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.

J. Michael Roney
Name of the Holding Company Director and Official
President
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: 5248821
C.I.:

Date of Report (top-tier holding company’s fiscal year-end):
December 31, 2015
Month / Day / Year

None
Reporters’ Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter’s Name, Street, and Mailing Address
Citizens Bancshares, Inc.
Legal Title of Holding Company
102 S. Main St.
(Mailing Address of the Holding Company) Street / P.O. Box
Bluffton OH 45817
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Andrew A. Althaus SVP/Accounting
Name Title
419-358-8060
Area Code / Phone Number / Extension
419-358-5227
Area Code / FAX Number
andy@cnbchicago.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.

12/2015
Form FRY-6
Citizens Bancshares, Inc.
Bluffton, Ohio
Fiscal Year Ending December 31, 2015

Report Item

1: The bank holding company prepares an annual report for its securities holders. One copy will be sent under separate cover when available.

ORGANIZATIONAL CHART

2a: Organizational Chart

Citizens Bancshares, Inc.
Bluffton, Ohio
(LEI: None)
Incorporated in the State of Ohio

The Citizens National Bank of Bluffton
Bluffton, Ohio
(LEI: None)
100% owned by Citizens Bancshares, Inc.

Citizens (Oh) Statutory Trust I
Bluffton, Ohio
(LEI: None)
100% owned by Citizens Bancshares, Inc.
Incorporated in the State of Ohio

2b: Submitted via email on ______________
Form FRY-6  
CITIZENS BANCSHARES, INC. Fiscal Year Ending 12/31/2015  
Report Item 3: Shareholders  
(1)a,b,c and (2)a,b,c  

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12/31/15  

<table>
<thead>
<tr>
<th>Name &amp; Address</th>
<th>Country of Citizenship or Incorporation</th>
<th>(1)c Number &amp; Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
</table>
| Connie S. Ingalls  
Lima, OH USA | USA | 5624  
8.1922% Common |
| Steven H. McFadden  
Columbus, OH USA | USA | 5383  
7.8412% Common |
| J. Michael Romey  
Bluffton, OH USA | USA | 6403  
9.3270% Common |
| Steven A. Romey  
Lima, OH USA | USA | 5539  
8.0682% Common |
| CNB Employee Stock Ownership Plan  
J. Michael Romey, Trustee  
Bluffton, OH USA | USA | 8569  
12.4821% Common |
| Louise Vance Trust  
Marion, OH USA | USA | 4274  
6.2257% Common |
| James S. West  
Wapakoneta, OH USA | USA | 4585  
6.6788% Common |

Shareholders not listed in 3(1)a through 3(1)c that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12/31/2015  

<table>
<thead>
<tr>
<th>Name and Address</th>
<th>Country of Citizenship or Incorporation</th>
<th>(2)c Number &amp; Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A</td>
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</tbody>
</table>

1 Brothers
### CNB Employee Stock Ownership Plan

<table>
<thead>
<tr>
<th>Name</th>
<th>Role</th>
<th>Title &amp; Position with Bank Holding Company</th>
<th>Title &amp; Position with Subsidiaries (include names of subsidiaries) of other businesses</th>
<th>Percentage of Voting Shares in Bank Holding Company</th>
<th>Percentage of Voting Shares in Subsidiaries (include names of voting securities held)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stanley R. Clemens</td>
<td>Developer</td>
<td>Director</td>
<td>Owner</td>
<td>.8739%</td>
<td>.8739%</td>
</tr>
<tr>
<td>Steven H. McFadden</td>
<td>Businessman</td>
<td>Director</td>
<td>Owner, U Store It, Bluffton</td>
<td>8.0684%</td>
<td>8.0684%</td>
</tr>
<tr>
<td>Mark J. Milnick</td>
<td>Consultant</td>
<td>Director</td>
<td>Van Wert Co. Hospital</td>
<td>.4369%</td>
<td>.4369%</td>
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<tr>
<td>J. Michael Romney¹, ²</td>
<td>President</td>
<td>Chairman/Pres/CEO</td>
<td>N/A</td>
<td>9.3270%</td>
<td>9.3270%</td>
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<tr>
<td>Steven A. Romney²</td>
<td>Attorney</td>
<td>Director</td>
<td>Partner - Romey &amp; Vandemark</td>
<td>8.0684%</td>
<td>8.0684%</td>
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<tr>
<td>James S. West</td>
<td>Banker</td>
<td>Director</td>
<td>President, Home Savings &amp; Loan</td>
<td>6.6788%</td>
<td>6.6788%</td>
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<tr>
<td>Alan K. Yoder, O. D.</td>
<td>Retired Optometrist</td>
<td>Director</td>
<td>N/A</td>
<td>.7282%</td>
<td>.7282%</td>
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<td>Darrell W. Buroker</td>
<td>EVP/Lending</td>
<td>EVP/Lending</td>
<td>N/A</td>
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<td>-0-</td>
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¹ Voting shares in Citizens National Bank
² Brothers
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<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID</th>
<th>RSID</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 UNN*</th>
<th>Office Number</th>
<th>Head Office</th>
<th>Head Office ID</th>
<th>RSID*</th>
<th>Comments</th>
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<td>100 SOUTH MAIN STREET</td>
<td>BLUFFTON</td>
<td>OH</td>
<td>45817</td>
<td>ALLEN</td>
<td>UNITED STATES</td>
<td>4585</td>
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<td>ONE OPERATIONS CENTER BRANCH</td>
<td>100 CITIZENS PARKWAY</td>
<td>BLUFFTON</td>
<td>OH</td>
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<td>HANCOCK</td>
<td>UNITED STATES</td>
<td>36451</td>
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<td>SOUTH MAIN STREET BRANCH</td>
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<td>CELINA BRANCH</td>
<td>900 GRAND LAKE ROAD</td>
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<td>DEVON BRANCH</td>
<td>802 EAST SECOND STREET</td>
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<td>DEVON</td>
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<td>ELDA OFFICE</td>
<td>305 EAST KIRKSTON STREET</td>
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<td>200 NORTH MAIN STREET</td>
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<td>SPRINGFIELD BRANCH</td>
<td>90 WARDER STREET, SUITE 150</td>
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<td>VAN WERT BRANCH</td>
<td>1199 WESTWOOD DRIVE</td>
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