its outstanding voting securities are
      held
      Dover News Agency/
      100% Ownership
1. Name and address

Lawrence J. Mosher
New Philadelphia, Ohio

2. Principal occupation, if other than with the bank holding company organization

Executive Vice President/
The First National Bank of Dennison

3. Title or position with:
   a) FNB, Inc.

Executive Vice President/Director

   b) The First National Bank of Dennison

Executive Vice President/Director

   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer

None

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:

   a) FNB, Inc. 4,200 (.62%)

   b) The First National Bank of Dennison None

   c) Any other business company, if more than 25 percent of its outstanding voting securities are held None
1. Name and address

   Lee A. Novak
   Uhrichsville, Ohio

2. Principal occupation, if other than with the bank holding company organization

   Local Businessman

3. Title or position with:
   a) FNB, Inc.
      Director
   b) The First National Bank of Dennison
      Director
   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer
      None

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.
      62,360 (9.27%)
   b) The First National Bank of Dennison
      None
   c) Any other business company, if more than 25 percent of its outstanding voting securities are held
      None
1. Name and address

   Michael Oberholzer
   Dennison, Ohio

2. Principal occupation, if other than with the bank holding company organization

   Local Businessman

3. Title or position with:
   a) FNB, Inc.

   Director

   b) The First National Bank of Dennison

   Director

   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer

   None

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.

   8,779 (1.30%)

   b) The First National Bank of Dennison

   None

   c) Any other business company, if more than 25 percent of its outstanding voting securities are held

   None
1. Name and address

   Jay R. Tolloti

   New Philadelphia, Ohio

2. Principal occupation, if other than with the bank holding company organization

   Dentist

3. Title or position with:
   a) FNB, Inc.

   Director

   b) The First National Bank of Dennison

   Director

   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer

   President/

   Dr. T's, Inc.

   President/

   Tolloti Dentistry, Inc.

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.

   500 (.07%)

   b) The First National Bank of Dennison

   None

   c) Any other business company, if more than 25 percent of its outstanding voting securities are held.

   Dr. T's, Inc./

   100% Ownership

   Tolloti Dentistry, Inc./

   100% Ownership
1. Name and address

Douglas L. Peterman
Dover, Ohio

2. Principal occupation, if other than with the bank holding company organization

President/
Peterman Plumbing & Heating, Inc.

3. Title or position with:
   a) FNB, Inc.
   b) The First National Bank of Dennison
   c) Title or position with any other business or company in which the person is a director, trustee, partner, or principal officer

   Director
   Director
   President/
   Peterman Plumbing & Heating, Inc.

4. Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote:
   a) FNB, Inc.
   b) The First National Bank of Dennison
   c) Any other business company, if more than 25 percent of its outstanding voting securities are held

40 (.01%)
None
Peterman Plumbing & Heating, Inc./
100% Ownership