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 6(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, Ellen H. Hardymon

Name of the Holding Company Director and Official
Chairperson

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
09/18/2014

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 S S D I D  3 2 8 0 5 4
C.I.

Date of Signature

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, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0207), Washington, DC 20503.

Date of Report (top-tier holding company’s fiscal year-end):
June 30, 2014

Month / Day / Year

Reportor’s Name, Street, and Mailing Address

MSB Capital Corporation
Legal Title of Holding Company
2000 Bethel Road, Suite D
(Mailing Address of the Holding Company) Street / P.O. Box
Columbus OH 43220
City State Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Terry White President / CEO
Name Title

614-453-0629
Area Code / Phone Number / Extension
614-453-0630
Area Code / FAX Number
twhite@umwswb.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

12/2012
Report Item

1. The bank holding company prepares an annual report for its securities holders. Two copies are enclosed.

2a. Organizational Chart

```
MSB Capital Corporation
Columbus, Ohio
Incorporated in Ohio

100%

United Midwest Savings
Bank, DeGraff, Ohio
Federally Chartered

100%  100%

MWS Insurance
Columbus, Ohio
Inactive
Incorporated in Ohio

MWS Service, Inc.
Columbus, Ohio
Inactive
Incorporated in Ohio
```
Item 2b: Domestic Branch Listing

<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
<th>County</th>
<th>City</th>
<th>State</th>
<th>Zip</th>
<th>Country</th>
<th>Service Type</th>
<th>Acquired Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>DeGraff Branch, United Midwest Savings Bank</td>
<td>101 S Main St.</td>
<td>Logan</td>
<td>DeGraff</td>
<td>OH</td>
<td>43318</td>
<td>USA</td>
<td>Full</td>
<td>5/5/1889</td>
</tr>
<tr>
<td>Columbus Branch, United Midwest Savings Bank</td>
<td>4848 Reed Road</td>
<td>Franklin</td>
<td>Columbus</td>
<td>OH</td>
<td>43220</td>
<td>USA</td>
<td>Full</td>
<td>3/1/1991</td>
</tr>
<tr>
<td>West Manchester Branch, United Midwest Savings Bank</td>
<td>101 N Main St.</td>
<td>Preble</td>
<td>West Manchester</td>
<td>OH</td>
<td>45382</td>
<td>USA</td>
<td>Full</td>
<td>2/13/2004</td>
</tr>
<tr>
<td>Lake Mary Branch, United Financial Bank of Florida</td>
<td>875 Currency Circle</td>
<td>Seminole</td>
<td>Lake Mary</td>
<td>FL</td>
<td>32746</td>
<td>USA</td>
<td>Full</td>
<td>9/2/2008</td>
</tr>
</tbody>
</table>
Form FR Y-6

MSB Capital Corporation
Columbus, Ohio
Fiscal Year Ending June 30, 2014

Report Item 3: Securities Holders
(1)(a)(b)(c) and (2)(a)(b)(c)

<table>
<thead>
<tr>
<th>(1)(a) Name, Country</th>
<th>(2)(a) Name, Country</th>
<th>(1)(b) Country of Citizenship or Incorporation</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
<th>(2)(b) Country of Citizenship or Incorporation</th>
<th>(2)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ellen H. Hardymon,</td>
<td>None</td>
<td>USA</td>
<td>3,265,776 shares of common stock – 58%</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Columbus, Ohio, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ellen H. Hardymon,</td>
<td>None</td>
<td>USA</td>
<td>433,140.13 shares of Class A Preferred Stock – 84%</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Columbus, Ohio, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ellen H. Hardymon,</td>
<td>None</td>
<td>USA</td>
<td>9,050 shares of Class A Senior Preferred Stock – 100%</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Columbus, Ohio, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Form FR Y-6

MSB Capital Corporation
Columbus, Ohio
Fiscal Year Ending June 30, 2014

Report Item 4: Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

<table>
<thead>
<tr>
<th>(1) Name, City, State, Country</th>
<th>(2) Principal Occupation, if other than Bank Holding Company</th>
<th>(3)(a) Title &amp; Position with Bank Holding Company</th>
<th>(3)(b) Title and Position with Subsidiaries (include names of other businesses)</th>
<th>(3)(c) Title and Position with Other Businesses (include names of other businesses)</th>
<th>(4)(a) Percentage of Voting Shares in Bank Holding Company</th>
<th>(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)</th>
<th>(4)(c) List names of other companies (include partnership) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ellen H. Hardymon, Delaware, Ohio, USA</td>
<td>Investor</td>
<td>Chairperson</td>
<td>Director of subsidiary bank</td>
<td>See Separate Schedule</td>
<td>58% of common</td>
<td>NA</td>
<td>See Separate Schedule</td>
</tr>
<tr>
<td>Thomas W. Pulfer, Huntsville, Ohio, USA</td>
<td>Investor</td>
<td>Director</td>
<td>Chairman of subsidiary bank</td>
<td>None</td>
<td>3% of common</td>
<td>NA</td>
<td>None</td>
</tr>
<tr>
<td>Rex W. Kern, Camarillo, California, USA</td>
<td>Investor</td>
<td>Director</td>
<td>Director of subsidiary bank</td>
<td>None</td>
<td>None</td>
<td>NA</td>
<td>None</td>
</tr>
<tr>
<td>Carolyn L. Bradford, Yellow Springs, Ohio, USA</td>
<td>N/A</td>
<td>Director</td>
<td>Director of subsidiary bank</td>
<td>None</td>
<td>None</td>
<td>NA</td>
<td>None</td>
</tr>
<tr>
<td>Terry M. White, Columbus, Ohio, USA</td>
<td>N/A</td>
<td>President and CEO</td>
<td>President and CEO of subsidiary bank</td>
<td>None</td>
<td>None</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Michael L. Lerch, Dublin, Ohio, USA</td>
<td>N/A</td>
<td>Treasurer and Secretary</td>
<td>CFO, COO and Secretary of subsidiary bank</td>
<td>None</td>
<td>None</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Laura M. Herring, Hilliard, Ohio, USA</td>
<td>N/A</td>
<td>Vice President</td>
<td>Chief Retail Banking Officer of subsidiary bank</td>
<td>None</td>
<td>None</td>
<td>None</td>
<td>None</td>
</tr>
</tbody>
</table>
Responses to item (3)(c) and 4(c) for Ellen H. Hardymon

<table>
<thead>
<tr>
<th>Name of Related Interest</th>
<th>Name of Insider</th>
<th>Type of Business Entity (e.g. Corporation, Partnership, Limited Partnership, LLC, etc.) or Political or Campaign Committee.</th>
<th>Insider's Relation To Related Interest (e.g. Owner, Director, Officer, Partner, Member, etc.)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mark Hardymon Builders, Inc.</td>
<td>Ellen H. Hardymon</td>
<td>Sub S - Corporation</td>
<td>Individual ownership &gt; 20%, family ownership over 40%, officer and director</td>
</tr>
<tr>
<td>TFH-EB, Inc.</td>
<td>Ellen H. Hardymon</td>
<td>Sub S - Corporation</td>
<td>Minority ownership less than 20%, officer and director</td>
</tr>
<tr>
<td>Wall Alley, Inc.</td>
<td>Ellen H. Hardymon</td>
<td>C - Corporation</td>
<td>Individual ownership &gt;20%, family ownership &gt;40%, officer and director</td>
</tr>
<tr>
<td>CreditWatch Oversight, LLC. And CreditWatch Services LTD</td>
<td>Ellen H. Hardymon</td>
<td>Limited Liability Corporation</td>
<td>Individual ownership less than 20%, family ownership &gt; 40%, management committee</td>
</tr>
<tr>
<td>January Partnership, Ltd.</td>
<td>Ellen H. Hardymon</td>
<td>Partnership</td>
<td>Individual ownership &lt; 20%, family ownership &gt;40%, General and limited partner</td>
</tr>
<tr>
<td>Crown Group Liquidation. LLC.</td>
<td>Ellen H. Hardymon</td>
<td>Limited Liability Corporation</td>
<td>Individual ownership &lt; 20%, family ownership &gt;40%, Management Committee</td>
</tr>
<tr>
<td>Havens Farm Partnership</td>
<td>Ellen H. Hardymon</td>
<td>Partnership</td>
<td>Individual ownership &lt; 20%, family ownership &gt; 40%, and partner</td>
</tr>
<tr>
<td>The Franklin Foundation</td>
<td>Ellen H. Hardymon</td>
<td>Non-profit</td>
<td>Director and officer</td>
</tr>
<tr>
<td>The Pennant Companies</td>
<td>Ellen H. Hardymon</td>
<td>C - Corporation</td>
<td>Individual ownership &lt;20%, family ownership &gt; 40%, director</td>
</tr>
<tr>
<td>Cornerstone International, Inc.</td>
<td>Ellen H. Hardymon</td>
<td>C - Corporation</td>
<td>Individual ownership &gt; 20%, family ownership &gt; 40%</td>
</tr>
</tbody>
</table>