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 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 310B(a) and 310B(b)), and 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 5468(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 is an LLC, see the General Instructions for the authorized individual who must sign the report.

1. Nelson L. Person,
   Name of the Holding Company Director and Official
   President and 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

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 bank holding companies, top-tier savings and loan holding companies, and U.S. 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)

Reporters Name, Street, and Mailing Address

Apollo Bancorp, Inc.
Legal Title of Holding Company
201 N Warren Avenue
(Mailing Address of the Holding Company) Street / P.O. Box

Apollo

PA

15613

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Carolyn R. Bash
Assistant Treasurer

Name

Title

724-478-3151 ext 231

Area Code / Phone Number / Extension

724-478-1118

Area Code / FAX Number

carolyn@apollobank.com

E-mail Address

www.apollobank.com

Address (URL) for the Holding Company's web page

Is confidential treatment requested for any portion of this report submission? 0=No 1=Yes 1

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.  

   ☐

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 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 bank holding company does prepare an annual report for its shareholders. Two copies are enclosed.

REPORT ITEM 2a: Organization Chart

Apollo Bancorp, Inc.
Apollo, Pennsylvania
(Parent)
Incorporated in Pennsylvania

100%

Apollo Trust Company
Apollo, Pennsylvania
(Subsidiary)
Incorporated in Pennsylvania

100%

Apollo Realty, Inc.
Apollo, Pennsylvania
(Subsidiary)
Incorporated in Pennsylvania

REPORT ITEM 2b: Domestic Branch Listing

Branch listing was verified and emailed on February 8, 2017.

REPORT ITEM 3: Securities Holders

REFER TO CONFIDENTIAL VOLUME

Note: All Legal Entity Identifies are n/a, unless noted.
<table>
<thead>
<tr>
<th>Name, Address and Principal Occupation, Other Business Interests</th>
<th>Title for Apollo Bancorp, Inc.</th>
<th>Title for Apollo Trust Company</th>
<th>Number of Shares Owned</th>
<th>Percentage Owned Apollo Bancorp</th>
<th>Percentage Owned Apollo Trust Co</th>
<th>Other Companies</th>
</tr>
</thead>
<tbody>
<tr>
<td>John C. Dormire Refer to Confidential Volume</td>
<td>Director</td>
<td>Director</td>
<td>Refer to Confidential Volume</td>
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<tr>
<td>Dickson K. Forbes Refer to Confidential Volume</td>
<td>Director</td>
<td>Director</td>
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<tr>
<td>Richard G. Hildebrand Refer to Confidential Volume</td>
<td>Director</td>
<td>Director</td>
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<tr>
<td>Larry D. Loperfito Refer to Confidential Volume</td>
<td>Director, Counsel</td>
<td>Director, Counsel</td>
<td>Refer to Confidential Volume</td>
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<td>Refer to Confidential Volume</td>
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<tr>
<td>Nelson L. Person Refer to Confidential Volume</td>
<td>President and CEO; Director</td>
<td>President and CEO; Director</td>
<td>Refer to Confidential Volume</td>
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<tr>
<td>Karen A. Stanford Refer to Confidential Volume</td>
<td>Director</td>
<td>Director</td>
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<tr>
<td>Barbara R. Calizzi Refer to Confidential Volume</td>
<td>Exec. Vice President, COO, Secretary</td>
<td>Exec. Vice President, COO, Secretary</td>
<td>Refer to Confidential Volume</td>
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<tr>
<td>Robert B. Kastan Refer to Confidential Volume</td>
<td>Vice President, Treasurer and CFO</td>
<td>Vice President, Residential and Consumer Lending</td>
<td>Refer to Confidential Volume</td>
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<tr>
<td>Robert J. Kopec Refer to Confidential Volume</td>
<td>Vice President, Residential and Consumer Lending</td>
<td>Vice President, Commercial Lending</td>
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<tr>
<td>Kevin A. Butler Refer to Confidential Volume</td>
<td>Vice President, Chief Information Officer</td>
<td>Vice President, Commercial Lending</td>
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<tr>
<td>Russell L. Waltz Refer to Confidential Volume</td>
<td>Vice President, and Chief Information Officer</td>
<td>Vice President, Commercial Lending</td>
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