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)(l)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(l)(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 221.13(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, Jerome F. Bey III
Name of the Holding Company Director and Official
President/CEO/Director
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
RSSF ID
C.I.

Date of Report (top-tier holding company's fiscal year-end):
June 30, 2015

Month / Day / Year
N/A

Reporters’ Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporters’ Name, Street, and Mailing Address
Versailles Financial Corporation

Legal Title of Holding Company
10413 Kely Road/PO Box 92
(Mailing Address of the Holding Company) Street / P.O. Box
Versailles OH 45380
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Jerome F. Bey III
Name
President/CEO/Director
Title

Contact Information:
937-526-4515
Area Code / Phone Number / Extension
937-526-5048
Area Code / FAX Number
jbey@versaillesfinancialcorp.com
E-mail Address

www.versaillesfinancialcorp.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:
☐ No

☐ 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.”

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.

10/2014
1: The savings and loan holding company prepares an annual report for its security holders and is not registered with the SEC. As specified by the responsible Reserve Bank, one copy is enclosed.

2a: Organizational Chart

2b: Domestic branch listing provided to the Federal Reserve Bank.
### Report Item 3: Securities holders

**Versailles Financial Corporation**  
**Fiscal Year Ending June 30, 2015**

<table>
<thead>
<tr>
<th>(1)(a) Name, City, State, Country</th>
<th>(1)(b) Country of Citizenship or Incorporation</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
<th>(1)(a) Name, City, State, Country</th>
<th>(1)(b) Country of Citizenship or Incorporation</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Edward L. Borchers, Russia, Ohio</td>
<td>USA</td>
<td>32,100 - 7% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>James C. Poeppelman, Versailles, Ohio</td>
<td>USA</td>
<td>33,800 - 8% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Douglas P. Ahlers, Versailles, Ohio</td>
<td>USA</td>
<td>32,600 - 7% Common Stock 2,012 - 1% Options on Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Kevin Drees, Versailles, Ohio</td>
<td>USA</td>
<td>25,500 - 6% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Julie Boring, Versailles, Ohio</td>
<td>USA</td>
<td>25,000 - 6% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Cede &amp; Co., New York, NY</td>
<td>USA</td>
<td>88,100 - 20% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>(1) Name, City, State Country</td>
<td>(2) Principal Occupation if other than with Holding Company</td>
<td>(3)(a) Title &amp; Position with Holding Company</td>
<td>(3)(b) Title &amp; Position with Subsidiaries (including names of subsidiaries)</td>
<td>(3)(c) Title &amp; Position with Other Businesses (include names of other businesses)</td>
<td>(4)(a) Percentage of Voting Shares in Holding Company</td>
</tr>
<tr>
<td>-----------------------------</td>
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<td>---------------------------------</td>
</tr>
<tr>
<td>Edward L. Borchers, Russia, Ohio, USA</td>
<td>N/A</td>
<td>Director Chairman</td>
<td>Director Versailles Savings and Loan Company</td>
<td>Director Superior Aluminum</td>
<td>7%</td>
</tr>
<tr>
<td>James C. Poeppelman, Versailles, Ohio, USA</td>
<td>Aggregates</td>
<td>Director</td>
<td>Director Versailles Savings and Loan Company</td>
<td>Pres-CF Poeppelman Pres-Pepco Leasing Partner-Poeppelman Agg.</td>
<td>8%</td>
</tr>
<tr>
<td>Douglas P. Ahlers, Versailles, Ohio, USA</td>
<td>N/A</td>
<td>Director</td>
<td>Director Versailles Savings and Loan Company</td>
<td>N/A</td>
<td>8%</td>
</tr>
<tr>
<td>Kevin Drees, Versailles, Ohio, USA</td>
<td>Residential Const.</td>
<td>Director</td>
<td>Director Versailles Savings and Loan Company</td>
<td>Pres-Urb Drees Constr. Partner-KBK Develop.</td>
<td>6%</td>
</tr>
<tr>
<td>Thomas L. Guillozet, Piqua, Ohio, USA</td>
<td>Lawyer</td>
<td>Director</td>
<td>Director Versailles Savings and Loan Company</td>
<td>Partner-Hanes Law Grp. Partner-Darke Co Land Title Agency</td>
<td>4%</td>
</tr>
<tr>
<td>Jerome F. Bey III, Versailles, Ohio, USA</td>
<td>N/A</td>
<td>Director President/CEO</td>
<td>Director Versailles Savings and Loan Company</td>
<td>N/A</td>
<td>1%</td>
</tr>
<tr>
<td>Cheryl J. Leach, Versailles, Ohio, USA</td>
<td>N/A</td>
<td>Vice President/CFO Corporate Secretary</td>
<td>Vice President/CFO Corporate Secretary Versailles Savings and Loan Company</td>
<td>N/A</td>
<td>1%</td>
</tr>
</tbody>
</table>