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 (o)(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 also a director, the chairman of the board must sign the report.

I, Steve P. Foster
Name of the Holding Company Director and Official
Chief Executive 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.

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
03/24/2016

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 215294900
C.I.

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

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

Reportee’s Name, Street, and Mailing Address
LCBN Corp.
Legal Title of Holding Company
PO Box 59
(Mailing Address of the Holding Company) Street / P.O. Box
Lebanon OH 45036
Cty State Zip Code

Physical Location (if different from mailing address)
2 N Broadway, Lebanon OH 45036

Person to whom questions about this report should be directed:
Robert C. Haines II
Chief Financial Officer
Name Title
513-932-1414
Area Code / Phone Number / Extension
513-933-2333
Area Code / FAX Number
rhaines@lcnbcorp.com
E-mail Address
www.lcnbcorp.com
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.
Report Item

1: The BHC is required to file a 10K (Annual Report) with the SEC.

2a: Organizational Chart

```
LCNB CORP
Lebanon, OH
Incorporated in Ohio
LEI: None

100%

LCNB National Bank
Lebanon, OH
Nationally Chartered
LEI: None

49%

LCNB Title Services, LLC.
Mansfield, OH
Incorporated in Ohio
The Ohio Dept. of Insurance
LEI: None
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2b: Submitted via email on 3/25/2016
### Data Action Verification

1. In the Data Action column of each branch row, enter one or more of the actions specified below.
2. If revised, enter the date in the Effective Date column.

**Actions**

- **Del**: If the branch information is incorrect or out-of-date, enter Del in the Data Action column.
- **Chg**: If the branch information is correct but not complete, enter Chg 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.
- **Add**: If a new branch is being added, insert a new row, add the branch data, and enter Add in the Data Action column and the opening or acquisition date in the Effective Date column.

**Submittal Procedures**

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 FR 10-90 reporting requirements, you must also submit FR 10-90 Domestic Branch Schedules for each branch with a Data Action of Close, Delete, or Add.

The FR 10-90 report may be submitted in a hardcopy format via the FR 10-90 Online Application – https://y1Online.Independent.gov.

* FDC LIMNARI Office Number, and 16-Digit DED columns are for reference only. Verification of these values is not required.
<table>
<thead>
<tr>
<th>Name &amp; Address</th>
<th>(City, State, Country)</th>
<th>(2) (a)</th>
<th>None</th>
<th>N/A</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td>LCNB National Bank Trust Department, and its nominee Partnership Lebisco &amp; Co. Lebanon, OH</td>
<td>USA</td>
<td>Holds 687,822 shares or 6.93% of LCNB Corp Common stock on behalf of 27 accounts, no one of which holds more than 1.39% of the outstanding stock.</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Sy Jacobs Jacobs Asset Management, LLC New York, NY</td>
<td>USA</td>
<td>Holds 646,940 shares or 6.52% of LCNB Corp common stock.</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>FMR, LLC Boston, MA</td>
<td>USA</td>
<td>Holds 815,819 shares or 8.22% of LCNB Corp. common stock.</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Steiven Financial Investors, L.P. Saint Louis, MO</td>
<td>USA</td>
<td>Holds Warrant issued through the TARP CPP program to purchase 184,985 shares or 1.86% of outstanding common stock.</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Steiven Financial Offshore, Ltd. Georgetown, Grand Cayman</td>
<td>Cayman Islands</td>
<td>Holds Warrant issued through the TARP CPP program to purchase 32,078 shares or 0.32% of outstanding common stock.</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>
## Report Item 4: Insiders

(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

<table>
<thead>
<tr>
<th>(1) Names &amp; Address (City, State Country)</th>
<th>(2) Principal Occupation if other than with Bank Holding Company</th>
<th>(3)(a) Title &amp; Position with Bank Holding Company</th>
<th>(3)(b) Title &amp; Position with Subsidiaries</th>
<th>(3)(c) Title &amp; Position with Other Businesses</th>
<th>(4)(a) Percentage of Voting Shares in Bank Holding Company</th>
<th>(4)(b) Percentage of Voting Shares in Subsidiaries</th>
<th>(4)(c) Names of other companies if 25% or more of voting securities are held</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stephen P. Wilson Maineville, OH</td>
<td>N/A</td>
<td>Director, Chairman, President/CEO</td>
<td>N/A</td>
<td>N/A</td>
<td>0.95%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Spencer S. Cropper Lebanon, OH</td>
<td>N/A</td>
<td>Director</td>
<td>N/A</td>
<td>N/A</td>
<td>0.30%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>William H. Kaufman Lebanon, OH</td>
<td>Attorney, Kaufman &amp; Florence</td>
<td>Director, LCNB National Bank</td>
<td>Partner-Kaufman &amp; Florence</td>
<td>0.73%</td>
<td>None</td>
<td>Kaufman &amp; Florence (50% partner)</td>
<td></td>
</tr>
<tr>
<td>George L. Leasure Lebanon, OH</td>
<td>Manufacturing-GMi Companies.</td>
<td>Director, LCNB National Bank</td>
<td>Chairmant &amp; Director GMi Companies</td>
<td>0.35%</td>
<td>None</td>
<td>GMi Companies (75%)</td>
<td></td>
</tr>
<tr>
<td>John H. Kochensparger III Former President, Gahanna, OH</td>
<td>Director</td>
<td>Director, LCNB National Bank</td>
<td>Attorney</td>
<td>1.49%</td>
<td>None</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Rick L. Blossom New Richmond, OH</td>
<td>Reality Check LLC</td>
<td>Director, LCNB National Bank</td>
<td>Managing Partner, Reality Check, LLC</td>
<td>0.02%</td>
<td>None</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Anne Krehbiel Cincinnati, OH</td>
<td>Attorney</td>
<td>Director, LCNB National Bank</td>
<td>Partner Krehbiel Law Office</td>
<td>0.04%</td>
<td>None</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Steve P. Foster Lebanon, OH</td>
<td>N/A</td>
<td>Director</td>
<td>President, LCNB National Bank</td>
<td>N/A</td>
<td>0.33%</td>
<td>None</td>
<td>N/A</td>
</tr>
</tbody>
</table>
Report Item 4: Directors and Officers
(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

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<tr>
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</tr>
</thead>
<tbody>
<tr>
<td>Eric J. Meistrup, Lebanon, OH</td>
<td>N/A</td>
<td>N/A</td>
<td>Exec. Vice Pres., LCNB National Bank</td>
<td>N/A</td>
<td>0.14%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Leroy F. McKay, Lebanon, OH</td>
<td>N/A</td>
<td>N/A</td>
<td>Exec. Vice Pres., LCNB National Bank</td>
<td>N/A</td>
<td>0.17%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Matthew P. Layer, Morrow, OH</td>
<td>N/A</td>
<td>N/A</td>
<td>Exec. Vice Pres., LCNB National Bank</td>
<td>N/A</td>
<td>0.09%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Robert C. Haines II, Lebanon, OH</td>
<td>N/A</td>
<td>N/A</td>
<td>Exec. Vice Pres., CFO LCNB National Bank</td>
<td>N/A</td>
<td>0.09%</td>
<td>None</td>
<td>N/A</td>
</tr>
</tbody>
</table>