**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, **R. DOUGLAS NAYLOR**

Name of the Holding Company Director and Officer

PRESIDENT & C.E.O.

Title of the Holding Company Director and Officer

Promise 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 the 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.

**Date of Report (top-tier holding company's fiscal year-end):**

12/31/2015

**Month / Day / Year**

N/A

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

**Reportee's Name, Street, and Mailing Address**

FIRST BLANCHESTER BANCSHARES, INC.

P.O. BOX 127

(Street Address of the Holding Company)

BLANCHESTER, OHIO 45107

City State Zip Code 121 EAST MAIN ST, BLANCHESTER, OH 45107

**Physical Location (if different from mailing address)**

**Person to whom questions about this report should be directed:**

ERIN WHITAKER

VICE PRESIDENT

**Name**

(937) 783-2451

Area Code / Phone Number / Extension

(937) 783-4277

Area Code / FAX Number

ewhitaker@fnbblanchester.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

**Date of Signature**

January 21, 2016

**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**

RASSD ID: 1859193

C.I.
REPORT ITEM 1: ANNUAL REPORTS TO SHAREHOLDERS

a) NO – NOT REGISTERED WITH SECURITIES & EXCHANGE COMMISSION
b) ANNUAL REPORTS
   1. BALANCE SHEET – EXHIBIT 1
   2. INCOME STATEMENT – EXHIBIT 2
   3. STATEMENTS OF CHANGE IN STOCKHOLDERS EQUITY – EXHIBIT 3
   4. STATEMENT OF CASH FLOW – EXHIBIT 4

REPORT ITEM 2:

1) - ORGANIZATIONAL CHART – EXHIBIT 5
2) - NONE
3) - NONE

a) - N/A
b) - DOMESTIC BRANCH LISTING
c) - N/A
d) - N/A

REPORT ITEM 3: SHAREHOLDERS – EXHIBIT 6

1. - see EXHIBIT 6
2. - see EXHIBIT 6

REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7
REPORT II
ORGANIZATION: EXHIBIT 5

FIRST BLANCHESTER BANCSHARES, INC.
121 EAST MAIN STREET
BLANCHESTER, OHIO 45107
STATE OF INCORPORATION: OHIO

THE FIRST NATIONAL BANK OF BLANCHESTER
121 EAST MAIN STREET
BLANCHESTER, OHIO 45107
100% OWNED BY FIRST BLANCHESTER BANCSHARES, INC.
HOLDING COMPANY
STATE OF INCORPORATION: OHIO

LEI IS n/a
Results: A list of branches for your depositary institution: FIRST NATIONAL BANK OF BLANCHester, THE (0, 1550) 735464.
This depositary institution is held by FIRST BLANCHester BANCORPORATED, INC. (155882) of BLANCHester, OH.
The data are as of 10/31/2005. Data reflects information that was received and processed through 06/30/2006.

Renumbering and Verification Notes
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 the 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 depositary 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.

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, ask your institution name, city and state in the subject line of the email.

Note:
To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedule 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 LURNUM, Office Number, and ID_1550 columns are for reference only. Verification of these values is not required.

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<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC LURNUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_1550*</th>
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<td>Full Service</td>
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<td>125 EAST MAIN STREET</td>
<td>BLANCHester</td>
<td>OH</td>
<td>45107</td>
<td>CLINTON</td>
<td>UNITED STATES</td>
<td>4368</td>
<td>FIRST NATIONAL BANK OF BLANCHester, THE</td>
<td>735464</td>
<td></td>
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REPORT ITEM 3: SHAREHOLDERS – EXHIBIT 6

Section 1: Shareholders owning 5% or more of the bank holding company at the end of the fiscal year

a.) Donald Hadley, Trustee of
    
    Donald S. Hadley Descendants
    
    Pleasant Plain, Ohio  

b.) USA

c.) 6,065 Shares  10.5410%

a.) Nancy Bates, Trustee of Harold Garrison Trust
    
    Hillsborough, CA  

b.) USA

c.) 5,553 shares  9.6511%

a.) Jacqueline Osborne Mears
    
    Portage, Ohio  

b.) USA

c.) 5,000 shares  8.6900%

a.) Dava Biehl
    
    Cincinnati, OH  

b.) USA

c.) 3,500 shares  6.0830%

a.) G. Thomas Penquite
    
    Blanchester, Ohio  

b.) USA

c.) 3,486 shares  6.0587%

a.) Kenen Edgington
    
    Bigfork, MT  

b.) USA

c.) 3,482 shares  6.0517%

a.) The Ann Ferneau Brown Trust
    
    Blanchester, OH  

b.) USA

c.) 3,219 shares  5.5946%

a.) The Russell E. Brown Trust
    
    Blanchester, OH  

b.) USA

c.) 3,023 shares  5.2540%

a.) Sarah E. Lowman
    
    Blanchester, OH  

b.) USA

c.) 2,880 shares  5.0054%
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   Ann Ferneau Brown
   Blanchester, Ohio

2. PRINCIPAL OCCUPATION
   Retired

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      Principal Shareholder
   B. Bank
      N/A
   C. Other Business Company
      N/A

4. NUMBER OF SHARES & PERCENTAGE
   A. Bank Holding Company
      3,219 - 5.5946% The Ann Ferneau Brown Trust, Ann Brown, Trustee
      3,023 - 5.2540% The Russell E. Brown Trust, Ann F. Brown, Trustee
      TOTAL 6,242 - 10.8486%
   B. Bank
      None
   C. Other Business
      None
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   Donald S. Hadley, Trustee of
   Pleasant Plain, Ohio

2. PRINCIPAL OCCUPATION
   Retired Business Owner

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      Principal shareholder
   B. Bank
      N/A
   C. Other Business Company
      N/A

4. NUMBER OF SHARES & PERCENTAGE
   A. Bank Holding Company
      6,065 – 10.5410%
   B. Bank
      None
   C. Other Business
      None
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   David E. Brown
   Loveland, Ohio

2. PRINCIPAL OCCUPATION
   Certified Public Accountant

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      Director
   B. Bank
      Director
   C. Other Business Company
      Hillman Group

4. NUMBER OF SHARES & PERCENTAGE
   A. Bank Holding Company
      100 – .1738%
   B. Bank
      None
   C. Other Business
      None
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   F. Wayne West
   Blanchester, Ohio

2. PRINCIPAL OCCUPATION
   Retired

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      Director/Secretary
   
   B. Bank
      Director/Secretary
   
   C. Other Business Company
      None

4. NUMBER OF SHARES & PERCENTAGE
   A. Bank Holding Company
      100 Shares - .1738%
   
   B. Bank
      None
   
   C. Other Business
      None
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   G. Rodney Lane
   Blanchester, Ohio  [redacted]

2. PRINCIPAL OCCUPATION
   Retired

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      Director
   
   B. Bank
      Director
   
   C. Other Business Company
      None

4. NUMBER OF SHARES & PERCENTAGE
   A. Bank Holding Company
      1,220 Shares – 2.12037%
   
   B. Bank
      None
   
   C. Other Business
      None
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   Michael M. Cottle
   Ripley, Ohio

2. PRINCIPAL OCCUPATION
   Retired banker

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      Chairman/Director

   B. Bank
      Chairman/Director

   C. Other Business Company
      None

4. NUMBER OF SHARES & PERCENTAGE
   A. Bank Holding Company
      100 shares - .1738%

   B. Bank
      None

   C. Other Business
      None
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   Ronald J. McHenry
   Pleasant Plain, Ohio

2. PRINCIPAL OCCUPATION
   Attorney

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      Director
   
   B. Bank
      Director
   
   C. Other Business Company
      1. Lyons, McHenry & Dunlap

4. NUMBER OF SHARES & PERCENTAGE
   A. Bank Holding Company
      200 - .34760%
   
   B. Bank
      None
   
   C. Other Business
      1. 50%
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   R. Douglas Naylor
   Blanchester, Ohio [REDACTED]

2. PRINCIPAL OCCUPATION
   Banker

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      President & C.E.O.
   B. Bank
      President & C.E.O.
   C. Other Business Company
      None

4. NUMBER OF SHARES & PERCENTAGE
   A. Bank Holding Company
      100 shares - .1738%
   B. Bank
      None
   C. Other Business
      None
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   James R. Burton
   Clarksville, Ohio

2. PRINCIPAL OCCUPATION
   Senior Vice President of Lending

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      N/A
   B. Bank
      Officer
   C. Other Business Company
      N/A

4. NUMBER OF SHARES & PERCENTAGE
   A. Bank Holding Company
      10 – .0173%
   B. Bank
      None
   C. Other Business
      None
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   S. Allen Dohan
   Cincinnati, Ohio

2. PRINCIPAL OCCUPATION
   Owner – Allen Company
   President & Chief Executive Officer

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      Director
   
   B. Bank
      Director
   
   C. Other Business Company
      Allen Company – President & Chief Executive Officer

4. NUMBER OF SHARES & PERCENTAGES
   A. Bank Holding Company
      100 Shares - .1738%
   
   B. Bank
      None
   
   C. Other Business
      100%

EBW 1/06/16