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 officer of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior officer and is also a director, the chairman of the board must sign the report.

I. H. Stewart Fitz Gibbon III
Name of the Holding Company Director and Official
Director, President, and Chief Executive Officer
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

RSSD ID

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
Wayne Savings Bancshares, Inc.

Legal Title of Holding Company

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

Wooster OH 44691
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Myron Swartzentruber SVP/CFO
Name Title

330-287-2820
Area Code / Phone Number / Extension

330-262-0336
Area Code / FAX Number

mswartzentruber@waynesavings.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:
Insider Holdings contained in Item 4, Column 4(c)
In accordance with the instructions on pages OEN-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
Wayne Savings Bancshares, Inc. (WSBI)
100% Shareholder Owned
Nasdaq: WAYN
Head Office: Wooster, Ohio
Incorporated: Delaware
RSSID 3271203
Unitary Savings & Loan Holding Company

Wayne Savings Community Bank (WSCB)
100% Owned by WSBI
Head Office: Wooster, Ohio
Incorporated: Ohio
FDIC Cert: 29847, RSSID 985479
Ohio Chartered Savings & Loan Association
### 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

**OA**: If the branch information is incorrect, enter "OA" 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 listing is to be closed, enter "Close" in the Data Action column and the date of closure as the Effective Date.

**Delete**: If a branch listing is to be deleted, enter "Delete" in the Data Action column.

**Add**: If a missing branch is being added, enter "Add" in the Data Action column and the opening or acquisition date in the Effective Date column.

If printing this form, 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 emailing 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 UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

### Data Action | Effective Date | Branch Service Type | Branch ID_RSSD* | Popular Name | Street Address | City | State | Zip Code | County | Country | FDIC UNINUM* | Office Number* |_head Office | Head Office ID_RSSD* | Comments
---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---
48 | Full Service (Head Office) | 985412 | WAYNE SAVINGS COMMUNITY BANK | 151 NORTH MARKET STREET | WOOSTER | OH | 44691 | WAYNE | UNITED STATES | 44691 | WAYNE | 49051 | 4 | WAYNE SAVINGS COMMUNITY BANK | 905479
61 | Full Service | 983893 | CLAREMONT BRANCH | 235 CLAREMONT AVENUE | ASHLAND | OH | 44805 | ASHLAND | UNITED STATES | 44805 | ASHLAND | 983893 | 1 | WAYNE SAVINGS COMMUNITY BANK | 905479
63 | Full Service | 983995 | SUGARBUSH BRANCH | 1055 SUGARBUSH DRIVE | ASHLAND | OH | 44805 | ASHLAND | UNITED STATES | 44805 | ASHLAND | 983995 | 1 | WAYNE SAVINGS COMMUNITY BANK | 905479
64 | Full Service | 983996 | CRESTON BRANCH | 121 NORTH MAIN STREET | CRESTON | OH | 44827 | CRESTON | UNITED STATES | 44827 | CRESTON | 983996 | 1 | WAYNE SAVINGS COMMUNITY BANK | 905479
65 | Full Service | 983997 | HIGHFIELD CRESTON BRANCH | 325 HIGHLAND DRIVE | Fitch | OH | 44654 | MEDINA | UNITED STATES | 44654 | MEDINA | 983997 | 1 | WAYNE SAVINGS COMMUNITY BANK | 905479
66 | Full Service | 983998 | NORTH CLAY STREET BRANCH | 90 NORTH CLAY STREET | MILLERSBURG | OH | 44654 | HOLLAND | UNITED STATES | 44654 | HOLLAND | 983998 | 1 | WAYNE SAVINGS COMMUNITY BANK | 905479
67 | Full Service | 984946 | NORTH CANTON OFFICE | 1200 SOUTH MAIN STREET | NORTH CANTON | OH | 44720 | Stark | UNITED STATES | 44720 | Stark | 984946 | 1 | WAYNE SAVINGS COMMUNITY BANK | 905479
68 | Full Service | 985992 | 227 NORTH MAIN BRANCH | 227 NORTH MAIN STREET | RITTMAN | OH | 44270 | WAYNE | UNITED STATES | 44270 | WAYNE | 985992 | 1 | WAYNE SAVINGS COMMUNITY BANK | 905479
69 | Full Service | 986997 | 900 CLEVELAND ROAD BRANCH | 1987 CLEVELAND ROAD | WOOSTER | OH | 44691 | WAYNE | UNITED STATES | 44691 | WAYNE | 986997 | 1 | WAYNE SAVINGS COMMUNITY BANK | 905479
6A | Full Service | 988948 | MILLERSBURG ROAD BRANCH | 1214 MILLERSBURG ROAD | WOOSTER | OH | 44691 | WAYNE | UNITED STATES | 44691 | WAYNE | 988948 | 1 | WAYNE SAVINGS COMMUNITY BANK | 905479
6B | Full Service | 989393 | RIFFEL ROAD BRANCH | 545 RIFFEL ROAD | WOOSTER | OH | 44691 | WAYNE | UNITED STATES | 44691 | WAYNE | 989393 | 1 | WAYNE SAVINGS COMMUNITY BANK | 905479
6C | Full Service | 989394 | RIFFEL ROAD BRANCH | 545 RIFFEL ROAD | WOOSTER | OH | 44691 | WAYNE | UNITED STATES | 44691 | WAYNE | 989394 | 1 | WAYNE SAVINGS COMMUNITY BANK | 905479
### Form FR Y-6
Wayne Savings Bancshares, Inc.
Fiscal Year Ending December 31, 2014
Item 3

Report Item 3: Securities holders
(3)(a)(b)(c) and (3)(e)(b)(c)

<table>
<thead>
<tr>
<th>(1) (a)</th>
<th>(1) (b)</th>
<th>(1) (c)</th>
<th>(2) (a)</th>
<th>(2) (b)</th>
<th>(2) (c)</th>
</tr>
</thead>
<tbody>
<tr>
<td>name, city, state, country</td>
<td>Country of Citizenship or Incorporation</td>
<td>Number and percentage of Each Class of Voting Securities</td>
<td>name, city, state, country</td>
<td>Country of Citizenship or Incorporation</td>
<td>Number and percentage of Each Class of Voting Securities</td>
</tr>
<tr>
<td>Joseph Stilwell New York, NY, USA</td>
<td>USA</td>
<td>246,220</td>
<td>8.77% Common Stock (1) (2) (3)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Wayne Savings Employee Stock Ownership Plan Trust Wooster, Ohio, USA</td>
<td>USA</td>
<td>179,748</td>
<td>6.40% Common Stock (2) (3)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(1) Based on information contained in a Schedule 13F beneficial ownership report filed on January 26, 2015 with the SEC under the Securities Exchange Act of 1934 by Joseph Stilwell

(2) Percentage share ownership figures are based on 2,806,839 shares outstanding

(3) Neither Joseph Stilwell and affiliated investment entities nor the Wayne Savings ESOP holds options, warrants, or other securities or rights to acquire voting securities of Wayne Savings Bancshares, Inc.
<table>
<thead>
<tr>
<th>Name</th>
<th>Occupation/Position</th>
<th>Title &amp; Position with the Holding Company</th>
<th>Percentage of Voting Securities Owned, Controlled, or Held with Power to Vote</th>
<th>Percentage of Voting Securities Owned, Controlled, or Held with Power to Vote</th>
</tr>
</thead>
<tbody>
<tr>
<td>Daniel R. Buehler</td>
<td>President, Retail Grocery Store</td>
<td>Director</td>
<td>0.17%</td>
<td>None</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>See Confidential Exhibit</td>
</tr>
<tr>
<td>Jonathan Ciccone</td>
<td>Vice President, Accounting Firm</td>
<td>Lead Director</td>
<td>0.10%</td>
<td>None</td>
</tr>
<tr>
<td>Wooster, Ohio, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Debra A. Marthey</td>
<td>Treasurer, Manufacturing</td>
<td>Director</td>
<td>0.14%</td>
<td>None</td>
</tr>
<tr>
<td>Orrville, Ohio, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Peggy J. Schmidt</td>
<td>Attorney-Law Firm</td>
<td>Chair of the Board and Director</td>
<td>0.20%</td>
<td>None</td>
</tr>
<tr>
<td>Wooster, Ohio, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>David L. Lehman</td>
<td>President, Insurance Company</td>
<td>Director</td>
<td>0.11%</td>
<td>None</td>
</tr>
<tr>
<td>Orrville, Ohio, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Glenn W. Miller</td>
<td>President and Chief Executive Officer, Electric Company</td>
<td>Director</td>
<td>1.09%</td>
<td>None</td>
</tr>
<tr>
<td>Millersburg, Ohio, USA</td>
<td></td>
<td></td>
<td></td>
<td>Glenn W. Miller CPA - 100%</td>
</tr>
<tr>
<td>Name, City, State, Country</td>
<td>(2) Principal occupation if other than with the holding company</td>
<td>(3a) Title &amp; position with subsidiaries (include names of subsidiaries)</td>
<td>(3b) Title &amp; position with any other company in which the person is a director, trustee, partner, or executive officer (include names of other businesses)</td>
<td>4(a) Percentage of each class of voting securities owned, controlled, or held with power to vote of the holding company</td>
</tr>
<tr>
<td>---------------------------</td>
<td>---------------------------------------------------------------</td>
<td>---------------------------------------------------------------</td>
<td>---------------------------------------------------------------</td>
<td>---------------------------------------------------------------</td>
</tr>
<tr>
<td>H. Stewart Fitz Gibbon III, Wooster, Ohio, USA</td>
<td>Director, President and Chief Executive Officer, Chief Risk Officer</td>
<td>Director, President and Chief Executive Officer Wayne Savings Community Bank</td>
<td>N/A</td>
<td>0.02%</td>
</tr>
<tr>
<td>Myron Swartzentruber, Seville, Ohio, USA</td>
<td>SVP/Chief Financial Officer</td>
<td>Chief Financial Officer Wayne Savings Community Bank</td>
<td>N/A</td>
<td>0.12%</td>
</tr>
<tr>
<td>Joel Beckler, Wooster, Ohio, USA</td>
<td>N/A</td>
<td>Senior Vice President and Senior Loan Officer Wayne Savings Community Bank</td>
<td>N/A</td>
<td>0.01%</td>
</tr>
</tbody>
</table>