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)(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. § 3105(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.12(c) of Regulation K (12 C.F.R. § 211.12(c)); and Section 225.6(b) of Regulation Y (12 C.F.R. § 225.6(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.

1. Dean Keiler
Name of the Holding Company Director and Official
President and Director

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 containing that individual.

Signature of Holding Company Director and Official
03/18/2015

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

RUSID: 4226693
C.I.

Date of Report (top-tier holding company’s fiscal year-end):
December 31, 2014

Month / Day / Year

Reporter’s Legal Entity Identifier (LEI) (20 Character LEI Code)

Reporter’s Name, Street, and Mailing Address

FN Bankshares, Inc.

Legal Title of Holding Company

PO Box 188

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

Sycamore OH 44882

City State Zip Code

141 S Sycamore Ave

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Donna Peterson

AVP

Name

Title

419-927-6392

Area Code / Phone Number / Extension

419-927-6000

Area Code / FAX Number

dpetersong@fnbsycamore.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 ☐ No

Please identify the item reports to which this request applies:

☐ In accordance with the instructions on pages OEN-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.

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, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503. 10/2014
Report Item 1:
The bank holding company prepares an annual report for its securities holders. Two copies are enclosed.

Report Item 2a: Organizational Chart

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FNB Bancshares, Inc.
Sycamore, OH
Incorporated in Ohio

100%

The First National Bank of Sycamore
Sycamore, OH
Incorporated in Ohio
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Report Item 2b: Branch Verification Report - Submitted via email on 3/17/2015

Report Item 3: N/A
Results: A list of branches for your depository institution: FIRST NATIONAL BANK OF SYCAMORE, THE (ID: RSSD 592023).
This depository institution is held by FINBANKSHARES, INC. (02809928) of SYCAMORE, CHI.
The data are as of 12/30/2014. Data reflects information that was received and processed through 12/07/2015.

Reconciliation and Verification Steps:
3. 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 closing 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 new, add 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 SIC, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure:
When you are finished, send a saved copy to your FIB contact. See the detailed instructions on this site for more information.
If you are e-mailing this to your FIB 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 Schedule 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: RSSD*</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>FRB UNNUM*</th>
<th>Office Number*</th>
<th>Comments</th>
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</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service (Head Office)</td>
<td>513506</td>
<td>FIRST NATIONAL BANK OF SYCAMORE, THE</td>
<td>141 SOUTH SYCAMORE AVENUE</td>
<td>SYCAMORE</td>
<td>OR</td>
<td>44802</td>
<td>WYANDOT</td>
<td>UNITED STATES</td>
<td>44802</td>
<td>0</td>
<td></td>
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<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>4B3023</td>
<td>MC CUCHENVILLE BRANCH</td>
<td>64 STATE HIGHWAY 15 NORTH</td>
<td>MCC CUCHENVILLE</td>
<td>OR</td>
<td>44804</td>
<td>WYANDOT</td>
<td>UNITED STATES</td>
<td>213937</td>
<td>3</td>
<td></td>
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<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>770013</td>
<td>NEW REI REGIONAL BRANCH</td>
<td>55 E TITIN STREET</td>
<td>NEW REIGEL</td>
<td>OR</td>
<td>48556</td>
<td>SENICA</td>
<td>UNITED STATES</td>
<td>213526</td>
<td>2</td>
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* FRB UNNUM, Office Number, and ID: RSSD columns are for reference only. Verification of these values is not required.
<table>
<thead>
<tr>
<th>(1) Name, City, State, Country</th>
<th>(2) Principal Occupation if other than with Bank Holding Co.</th>
<th>(3)(a) Title &amp; Position with Bank Holding Co.</th>
<th>(3)(b) Title &amp; Position with Subsidiaries</th>
<th>(3)(c) Title &amp; Position with Other Businesses</th>
<th>(4)(a) Percentage of Voting Shares in Bank Holding Co.</th>
<th>(4)(b) Percentage of Voting Shares in Subsidiaries</th>
<th>(4)(c) Names of other companies and percentage of voting securities</th>
</tr>
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<tbody>
<tr>
<td>David Bacon</td>
<td>Attorney Roth &amp; Bacon, LLC</td>
<td>Director</td>
<td>Director</td>
<td>Vice President and Secretary - Roth &amp; Bacon, LLC</td>
<td>1%</td>
<td>1%</td>
<td>Roth &amp; Bacon 50% MN Enterprises, Inc. 50%</td>
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<tr>
<td>Upper Sandusky, OH USA</td>
<td></td>
<td></td>
<td>The First National Bank of Sycamore</td>
<td>Vice President and Secretary - MN Enterprises, Inc.</td>
<td></td>
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<tr>
<td>Patrick Carey</td>
<td>Vice President The First National Bank of Sycamore</td>
<td>Treasurer</td>
<td>Vice President</td>
<td>N/A</td>
<td>1%</td>
<td>1%</td>
<td>N/A</td>
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<td>Upper Sandusky, OH USA</td>
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<tr>
<td>Richard Ekleberry II</td>
<td>Broadband Operations Manager Sycamore Telephone Company</td>
<td>Director</td>
<td>Director</td>
<td>Secretary - Sycamore Telephone Company</td>
<td>1%</td>
<td>1%</td>
<td>N/A</td>
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<td>Sycamore, OH USA</td>
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<td>The First National Bank of Sycamore</td>
<td>Secretary - Sycamore Cellular Telephone Company</td>
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<tr>
<td>Dean Keller</td>
<td>President The First National Bank of Sycamore</td>
<td>President</td>
<td>President</td>
<td>N/A</td>
<td>1%</td>
<td>1%</td>
<td>N/A</td>
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<tr>
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<td>The First National Bank of Sycamore</td>
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<tr>
<td>Mark Mack</td>
<td>President New Riegel Elevator Inc.</td>
<td>Director</td>
<td>Director</td>
<td>President New Riegel Elevator Inc.</td>
<td>1%</td>
<td>1%</td>
<td>New Riegel Elevator Inc. 48%</td>
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<td>The First National Bank of Sycamore</td>
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<tr>
<td>Brian Montz</td>
<td>Vice President The First National Bank of Sycamore</td>
<td>Secretary</td>
<td>Vice President</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>Tiffin, OH USA</td>
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<td>The First National Bank of Sycamore</td>
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<tr>
<td>Dennis Rosier</td>
<td>President Rosier’s, Inc.</td>
<td>Director</td>
<td>Director</td>
<td>President Rosier’s, Inc.</td>
<td>1%</td>
<td>1%</td>
<td>Rosier’s, Inc. 100% BR Rental, LLC 50%</td>
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<tr>
<td>New Riegel, OH USA</td>
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<td>The First National Bank of Sycamore</td>
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<tr>
<td>Charles Zimmer</td>
<td>Farmer</td>
<td>Director</td>
<td>Director</td>
<td>N/A</td>
<td>1%</td>
<td>1%</td>
<td>N/A</td>
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<tr>
<td>Sycamore, OH USA</td>
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<td></td>
<td>The First National Bank of Sycamore</td>
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