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 211.13(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, LAWRENCE J. KIEFER, PARTNER
Name of the Holding Company Director and Official

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

R SSID ID 1069273
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

LAWRENCE KEISTER & CO

LEGAL TITLE OF HOLDING COMPANY

150 PITTSGURGH STREET

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

SCOTTDALE PA 15683

City State Zip Code

PHYSICAL LOCATION (if different from mailing address)

PERSON TO WHOM QUESTIONS ABOUT THIS REPORT SHOULD BE DIRECTED

LAWRENCE J. KIEFER PARTNER

NAME TITLE

724-628-3200

AREA CODE / PHONE NUMBER / EXTENSION

724-628-9547

AREA CODE / FAX NUMBER

lkiefer@sbtbank.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 5.25 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.
LAWRENCE KEISTER & CO
REPORT ITEMS
December 31, 2013

1. SCHEDULES ATTACHED

2. Lawrence Keister & Co. owns 25801 shares or 50.87% of the outstanding stock of the
Scottdale Bank & Trust Co. located in Scottdale, PA

2A. SCHEDULES ATTACHED
2B. SCHEDULES ATTACHED

3A. Shareholders

<table>
<thead>
<tr>
<th>Partners</th>
<th>% Owned</th>
<th>Occupation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Marilyn K. Andras, Acme, PA, USA US Citizen</td>
<td>13.8141</td>
<td>Banker</td>
</tr>
<tr>
<td>Karen L. Kiefer, Scottdale, PA, USA, US Citizen</td>
<td>15.9292</td>
<td>Attorney</td>
</tr>
<tr>
<td>Donald F. Kiefer, Scottdale, PA, USA, US Citizen</td>
<td>17.2092</td>
<td>Banker</td>
</tr>
<tr>
<td>Lawrence J Kiefer, Smithfield, PA, USA, US Citizen</td>
<td>15.9292</td>
<td>Banker</td>
</tr>
<tr>
<td>Bruce A Kiefer, Palmyra, PA, USA, US Citizen</td>
<td>15.9292</td>
<td>Chemist</td>
</tr>
<tr>
<td>Kimberly K Best, Edgewater, MD, USA, US Citizen</td>
<td>15.9292</td>
<td>Admin Assistant</td>
</tr>
</tbody>
</table>

3B. N/A

4. Insiders:

<table>
<thead>
<tr>
<th>Partners</th>
<th>% Owned</th>
<th>Occupation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Marilyn K. Andras, Acme, PA, USA US Citizen</td>
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<td>15.9292</td>
<td>Admin Assistant</td>
</tr>
</tbody>
</table>

There are no title or positions in the holding company all the above are
general partners

Changes in investment activities

The Lawrence Keister & Co. confirms that all changes in investment
required to be filed on the FR Y-6A. Bank Holding company report of
changes in investment or activities, have been reported to the Federal Reserve.

Confirmation

[Signature]

[Title]
Lawrence Keister & Co.
Annual report of Bank Holding Co. - FRY 6
As of December 31, 2014

Item 1A: Organization Chart

Lawrence Keister & Co.
(One bank Holding Co.)
150 Pittsburgh St
Scottdale PA 15683
Not a corporation; not incorporated in any state

    Scottdale Bank & Trust Co.
(Subsidiary Bank)
150 Pittsburgh St
Scottdale PA 15683
Incorporated in Pennsylvania
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's 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_RRSSD columns are for reference only. Verification of these values is not required.

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<th>Branch ID_RRSSD*</th>
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<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_RRSSD*</th>
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</thead>
<tbody>
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<td>SCOTTSDALE BANK &amp; TRUST CO. THE</td>
<td>150 PITTSDALE ST. SCOTTSDALE</td>
<td>PA</td>
<td>15683-177</td>
<td>WESTMORELAND</td>
<td>UNITED STATES</td>
<td>6817</td>
<td>0 SCOTTSDALE BANK &amp; TRUST CO. THE</td>
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<td>CONNELLsville BRANCH</td>
<td>125 SOUTH ARCH ST</td>
<td>CONNELLsville</td>
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<td>Full Service</td>
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<td>ROUTE 819 SOUTH</td>
<td>MOUNT PLEASANT</td>
<td>PA</td>
<td>15666</td>
<td>WESTMORELAND</td>
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<td>OK</td>
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<td>Full Service</td>
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<td>TROYFOWN Office</td>
<td>123 MAIN STREET</td>
<td>VANDERBILT</td>
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<td>15486</td>
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<td>228890</td>
<td>3 CONNELLsville BANK &amp; TRUST CO. THE</td>
<td>189820</td>
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