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)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611(a)); 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. Martin P Sutter
Name of the Holding Company Director and Official
Chairman of the Board
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.

Date of Report (top-tier holding company’s fiscal year-end):
December 31, 2014
Month / Day / Year
N/A

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

Reporter's Name, Street, and Mailing Address
Gen Banc, Inc.
P.O. Box 98
Genoa OH 43430

City State Zip Code
801 Main Street
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Todd Marsh VP CFO
Name Title

Area Code / Phone Number / Extension
Area Code / FAX Number
567-400-1235 419-855-3789

E-mail Address
tmarsh@genobank.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

RSSD ID 1071388

☐ Yes
☐ No

Does the reporter request confidential treatment for any portion of this submission?

☐ Yes
☐ No

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."

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
Form FR Y-6

GenBanc, Inc.
Genoa, Ohio
Fiscal Year Ending December 31, 2014

Report Item
1: GenBanc prepares an annual report for its shareholders.
   Three copies included

2a: Organizational Chart

```
GenBanc, Inc. Genoa, Ohio
Incorp In Ohio

100% Genoa Financial, Inc.
   Genoa, Ohio
   Incorp In Ohio

100% The Genoa Banking Company Genoa, Ohio
   Incorp In Ohio

100% GenBanc Software, Inc.
   Genoa, Ohio
   Inc In Ohio
```
**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.

If 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 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.

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**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.

*FDIC UNNUM, Office Number, and ID_RSSD 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_RSSD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State Code</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_RSSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>ok</td>
<td>Full Service</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>022391</td>
<td>793 CONANT STREET BRANCH</td>
<td>793 CONANT STREET</td>
<td>MAUMEE</td>
<td>OH</td>
<td>43537</td>
<td>LUCAS</td>
<td>UNITED STATES</td>
<td>151</td>
<td>0</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>022391</td>
<td></td>
</tr>
<tr>
<td>ok</td>
<td>Full Service</td>
<td>MILLBURY BRANCH</td>
<td>385512</td>
<td>MILLBURY BRANCH</td>
<td>24950 STATE ROUTE 51 W</td>
<td>MILBURY</td>
<td>OH</td>
<td>43447</td>
<td>OTTAWA</td>
<td>UNITED STATES</td>
<td>192451</td>
<td>1</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>022391</td>
<td></td>
</tr>
<tr>
<td>ok</td>
<td>Full Service</td>
<td>CLEVELAND BRANCH</td>
<td>1355644</td>
<td>CLEVELAND BRANCH</td>
<td>1301 NAUER AVENUE</td>
<td>CLEVELAND</td>
<td>OH</td>
<td>43656</td>
<td>LUCAS</td>
<td>UNITED STATES</td>
<td>192451</td>
<td>2</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>022391</td>
<td></td>
</tr>
<tr>
<td>ok</td>
<td>Full Service</td>
<td>ROSSFORD BRANCH</td>
<td>3397594</td>
<td>ROSSFORD BRANCH</td>
<td>9920 OLD US 20</td>
<td>ROSSFORD</td>
<td>OH</td>
<td>43648</td>
<td>WOOD</td>
<td>UNITED STATES</td>
<td>439251</td>
<td>4</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>022391</td>
<td></td>
</tr>
<tr>
<td>ok</td>
<td>Full Service</td>
<td>SYLVANIA BRANCH</td>
<td>4750639</td>
<td>SYLVANIA BRANCH</td>
<td>5401 MONROE STREET</td>
<td>SYLVANIA</td>
<td>OH</td>
<td>43540</td>
<td>LUCAS</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>022391</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 fiscal year ending 12-31-2014**

<table>
<thead>
<tr>
<th>(1)(a) Name &amp; Address</th>
<th>(1)(b) Country of Citizenship</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>George Bowland II, Trustee of The George Bowland Trust</td>
<td>USA</td>
<td>29,153.697 Shares - 6.90% Common Stock</td>
</tr>
<tr>
<td>Genoa, Ohio</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Linda Bertok</td>
<td>USA</td>
<td>58,350.554 Shares - 14.32% Common Stock</td>
</tr>
<tr>
<td>Waterville, OH</td>
<td></td>
<td></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 12-31-2013**

<table>
<thead>
<tr>
<th>(2)(a) Name &amp; Address</th>
<th>(2)(b) Country of Citizenship</th>
<th>(2)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Timothy J. Fisher, Deceased 2013</td>
<td>USA</td>
<td>44,592.764 Shares - 11.96% Common Stock</td>
</tr>
<tr>
<td>Waterville, OH 43566-0140</td>
<td></td>
<td>Transferred above shares to Linda Bertok and other heirs; only Bertok Family is reportable</td>
</tr>
</tbody>
</table>
### Report Item 4: Insiders
(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
<th>Principal Occupation</th>
<th>Title &amp; Position with Holding Company</th>
<th>Title &amp; Position with Genoa Banking Co.</th>
<th>Percentage of Voting Shares in Bank Holding Company</th>
<th>Percentage of Voting Shares in Subsidiaries</th>
<th>Names of Other Companies if &gt;25% Voting Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Martin P. Sutter</td>
<td>Martin, Ohio</td>
<td>N/A</td>
<td>President/CEO and Director</td>
<td>None</td>
<td>3.37%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Ronald Glandiex</td>
<td>Oregon, OH</td>
<td>Sales-building supplies</td>
<td>Chairman</td>
<td>Chairman</td>
<td>2.87%</td>
<td>N/A</td>
<td>Gladieux Lumber &amp; Supply Eagles Landing, LLC 50%</td>
</tr>
<tr>
<td>Mark Hecklinger</td>
<td>Millbury, OH</td>
<td>Horticulture</td>
<td>Director</td>
<td>Director</td>
<td>0.68%</td>
<td>N/A</td>
<td>Hecklinger Greenhouse 100%</td>
</tr>
<tr>
<td>Denise M. Bowland</td>
<td>Genoa, OH</td>
<td>Attorney</td>
<td>Director</td>
<td>Director</td>
<td>1.09%</td>
<td>N/A</td>
<td>Bowland Law Office 100%</td>
</tr>
<tr>
<td>Douglas Samson</td>
<td>Perrysburg, Ohio</td>
<td>Retail Sales</td>
<td>Director</td>
<td>Director</td>
<td>0.89%</td>
<td>N/A</td>
<td>Samsen Furniture DMR Furniture Enterprises Sambury, LLC 55%</td>
</tr>
<tr>
<td>Steven Irwin</td>
<td>Holland, OH</td>
<td>CPA</td>
<td>Director</td>
<td>Partner RaynerFoosKrus &amp; Irwin CPAs</td>
<td>0.03%</td>
<td>N/A</td>
<td>RaynerFoosKrus &amp; Irwin CPAs 25%</td>
</tr>
<tr>
<td>Kevin Bringe</td>
<td>Martin, Ohio</td>
<td>Farmer</td>
<td>Director</td>
<td>President-Bringe Farms</td>
<td>3.13%</td>
<td>N/A</td>
<td>Bringe Farms 100%</td>
</tr>
</tbody>
</table>

(1) Based upon 373,725,169 shares outstanding at December 31, 2014
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

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I. Martin P. Sutter
Name of the Holding Company Director and Official
President & CEO
Title of the Holding Company Director and Official
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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
RASSD ID 1071388
C.I.

Does the reporter request confidential treatment for any portion of this submission?
☐ Yes Please identify the report items to which this request applies:
☐ No

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.”

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

Reporter’s Name, Street, and Mailing Address
GenBanc, Inc
Legal Title of Holding Company
P.O. Box 98
(Mailing Address of the Holding Company): Street / P.O. Box
Genoa
City OH 43430
State Zip Code

Physical location (if different from mailing address)
801 Main Street

Person to whom questions about this report should be directed:
Todd Marsh VP CFO
Name Title
567-400-1235
Area Code / Phone Number / Extension
419-855-3789
Area Code / FAX Number
tmarsh@genoabank.com
E-mail Address

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