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), 502, 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.

1. Brian Dunlap
   Name of the Holding Company Director and Official
   Director & Treasurer, New Richmond Bancorporation
   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
06/30/2015
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
RSSSID ID
C.I. ____________________

Date of Report (top-tier holding company’s fiscal year-end):
March 18, 2015

N/A

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

Reporter's Name, Street, and Mailing Address
New Richmond Bancorporation
110 Front Street
New Richmond OH 45157

City State Zip Code

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

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Brian Dunlap
EVP/COO
Name Title
513-553-6700
Area Code / Phone Number / Extension
513-248-4482
Area Code / FAX Number
bdunlap@rhb24.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.
NEW RICHMOND BANCORPORATION
New Richmond, Ohio
FR Y-6
December 31, 2014

Report Item 1:  (a) The BHC is not required to prepare or file 10K with the SEC.
(b) Parent Company only financial statements are attached.

Report Item 2:  (a)(1) Direct Holdings

<table>
<thead>
<tr>
<th>New Richmond Bancorporation</th>
<th>Minority Shareholders</th>
</tr>
</thead>
<tbody>
<tr>
<td>New Richmond, Ohio</td>
<td>0.00%</td>
</tr>
<tr>
<td>Incorporated in Ohio</td>
<td></td>
</tr>
<tr>
<td>100.00%</td>
<td></td>
</tr>
</tbody>
</table>

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>RiverHills Bank</td>
<td></td>
</tr>
<tr>
<td>Milford, Ohio</td>
<td></td>
</tr>
<tr>
<td>Incorporated in Ohio</td>
<td></td>
</tr>
</tbody>
</table>

(2) None
(3) None
(4) None
(5) None
(6) None
(7) None

Report Item 2:  (b) Domestic Branch Listing as of December 31, 2014 was submitted electronically via email on March 11, 2015.

Report Item 3:  (1) (a) Jay L. Dunlap
                   Milford, Nebraska
                   Mark Dunlap
                   Naples, Florida
                   USA
                   USA
                   9.75 shares
                   28.25 shares
                   6.5% of common stock
                   18.7% of common stock

(1)(a) Samad Yaltaghian
       Naples, Florida
       Steve Bartels
       Lincoln, Nebraska
       USA
       USA
       18 shares
       76 shares
       11.9% of common stock
       50.3% of common stock

(2) None
Report Item 4:

(1)  Jay L. Dunlap  
     Milford, Nebraska USA

(2)  Treasurer and Secretary of Farmers & Merchants Investment, Inc.

(3)(a)  President and Director of New Richmond Bancorporation
(3)(b)  None
(3)(c)  Treasurer, Secretary and Director of Farmers & Merchants Investment, Inc.
         Treasurer and Director of Union Bank & Trust Company  
         President and Director of Union Loan Incorporated (inactive)  
         Chairman, Treasurer and Director of Farm & Home Insurance Agency, Inc.  
         Chairman and Director of First National Bank Northeast  
         Director of Horizon Bank  
         Secretary, Treasurer and Director of Campbell State Company  
         Director of South Central State Bank  
         CEO, Secretary, Treasurer and Director of Central Agency, Inc.  
         Manager of Central Agency Farms, LLC

(4)(a)  Jay Dunlap owns 9.75, or 6.5% of common shares. He had controlling interest  
         with power to vote 147, or 97.3% of the New Richmond Bancorporation shares  
         outstanding through the New Richmond Voting Trust through March 4, 2010,  
         when the trust was dissolved.

(4)(b)  None.

(4)(c)  None
Report Item 4:  

(1) Charles J. Snyder  
    Taylor Mill, Kentucky USA

(2) President, CEO and Director of RiverHills Bank

(3)(a) Director and Treasurer of New Richmond Bancorporation

(3)(b) President, CEO and Director of RiverHills Bank

(3)(c) None

(4)(a) 2.5 shares or 1.7% of common outstanding shares

(4)(b) None

(4)(c) None
NEW RICHMOND BANCORPORATION
New Richmond, Ohio
FR Y-6
December 31, 2014

Report Item 4:  (1) Brian Dunlap
Milford, Ohio USA

(2) Executive Vice President, Chief Credit Officer, Secretary and
Director of RiverHills Bank

(3)(a) Secretary of New Richmond Bancorporation

(3)(b) Executive Vice President, Chief Credit Officer, Secretary and
Director of RiverHills Bank

(3)(c) None

(4)(a) 2.5 shares or 1.7% of common outstanding shares

(4)(b) None

(4)(c) None
NEW RICHMOND BANCORPORATION
New Richmond, Ohio
FR Y-6
December 31, 2014

Report Item 4: (1) Samad Yaltaghian
Naples, Florida USA

(2) Retired Civil Engineer and Associate Construction Director

(3)(a) Director of New Richmond Bancorporation
Director of RiverHills Bank

(3)(b) Director of RiverHills Bank

(3)(c) None

(4)(a) 18 shares of New Richmond Bancorporation stock were listed under Samad Yaltaghian's name, there was no assignment of proxy and these shares were not voted at December 31, 2014.

(4)(b) None

(4)(c) None
Report Item 4:  

(1) Mark D. Dunlap  
Naples, Florida USA

(2) Retired, Bank Stock Owner

(3)(a) None

(3)(b) None

(3)(c) None

(4)(a) No shares were directly owned by Mark Dunlap at December 31, 2009. He was the beneficial owner of 28.25 shares, or 18.7%, which were apart of the New Richmond Voting Trust and were voted by Jay L. Dunlap, Trustee at December 31, 2009 through March 4, 2010 when the trust was dissolved. Then these 28.25 shares were listed under Mark Dunlap’s name, there was no assignment of proxy and these shares have not been voted from March 4, 2010 through December 31, 2014.

(4)(b) None

(4)(c) None
NEW RICHMOND BANCORPORATION
New Richmond, Ohio
FR Y-6
December 31, 2014

Report Item 4: (1) Shirley Dunlap
                 Milford, NE

(2) Bank Director

(3)(a) Director of New Richmond Bancorporation

(3)(b) None

(3)(c) Director of Horizon Bank

(4)(a) None

(4)(b) None

(4)(c) None
Report Item 4:  

(1) Janet Latimer  
Waverly, NE  

(2) Director, Secretary, CEO and President of Horizon Bank  

(3)(a) Director of New Richmond Bancorporation  

(3)(b) None  

(3)(c) Director, Secretary, CEO and President of Horizon Bank  
Director, Vice President of Nsure Agency, Inc.  
Director of Campbell State Company  

(4)(a) 7 shares or 4.6% of common shares outstanding.  

(4)(b) None  

(4)(c) Nsure Agency, Inc., 50% ownership
NEW RICHMOND BANCORPORATION  
New Richmond, Ohio  
FR Y-6  
December 31, 2014

Report Item 4:  

(1) Keith May  
Lincoln, NE

(2) Retired Executive V.P. of Union Bank & Trust Company

(3)(a) Director of New Richmond Bancorporation

(3)(b) Director and Chairman of RiverHills Bank

(3)(c) Director of Union Agency, Inc.

(4)(a) 7 shares or 4.6% of common shares outstanding.

(4)(b) None

(4)(c) None
NEW RICHMOND BANCORPORATION
New Richmond, Ohio
FR Y-6
December 31, 2014

Report Item 4:

(1) Steve Bartels
Lincoln, NE

(2) Bank Director, Bank Stock Owner and Farmer

(3)(a) Director and Vice President of New Richmond Bancorporation

(3)(b) President and Treasurer, Franklin County Land Company, Inc.

(3)(c) Director of Horizon Bank
Director of Campbell State Bank
Director of South Central State Bank

(4)(a) 76 shares, or 50.3 % of common outstanding shares.

(4)(b) Per 4(a) above, he has controlling interest with the power to vote 76, or 50.3% of the New Richmond Bancorporation shares. The New Richmond Bancorporation owns 454 shares, or 100% of the outstanding common stock of RiverHills Bank

(4)(c) Franklin County Land Company, Inc., 100% ownership
Results: A list of branches for your depository institution: RIVERHILLS BANK (ID_RSSD: 371223).
This depository institution is held by NEW RICHMOND BANK CORPORATION (10/05/83) of NEW RICHMOND, OH.
The data are as of 12/31/2014. Data reflects information that was received and processed through 01/07/2015.

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 posting 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 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.

<table>
<thead>
<tr>
<th>Date 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>FIDC UNINUM*</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></td>
<td>Full Service</td>
<td>371223</td>
<td>RIVERHILLS BANK</td>
<td>313 CHAMBER DRIVE</td>
<td>MILFORD</td>
<td>OH</td>
<td>45156</td>
<td>CLERMONT</td>
<td>UNITED STATES</td>
<td>4640146</td>
<td>4 RIVERHILLS BANK</td>
<td>371223</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>291829</td>
<td>AMELIA BRANCH</td>
<td>2719 OHIO PIKE</td>
<td>AMELIA</td>
<td>OH</td>
<td>45102</td>
<td>CLERMONT</td>
<td>UNITED STATES</td>
<td>211086</td>
<td>2 RIVERHILLS BANK</td>
<td>371223</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>824132</td>
<td>FELICITY BRANCH</td>
<td>435 STATE ROUTE 133</td>
<td>FELICITY</td>
<td>OH</td>
<td>45320</td>
<td>CLERMONT</td>
<td>UNITED STATES</td>
<td>4583</td>
<td>1 RIVERHILLS BANK</td>
<td>371223</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>371558</td>
<td>NEW RICHMOND BRANCH</td>
<td>119 FRONT STREET</td>
<td>NEW RICHMOND</td>
<td>OH</td>
<td>45357</td>
<td>CLERMONT</td>
<td>UNITED STATES</td>
<td>4466</td>
<td>0 RIVERHILLS BANK</td>
<td>371223</td>
<td></td>
<td></td>
</tr>
<tr>
<td>CLOSE</td>
<td>12/6/2014</td>
<td>Full Service</td>
<td>360229</td>
<td>RIVERTOWN BRANCH</td>
<td>3041 OLD US HIGHWAY 52</td>
<td>NEW RICHMOND</td>
<td>OH</td>
<td>45357</td>
<td>CLERMONT</td>
<td>UNITED STATES</td>
<td>211087</td>
<td>3 RIVERHILLS BANK</td>
<td>371223</td>
<td></td>
<td></td>
</tr>
<tr>
<td>ADD</td>
<td>1/5/2015</td>
<td>Full Service</td>
<td>371558</td>
<td>MAIN ST BRANCH</td>
<td>201 MAIN ST</td>
<td>MILFORD</td>
<td>OH</td>
<td>45156</td>
<td>CLERMONT</td>
<td>UNITED STATES</td>
<td>5 RIVERHILLS BANK</td>
<td>371223</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.