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, John T. Schwierling
Name of the Holding Company Director and Official
Secretary and 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.

Signature of Holding Company Director and Official

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
Ressed ID
C.I. 36291927

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

Reporters Name, Street, and Mailing Address
Guardian Bancorp
Legal Title of Holding Company
6100 West Chester Road
(Mailing Address of the Holding Company) Street / P.O. Box
West Chester OH 45069
City State Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:
Sue Richey
Accounting Manager
Name Title
513-603-1728
Area Code / Phone Number / Extension
513-603-1718
Area Code / FAX Number
srichey@guardiansavingsbank.com
E-mail Address
n/a
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 5.35 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.
Report Item
1: The savings and loan holding company does not prepare an annual report for its securities holders and is not registered with the SEC.

2a: Organizational Chart

Guardian Bancorp, Inc.
West Chester, Ohio
Incorporated in the state of Delaware

(Owns 100% )
Guardian Savings Bank, FSB

2b: Domestic Branch listing provided to the Federal Reserve Bank
Results: A list of branches for your holding company: GUARDIAN BANCORP, INC (3827932) of CINCINNATI, OH. The data is as of 12/31/2013. Data reflects information that was received and processed through 12/31/2013.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Branch Opened</th>
<th>Branch Service Type</th>
<th>Branch ID</th>
<th>RASSO*</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 UNINUM*</th>
<th>Office Number*</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td>November-10</td>
<td>Full Service (Head Office)</td>
<td>727174</td>
<td></td>
<td>GUARDIAN SAVINGS BANK, F.S.B.</td>
<td>6100 WEST CHESTER ROAD</td>
<td>WEST CHESTER</td>
<td>OH</td>
<td>45069</td>
<td>BUTLER</td>
<td>UNITED STATES</td>
<td>40832</td>
<td>010</td>
</tr>
<tr>
<td>OK</td>
<td>June-96</td>
<td>Full Service</td>
<td>41466025</td>
<td></td>
<td>FORT WRIGHT BRANCH</td>
<td>10 KYLES LN</td>
<td>COVINGTON</td>
<td>KY</td>
<td>41011</td>
<td>KENTON</td>
<td>UNITED STATES</td>
<td>264482</td>
<td>103</td>
</tr>
<tr>
<td>OK</td>
<td>June-99</td>
<td>Full Service</td>
<td>4146607</td>
<td></td>
<td>FLORENCE BRANCH</td>
<td>7550 MALL RD</td>
<td>FLORENCE</td>
<td>KY</td>
<td>41042</td>
<td>BOONE</td>
<td>UNITED STATES</td>
<td>456476</td>
<td>104</td>
</tr>
<tr>
<td>OK</td>
<td>August-98</td>
<td>Full Service</td>
<td>4146616</td>
<td></td>
<td>FORT THOMAS BRANCH</td>
<td>145 FORT THOMAS AVE</td>
<td>FORT THOMAS</td>
<td>KY</td>
<td>41075</td>
<td>CAMPBELL</td>
<td>UNITED STATES</td>
<td>456477</td>
<td>105</td>
</tr>
<tr>
<td>OK</td>
<td>August-96</td>
<td>Full Service</td>
<td>4146634</td>
<td></td>
<td>LEXINGTON BRANCH</td>
<td>501 SOUTHLAND DR</td>
<td>LEXINGTON</td>
<td>KY</td>
<td>40503</td>
<td>FAYETTE</td>
<td>UNITED STATES</td>
<td>457016</td>
<td>107</td>
</tr>
<tr>
<td>OK</td>
<td>August-83</td>
<td>Full Service</td>
<td>4146586</td>
<td></td>
<td>BROOKSTOWN BRANCH</td>
<td>5311 HARRISON AVE</td>
<td>CINCINNATI</td>
<td>OH</td>
<td>45248</td>
<td>HAMILTON</td>
<td>UNITED STATES</td>
<td>264480</td>
<td>101</td>
</tr>
<tr>
<td>OK</td>
<td>October-83</td>
<td>Full Service</td>
<td>4146595</td>
<td></td>
<td>CHERRY GROVE BRANCH</td>
<td>560 OHIO PIKE</td>
<td>CINCINNATI</td>
<td>OH</td>
<td>45255</td>
<td>CLERMONT</td>
<td>UNITED STATES</td>
<td>264480</td>
<td>102</td>
</tr>
<tr>
<td>OK</td>
<td>July-94</td>
<td>Full Service</td>
<td>4146594</td>
<td></td>
<td>MT AIRY BRANCH</td>
<td>5001 COLERAIN AVENUE</td>
<td>CINCINNATI</td>
<td>OH</td>
<td>45239</td>
<td>HAMILTON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
</tr>
<tr>
<td>OK</td>
<td>October-76</td>
<td>Full Service</td>
<td>4146643</td>
<td></td>
<td>PEACH GROVE BRANCH</td>
<td>5671 SPRINGDALE RD</td>
<td>CINCINNATI</td>
<td>OH</td>
<td>45251</td>
<td>HAMILTON</td>
<td>UNITED STATES</td>
<td>264479</td>
<td>100</td>
</tr>
<tr>
<td>OK</td>
<td>June-06</td>
<td>Full Service</td>
<td>4146652</td>
<td></td>
<td>TRI-COUNTY BRANCH</td>
<td>11333 PRINCETON PIKE</td>
<td>CINCINNATI</td>
<td>OH</td>
<td>45246</td>
<td>HAMILTON</td>
<td>UNITED STATES</td>
<td>456478</td>
<td>105</td>
</tr>
</tbody>
</table>
Guardian Bancorp, Inc. Cincinnati, Ohio
Fiscal Year Ending December 31, 2013

Report 3 (1)(a)(b)(c) Securities Holders
Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12/31/12

(1)(a) (1)(b) (1)(c)
Name Country of Citizenship Number & Percentage of Each Class of Voting Securities
Louis Beck
Boca Raton, FL USA 375 - 75% of Common Stock

Harry Yeaggy
Cincinnati, OH USA 125 - 25% of Common Stock

Report 3 (2)(a)(b)(c) Securities Holders
Securities holders 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 12/31/12

(2)(a) (2)(b) (2)(c)
Name Country of Citizenship Number & Percentage of Each Class of Voting Securities
City, State
N/A
<table>
<thead>
<tr>
<th>Name, City, State, Country</th>
<th>Principal Occupation, if other than with the Holding Company Business Owner</th>
<th>Title &amp; Position with Holding Company</th>
<th>Title &amp; Position with Subsidiaries</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.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Louis S. Beck, Boca Raton, FL, USA</td>
<td>Principal Occupation, if other than with the Holding Company Business Owner</td>
<td>Title &amp; Position with Holding Company CEO, President, Chairman</td>
<td>Title &amp; Position with Subsidiaries Chairman of the Board</td>
<td>Owner, Beck Hospitality</td>
<td>75%</td>
<td>None</td>
</tr>
<tr>
<td>Harry Yeaggy, Cincinnati, Ohio, USA</td>
<td>President &amp; CEO</td>
<td>N/A</td>
<td>Senior Ex.VP</td>
<td>President &amp; CEO Union Savings Bank Vice Chairman, Beck Hospitality</td>
<td>25%</td>
<td>None</td>
</tr>
<tr>
<td>Kevin S. Motley, Middletown, Ohio USA</td>
<td>CFO/Treasurer</td>
<td>CFO/Treasurer</td>
<td>CFO/Treasurer</td>
<td>N/A</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>John T. Schwierling, Cincinnati, Ohio, USA</td>
<td>Attorney</td>
<td>Secretary</td>
<td>Secretary</td>
<td>Attorney, Ritter &amp; Randolf LLP</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Donald Bailey, Cincinnati, Ohio, USA</td>
<td>VP of Sales</td>
<td>Director</td>
<td>Director</td>
<td>VP of Sales, Prominent Title Co.</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>David Brown, Cincinnati, Ohio, USA</td>
<td>Business Owner</td>
<td>Director</td>
<td>Director</td>
<td>Owner, Metzger Machine Co.</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Richard Burkhart, Cincinnati, Ohio, USA</td>
<td>Bank President</td>
<td>Director</td>
<td>Director</td>
<td>President, Guardian Savings Bank</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>J.R. Nieberding, Cincinnati, Ohio, USA</td>
<td>Attorney</td>
<td>Director</td>
<td>Director</td>
<td>Attorney Nieberding &amp; Nieberding, LLP</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Edward Zillig, Cincinnati, Ohio, USA</td>
<td>Business Owner</td>
<td>Director</td>
<td>Director</td>
<td>Owner, Zillig Excavating &amp; Paving, Inc.</td>
<td>None</td>
<td>None</td>
</tr>
</tbody>
</table>