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)); sections 6(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5458(b)(1)). 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. If the holding company is an ESOP/ESOT formed as a corporation or as an LLC, see the General Instructions for the authorized individual who must sign the report.

I, Stephen E. Varcket
Name of the Holding Company Director and Officer
President & CEO
Title of the Holding Company Director and Officer
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 individual.

Signature of Holding Company Director and Officer
3-15-17
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
C.I.

This report form is to be filed by all top-tier holding companies, top-tier savings and loan holding companies, and intermediate holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2016
Month / Day / Year
N/A
Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)
N/A
Reporter's Name, Street, and Mailing Address
Andover Bancorp, Inc.
Legal Title of Holding Company
PO Box 1300
(Mailing Address of the Holding Company) Street / P.O. Box
Andover OH 44003
City State Zip Code
600 East Main Street, Andover, OH 44003
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Christie Joslin
Controller
Name Title
440-293-7256
Area Code / Phone Number / Extension
440-293-6155
Area Code / FAX Number
cjoslin@andoverbankohio.com
E-mail Address
www.andoverbancorp.com
Address (URL) for the Holding Company's web page

Is confidential treatment requested for any portion of this report submission? [ ] No [ ] Yes
Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

In accordance with the General Instructions for this report (check only one),
1. a letter justifying this request is being provided along with the report.
2. a letter justifying this request has been provided separately.

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.56 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.
For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

<table>
<thead>
<tr>
<th>Legal Title of Subsidiary Holding Company</th>
<th>Legal Title of Subsidiary Holding Company</th>
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</thead>
<tbody>
<tr>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
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</tr>
<tr>
<td>City</td>
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<td>Zip Code</td>
<td>Zip Code</td>
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Physical Location (if different from mailing address)

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<td>Zip Code</td>
<td>Zip Code</td>
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</tbody>
</table>

Physical Location (if different from mailing address)
REPORT ITEMS:

1. Andover Bancorp, Inc. does prepare an annual report for its shareholders. One copy of the annual report is attached.

2 a. Organization Chart
Andover Bancorp, Inc. owns 100% of the shares of The Andover Bank and is its only subsidiary.

Andover Bancorp, Inc
19 Public Square
Andover, Ohio 44003
Ohio U.S.A.
Owes 100% of The Andover Bank

The Andover Bank
19 Public Square
Andover, Ohio 44003
Ohio U.S.A.

Andover Bank Insurance Agency, Inc
19 Public Square
Andover, Ohio 44003
Ohio U.S.A.
100% owned by The Andover bank

**LBI is n/a unless noted

2 b. Domestic Branch Listing
Submitted via e-mail on 03/21/17

3. (1) a. Andover Bank Employee's Stock Ownership Plan
19 Public Square, Andover, Ohio U.S.A.

b. Ohio, U.S.A.

c. 256,128 shares, 10.29% of the Common Stock

3. (2) NA

4 a. See attached list
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<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID</th>
<th>IR</th>
<th>Branch Name</th>
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<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>Country</th>
<th>DUNS UNPVD</th>
<th>Office Number</th>
<th>Head Office</th>
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<td>MAIN BRANCH</td>
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<td>DAFTARIA</td>
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<td>MAIN BRANCH</td>
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<td>MAIN BRANCH</td>
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</tbody>
</table>

Notes:
- To satisfy the FF 8-12 operating requirements, you must also submit an FF 8-12 Domestic Branch Schedule for each branch, along with a Data Action of Change, Delete, or Add.
- The FF 8-12 report must be submitted in a hardcopy format on a CD via the FF 8-12 Online Application: https://www.ffiep.trade.gov.
1. Name: Stuart W. Cordell
   Address: Ashtabula, Ohio U.S.A.
   Title: Director, Andover Bancorp, Inc.
   Director, Andover Bank
   Holding Company Shares: 2,083 (0.08%)
   Attorney, Partner Warren & Young PLLC

2. Name: Nicholas J. Jawaal
   Address: Ashtabula, Ohio U.S.A.
   Title: Director, Andover Bancorp, Inc.
   Director, Andover Bank
   Holding Company Shares: 2,750 (0.11%)
   President & CEO, Ashtabula Rubber Co.
   10% ownership
   Director, Ashtabula Rubber Injection Co.
   10% ownership

3. Name: A. David Morrow
   Address: Chardon, Ohio U.S.A.
   Title: Director, Andover Bancorp, Inc.
   Director, Andover Bank
   Holding Company Shares: 5,600 (0.23%)
   Retired/Business Owner

4. Name: Richard J. Mole
   Address: Northfield, Ohio U.S.A.
   Title: Director, Andover Bancorp, Inc.
   Director, Andover Bank
   Holding Company Shares: 4,300 (0.17%)
   Visiting Assistant Professor/Hiram College

5. Name: Robert L. Taylor
   Address: Austinburg, Ohio U.S.A.
   Title: Director, Andover Bancorp, Inc.
   Director, Andover Bank
   Holding Company Shares: 12,500 (0.50%)
   Retired/Educator

6. Name: Martin R. Cole
   Address: Jefferson, Ohio U.S.A.
   Title: Chairman, Andover Bancorp, Inc.
   Chairman, Andover Bank
   Holding Company Shares: 5,050 (0.20%)
   Chairman, Andover Bank

7. Name: Edward J. Pollander
   Address: Andover, Ohio U.S.A.
   Title: Director, Andover Bancorp, Inc.
   Director, Andover Bank
   Holding Company Shares: 1,900 (0.08%)
   Dentist

8. Name: Stephen B. Varckette
   Address: Geneva, Ohio U.S.A.
   Title: President & CEO, Andover Bancorp, Inc.
   President & CEO, Andover Bank
   Holding Company Shares: 1,750 (0.07%)
   President & CEO, Andover Bank
9. Name: Andover Bank Employees Stock Ownership Plan
   Address: Andover, Ohio U.S.A.
   Title: ESOP

   Shares: Holding Company Shares 256,128 (10.29%)
   Principal Occupation: ESOP, Andover Bank

4 b. The individuals listed do not have title or position with any other company
   Unless noted above.

4 c. The individuals listed do not have title or position with any other company
   Unless noted above.
<table>
<thead>
<tr>
<th># Shares</th>
<th>% of Common Stock</th>
</tr>
</thead>
<tbody>
<tr>
<td>ESOP</td>
<td>256,128</td>
</tr>
<tr>
<td>Stuart Cordell</td>
<td>2,083</td>
</tr>
<tr>
<td>Nicholas Jammal</td>
<td>2,750</td>
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<tr>
<td>A. David Morrow</td>
<td>5,600</td>
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<tr>
<td>Richard Mole</td>
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<tr>
<td>Robert Taylor</td>
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<tr>
<td>Martin Cole</td>
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<td>Edward Pollander</td>
<td>1,900</td>
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<tr>
<td>Steve Varckette</td>
<td>1,750</td>
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</tbody>
</table>

Total Shares Outstanding 2,489,553