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, Todd A. Mason
Name of the Holding Company Director and Official
President & CEO
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
03/18/2016
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

RSSF ID 89149
C.I.

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

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

Pandora Bancshares, Inc.
Reporter’s Name, Street, and Mailing Address
102 E. Main St., P.O. Box 329

Mailing Address of the Holding Company
Pandora
City
OH
State
45877-0329
Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Larry E. Hoffman
Name
EVP & CFO
Title

419-384-9101
Area Code / Phone Number / Extension
419-384-7404
Area Code / FAX Number
lhoffman@e-fnb.com
E-mail Address

www.e-fnb.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.

12/2015
Annual Report of Bank Holding Companies - FR Y-6
Pandora Bancshares, Inc.
Fiscal Year End December 31, 2015

Report Item 1: Annual Report to Shareholders
Enclosed

Report Item 2a: Organization Chart

Pandora Bancshares, Inc.
Pandora, Ohio
Incorporated in Ohio
LEI: N/A

100%

The First National Bank of Pandora
Pandora, Ohio
Incorporated in Ohio
LEI: N/A

Report Item 2b: Domestic Branch Listing
Enclosed

Report Item 3: Securities Holders

<table>
<thead>
<tr>
<th>Name</th>
<th># shares</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Cede &amp; Company</td>
<td>25,314</td>
<td>20.04%</td>
</tr>
<tr>
<td>New York, NY 10041, USA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Edward Diller</td>
<td>3,320</td>
<td></td>
</tr>
<tr>
<td>Trustee</td>
<td>2,118</td>
<td></td>
</tr>
<tr>
<td>Karen Diller (wife)</td>
<td>1,125</td>
<td></td>
</tr>
<tr>
<td>Fort Thomas, KY USA</td>
<td>6,563</td>
<td>5.19%</td>
</tr>
<tr>
<td>David Rodabaugh</td>
<td>3,013</td>
<td></td>
</tr>
<tr>
<td>Trustee</td>
<td>3,044</td>
<td></td>
</tr>
<tr>
<td>Christine Rodabaugh (wife)</td>
<td>334</td>
<td></td>
</tr>
<tr>
<td>Lima, OH USA</td>
<td>6,391</td>
<td>5.06%</td>
</tr>
<tr>
<td>John Arnold</td>
<td>6,329</td>
<td>5.01%</td>
</tr>
<tr>
<td>Findlay, OH USA</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(2) NA
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 closure 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.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID RSSD*</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 UNNUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID RSSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td>571920</td>
<td>Full Service (Head Office)</td>
<td>571920</td>
<td>FIRST NATIONAL BANK OF PANDORA, THE</td>
<td>102 E MAIN ST</td>
<td>PANDORA</td>
<td>OH</td>
<td>45877</td>
<td>PUTNAM</td>
<td>UNITED STATES</td>
<td>4469</td>
<td>FIRST NATIONAL BANK OF PANDORA, THE</td>
<td>571920</td>
<td></td>
<td></td>
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<tr>
<td>OK</td>
<td>1468698</td>
<td>Full Service</td>
<td>1468698</td>
<td>BLUFFTON BRANCH</td>
<td>512 CHERRY ST</td>
<td>BLUFFTON</td>
<td>OH</td>
<td>45817</td>
<td>ALLEN</td>
<td>UNITED STATES</td>
<td>211823</td>
<td>FIRST NATIONAL BANK OF PANDORA, THE</td>
<td>571920</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>2907276</td>
<td>Full Service</td>
<td>2907276</td>
<td>FINDLAY EAST BRANCH</td>
<td>1630 TIFFIN AVENUE</td>
<td>FINDLAY</td>
<td>OH</td>
<td>45840</td>
<td>HANCOCK</td>
<td>UNITED STATES</td>
<td>359442</td>
<td>FIRST NATIONAL BANK OF PANDORA, THE</td>
<td>571920</td>
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<td></td>
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<tr>
<td>OK</td>
<td>4392123</td>
<td>Full Service</td>
<td>4392123</td>
<td>FINDLAY WEST BRANCH</td>
<td>1114 TRENTON AVENUE</td>
<td>FINDLAY</td>
<td>OH</td>
<td>45840</td>
<td>HANCOCK</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>FIRST NATIONAL BANK OF PANDORA, THE</td>
<td>571920</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>4723491</td>
<td>Full Service</td>
<td>4723491</td>
<td>OTTAWA BRANCH</td>
<td>855 NORTH LOCUST STREET</td>
<td>OTTAWA</td>
<td>OH</td>
<td>45607</td>
<td>PUTNAM</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>FIRST NATIONAL BANK OF PANDORA, THE</td>
<td>571920</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

* FDIC UNNUM, Office Number, and ID RSSD columns are for reference only. Verification of these values is not required.
Report Item 4: Insiders

David A. Rodabaugh (Attorney)
Lima, OH USA
Director, Pandora Bancshares Inc.
Pandora, OH 45877 USA 5.06%

Lawyers Title Agency of Allen County
Lima, OH 45801 USA 100%

David A. Rodabaugh Law Office
Bluffton, OH 45817 USA 100%

Rodabaugh Properties, LLC
Lima, OH 45801 USA 100%

Charles D. Niswander (Retired)
Pandora, OH USA
Director, Pandora Bancshares Inc.
Pandora, OH 45877 USA 2.06%

J. Peter Suter (Local Business Owner, Bluffton)
Pandora, OH USA
Director, Pandora Bancshares Inc.
Pandora, OH 45877 USA 0.57%

Jared Lehman (President & CEO Lima Family YMCA)
Bluffton, OH USA
Director, Pandora Bancshares Inc.
Pandora, OH 45877 USA 0.29%

Randal Verhoff (CPA Verhoff & Company, LLC)
Ottawa, OH USA
Director, Pandora Bancshares Inc.
Pandora, OH 45877 USA 0.47%

John Arnold (Local Business Owner, Findlay)
Findlay, OH USA
Director, Pandora Bancshares Inc.
Pandora, OH 45877 USA 5.01%
Report Item 4: Insiders (continued)

**Todd A. Mason** (President/CEO First National Bank)
Lima, OH USA

Director, Pandora Bancshares Inc.
Pandora, OH 45877 USA 3.34%

**Chris Alexander** (Executive VP & Sales Director First National Bank)
Findlay, OH USA

0.01%

**Larry Hoffman** (Executive VP & CFO First National Bank)
Bluffton, OH USA

0.26%

**Brendon Matthews** (Executive VP & Senior Lender First National Bank)
Bluffton, OH USA

0.18%