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. D. William Boy
Name of the Holding Company Director and Official
Chairman
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

RSSID ID: 10711014
C.I.

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

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

Reporter's Name, Street, and Mailing Address
Union Bancorp, Inc.
PO Box 7
West Mansfield OH 43358

City State Zip Code

Physical Location (if different from mailing address)
105 E. Center Street, West Mansfield OH 43358

Person to whom questions about this report should be directed:
Teresa Fields Secy/Treas
Name Title

Area Code / Phone Number / Extension
937-355-6511
937-355-3401

Area Code / FAX Number
ubcfields@embarqmail.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.

10/2014
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 15(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 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.

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I. Douglas W. Boy
Name of the Holding Company Director and Officer
President
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.

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Signature of Holding Company Director and Official

Date of Signature
8/12/15

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

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

Reporter’s Name, Street, and Mailing Address
Union Bancorp, Inc.
PO Box 7
West Mansfield
OH
43358
City
State
Zip Code

Physical Location (if different from mailing address)
105 E. Center St., West Mansfield, Ohio 43358

Person to whom questions about this report should be directed:
Teresa Fields
Secy/Treas.
Name
Title

Area Code / Phone Number / Extension
937-355-6511
937-355-3401
Area Code / FAX Number

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ubcfelds@embarqmail.com

Address (URL) for the Holding Company’s web page

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☐ Yes Please identify the report items to which this request applies:

☐ No

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For Federal Reserve Bank Use Only

RSSD ID
C.I.

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Report item 1: Annual Report to shareholders is attached

Report Item 2a: Organizational Chart
Union Bancorp, Inc. of West Mansfield OH/USA owns 100% of The Union Banking Company,
105 E Center St., West Mansfield OH/USA
Union Bancorp, Inc. owns no other companies
State of Incorporation Union Bancorp Inc. & The Union Banking Company: Ohio

Report Item 2b: Domestic Branch Listing - e-mailed 2/17/2015 with no changes to: structure@clef.frb.org

Report Item 3 (1): Securities Holders

<table>
<thead>
<tr>
<th>Securities holder</th>
<th>Country of Citizenship</th>
<th># Securities</th>
<th>% of ownership</th>
</tr>
</thead>
<tbody>
<tr>
<td>Blythe Friedley</td>
<td>USA</td>
<td>1,829</td>
<td>7.04%</td>
</tr>
<tr>
<td>New Washington, OH/USA</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Debra K and John D. Hickenlooper</td>
<td>USA</td>
<td>2,024</td>
<td>7.79%</td>
</tr>
<tr>
<td>Apollo Beach, FL/USA</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Donald G or Sharon E. Kerns</td>
<td>USA</td>
<td>1,355</td>
<td>5.21%</td>
</tr>
<tr>
<td>West Mansfield, OH/USA</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Marjorie MacGillivray</td>
<td>USA</td>
<td>5,254</td>
<td>20.21%</td>
</tr>
<tr>
<td>Bellefontaine, OH/USA</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Report Item 3 (2): NONE
### Report Item 4:

<table>
<thead>
<tr>
<th>Name/Address</th>
<th>Principal Occupation</th>
<th>Position BHC</th>
<th>Other Business</th>
<th>% Securities BHC</th>
</tr>
</thead>
<tbody>
<tr>
<td>D. William Boy, CPA</td>
<td>President/Chairman</td>
<td>D. William Boy, CPA</td>
<td>1.29%</td>
<td></td>
</tr>
<tr>
<td>Bellefontaine OH/USA</td>
<td>Director/Chairman</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Teresa Fields, Bank Officer</td>
<td>Sec'y/Treas SVP</td>
<td>None</td>
<td></td>
<td>0.38%</td>
</tr>
<tr>
<td>West Mansfield OH/USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Blythe Friedley, Insurance</td>
<td>Director</td>
<td>Friedley &amp; Co. Agency</td>
<td>7.04%</td>
<td></td>
</tr>
<tr>
<td>New Washington OH/USA</td>
<td>Agent</td>
<td>100%</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Jeff Horney, Insurance</td>
<td>Director</td>
<td>Jeff Horney Holdings LLC</td>
<td>0.15%</td>
<td></td>
</tr>
<tr>
<td>Bellefontaine OH/USA</td>
<td>Agent</td>
<td>100%</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Marjorie MacGillivray, Retired</td>
<td>Teacher</td>
<td>None</td>
<td></td>
<td>20.21%</td>
</tr>
<tr>
<td>Bellefontaine OH/USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Scott McDougual, Investment</td>
<td>Director</td>
<td>McDougal Financial</td>
<td>2.78%</td>
<td></td>
</tr>
<tr>
<td>New Washington OH/USA</td>
<td>Advisor</td>
<td>100%</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Dorothy Robey, Retired</td>
<td>Director/VP</td>
<td>None</td>
<td></td>
<td>3.98%</td>
</tr>
<tr>
<td>New Washington OH/USA</td>
<td>Banker</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Thomas Scheiderer, Retired</td>
<td>Director</td>
<td>None</td>
<td></td>
<td>0.43%</td>
</tr>
<tr>
<td>Zanesfield OH/USA</td>
<td>Deputy Sheriff</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
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 closing 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 UNICONUM, Office Number, and ID_BSISO 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 BSISO</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 UNICONUM</th>
<th>Office Number</th>
<th>Head Office</th>
<th>Head Office ID BSISO</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service (Read Office)</td>
<td>289225</td>
<td>UNION BANKING COMPANY, THE</td>
<td>305 EAST CENTES STREET</td>
<td>WEST MANIFEST, OH</td>
<td>43358</td>
<td>LOGAN</td>
<td>UNITED STATES</td>
<td>9662</td>
<td>UNION BANKING COMPANY, THE</td>
<td>289225</td>
<td>Address</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>242912</td>
<td>BELLE CENTER BRANCH</td>
<td>107 WEST MAIN STREET</td>
<td>BELLE CENTER, OH</td>
<td>43358</td>
<td>LOGAN</td>
<td>UNITED STATES</td>
<td>5721</td>
<td>UNION BANKING COMPANY, THE</td>
<td>289225</td>
<td>Address correction</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>