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, Timothy J. Kronenwetter
Name of the Holding Company Director and Official
President and C.E.O.
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
03/15/2015
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
Rасс ID 44A 2224
C.I. __________

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
InFirst Bancorp, MHC
935 Philadelphia Street
(Mailing Address of the Holding Company) Street / P.O. Box
Indiana PA 15701
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Ryan M. Glista
SVP & C.F.O.
Name Title
724-349-2812 216
Area Code / Phone Number / Extension
724-349-4346
Area Code / Fax Number

glistar@indianafirst.com
E-mail Address

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 5.26 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
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>InFirst Bancorp, Inc</th>
<th>Legal Title of Subsidiary Holding Company</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>935 Philadelphia Street</strong></td>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
</tr>
<tr>
<td>Indiana PA 15701</td>
<td>City State Zip Code</td>
</tr>
<tr>
<td>Physical Location (if different from mailing address)</td>
<td>Physical Location (if different from mailing address)</td>
</tr>
<tr>
<td><strong>Legal Title of Subsidiary Holding Company</strong></td>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
</tr>
<tr>
<td>City State Zip Code</td>
<td>Physical Location (if different from mailing address)</td>
</tr>
<tr>
<td><strong>Legal Title of Subsidiary Holding Company</strong></td>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
</tr>
<tr>
<td>City State Zip Code</td>
<td>Physical Location (if different from mailing address)</td>
</tr>
<tr>
<td><strong>Legal Title of Subsidiary Holding Company</strong></td>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
</tr>
<tr>
<td>City State Zip Code</td>
<td>Physical Location (if different from mailing address)</td>
</tr>
<tr>
<td><strong>Legal Title of Subsidiary Holding Company</strong></td>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
</tr>
<tr>
<td>City State Zip Code</td>
<td>Physical Location (if different from mailing address)</td>
</tr>
</tbody>
</table>

12/2012
Form FR Y-6

InFirst Bancorp, MHC
Indiana, PA
Fiscal Year Ending December 31, 2014

Report Item

1: Annual Report to Shareholders
The mutual holding company does not prepare an annual report and is not registered with the SEC. Audited financial statements are prepared in accordance with GAAP guidelines and will be submitted upon completion of the audit.

2a: Organizational Chart

```
InFirst Bancorp, MHC
Indiana, PA
Incorporated in Pennsylvania
Mutual Holding Company

100%

InFirst Bancorp, Inc.
Indiana, PA
Incorporated in Maryland
Stock Holding Company

100%

Indiana First Savings Bank
Indiana, Pa
Incorporated in Pennsylvania

100%

InFirst Financial Advisors, LLC
Indiana, PA
Incorporated in Pennsylvania
```
### Item 3: Securities Holder - InFirst Bancorp, MHC

Not Applicable

### Item 4: Insiders – for InFirst Bancorp, MHC

<table>
<thead>
<tr>
<th>Name</th>
<th>Position</th>
<th>Chief Title &amp; Position with Holding Company</th>
<th>Director, President and Chief Executive Officer of InFirst Bancorp, Inc. &amp; Indiana First Savings Bank</th>
<th>Director, President and Chief Executive Officer of Other Insured State Depository Institutions, Duly Authorized Officers of Other Insured State Depository Institutions</th>
<th>N/A</th>
<th>N/A</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td>Charles L. Franco</td>
<td>Retired</td>
<td>Director</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Timothy J. Kanemeyer</td>
<td>President and Chief Executive Officer, Indiana First Savings Bank</td>
<td>Director, President and Chief Executive Officer</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Richard L. Shoemaker</td>
<td>Funeral Home Owner</td>
<td>Director</td>
<td>Shoemaker Funeral Home, Inc. &amp; Indiana First Savings Bank</td>
<td>Shoemaker Funeral Home, Inc. - 60%</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Thomas W. Teaf</td>
<td>Restaurant Owner</td>
<td>Director</td>
<td>Sorwen Inc., President &amp; Wray Inc., President</td>
<td>Sorwen Inc., - 51%</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Charles E. Reeseki</td>
<td>Tax and Audit Professional</td>
<td>Director, Vice Chairman of the Board</td>
<td>Reeseki Holdings LLC, President, C. Edward Reeseki, Accounting, President</td>
<td>Reeseki Holdings LLC - 100%</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Donna M. Bender-Smith</td>
<td>Retired, Middle School Principal</td>
<td>Director</td>
<td>InFirst Bancorp, Inc &amp; Indiana First Savings Bank</td>
<td>Evans &amp; Mack, CPA, Partner</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>George M. Evans</td>
<td>Tax and Audit Professional</td>
<td>Director, Chairman of the Board</td>
<td>InFirst Bancorp, Inc &amp; Indiana First Savings Bank</td>
<td>Evans &amp; Mack, CPA - 50%</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Michael T. Clark</td>
<td>Attorney</td>
<td>Director</td>
<td>Shareholder, Hobstiger &amp; Armstrong, P.C. Partner, W. R. C. Reeseki, LP JMJ Partners, LLC, L.L.C., M. Mitchell Associates, LLC, officer</td>
<td>Hobstiger &amp; Armstrong, PC - 50% JMJ Partners, LLC - 50% M. Mitchell Associates, LLC - 50%</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Ryan M. Glista</td>
<td>Senior Vice President and Chief Financial Officer, Indiana First Savings Bank</td>
<td>Senior Vice President and Chief Financial Officer</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Nicole M. Shenker</td>
<td>Senior Vice President and Chief Retail Lending Officer, Indiana First Savings Bank</td>
<td>Corporate Secretary</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>
Item 3: Securities Holder – InFirst Bancorp, Inc. (lower-tier holding company of InFirst Bancorp, MHC)

Not Applicable

Item 4: Insiders – for InFirst Bancorp, Inc. (lower-tier holding company of InFirst Bancorp, MHC)

<table>
<thead>
<tr>
<th>Name</th>
<th>Title</th>
<th>Address</th>
<th>Principal Shareholder of Holding Company</th>
<th>Principal Officer of Bank and Subsidiaries</th>
<th>Zip Code</th>
<th>Percentage of Voting Shares of Holding Company</th>
<th>Percentage of Voting Shares of Subsidiaries</th>
<th>Other Information</th>
</tr>
</thead>
<tbody>
<tr>
<td>Charles L. Freer</td>
<td>Retired</td>
<td>Director</td>
<td>Director, InFirst Bancorp, MHC &amp; Indiana First Savings Bank</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Timothy J. Kremenweter</td>
<td>President and Chief Executive Officer, Indiana First Savings Bank</td>
<td>Director, President and Chief Executive Officer</td>
<td>Director, President and Chief Executive Officer, InFirst Bancorp, MHC &amp; Indiana First Savings Bank</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Richard L. Shoemaker</td>
<td>Director</td>
<td>Director</td>
<td>Director, InFirst Bancorp, MHC &amp; Indiana First Savings Bank</td>
<td>Shoemaker Funeral Home, Inc, President Shoemaker Monuments, Inc, President Shoemaker Rentals, President</td>
<td>N/A</td>
<td>N/A</td>
<td>Shoemaker Funeral Home, - 60% Shoemaker Monuments - 60% Shoemaker Rentals - 100%</td>
<td>N/A</td>
</tr>
<tr>
<td>Thomas W. Teal</td>
<td>Restaurant Owner</td>
<td>Director</td>
<td>Director, InFirst Bancorp, MHC &amp; Indiana First Savings Bank</td>
<td>Seaworn Inc, President Seaworn Inc, President &amp; Wynn Inc, President</td>
<td>N/A</td>
<td>N/A</td>
<td>Seaworn Inc, - 51% Wynn Inc, - 51%</td>
<td>N/A</td>
</tr>
<tr>
<td>Charles R. Receski</td>
<td>Tax and Audit Professional</td>
<td>Director</td>
<td>Director, Vice Chairman of the Board, InFirst Bancorp, MHC &amp; Indiana First Savings Bank</td>
<td>Receski Holdings LLC, President C Edward Receski Accounting, President</td>
<td>N/A</td>
<td>N/A</td>
<td>Receski Holdings LLC - 100% C Edward Receski Accounting - 100%</td>
<td>N/A</td>
</tr>
<tr>
<td>Donna M. Brader-Smith</td>
<td>Retired, Middle School Principal</td>
<td>Director</td>
<td>Director, InFirst Bancorp, MHC &amp; Indiana First Savings Bank</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>George M. Evans</td>
<td>Tax and Audit Professional</td>
<td>Director</td>
<td>Director, Chairman of the Board, InFirst Bancorp, MHC &amp; Indiana First Savings Bank</td>
<td>Evans &amp; Mack, CPA, Partner</td>
<td>N/A</td>
<td>N/A</td>
<td>Evans &amp; Mack, CPA - 50%</td>
<td>N/A</td>
</tr>
<tr>
<td>Michael T. Clark</td>
<td>Attorney</td>
<td>Director</td>
<td>Director, InFirst Bancorp, MHC &amp; Indiana First Savings Bank</td>
<td>Shareholder, Holinger, Clark &amp; Armstrong, P.C., Partner, Wolf Run Consulting, LP JMN Partners LLC, officer M Mitchell Associates, LLC, officer</td>
<td>N/A</td>
<td>N/A</td>
<td>Holinger Clark &amp; Armstrong, PC - 50% JMN Partners LLC - 50% M Mitchell Associates, LLC - 50%</td>
<td>N/A</td>
</tr>
<tr>
<td>Ryan M. Glista</td>
<td>Senior Vice President and Chief Financial Officer, Indiana First Savings Bank</td>
<td>Senior Vice President and Chief Financial Officer</td>
<td>Senior Vice President and Chief Financial Officer</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Nicole S. Shaffer</td>
<td>Senior Vice President and Chief Retail Leading Officer, Indiana First Savings Bank</td>
<td>Corporate Secretary</td>
<td>Corporate Secretary</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>
Results: A list of branches for your holding company: INFIRST BANCORP INC (4442224) of INDIANA, PA. The data are as of 12/31/2014. Data reflects information that was received and processed through 01/09/2015.

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.

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_ASSD 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_ASSD*</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 UNNUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_ASSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>[90417]</td>
<td>INDIANA FIRST SAVINGS BANK</td>
<td>935 PHILADELPHIA ST</td>
<td>INDIANA</td>
<td>PA</td>
<td>15721</td>
<td>INDIANA</td>
<td>UNITED STATES</td>
<td>40597</td>
<td>0 [INDIANA FIRST SAVINGS BANK]</td>
<td>90417</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>[3311978]</td>
<td>BURNELL TOWNSHIP BRANCH</td>
<td>323 ROUTE 27 HIGHWAY W</td>
<td>FRIDEL</td>
<td>PA</td>
<td>15732</td>
<td>INDIANA</td>
<td>UNITED STATES</td>
<td>425558</td>
<td>10 [INDIANA FIRST SAVINGS BANK]</td>
<td>90417</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>[2289936]</td>
<td>TOWNFAIR CENTER OFFICE</td>
<td>675 SOUTH BEN FRANKLIN</td>
<td>INDIANA</td>
<td>PA</td>
<td>15726</td>
<td>INDIANA</td>
<td>UNITED STATES</td>
<td>573317</td>
<td>100 [INDIANA FIRST SAVINGS BANK]</td>
<td>90417</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>[2289936]</td>
<td>PUNXSUTAWNEY OFFICE BRANCH</td>
<td>8 BEYER ROAD</td>
<td>PUNXSUTAWNEY</td>
<td>PA</td>
<td>15747</td>
<td>JEFFERSON</td>
<td>UNITED STATES</td>
<td>610163</td>
<td>10 [INDIANA FIRST SAVINGS BANK]</td>
<td>90417</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>