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(e)(1), 23 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, Martin P. Sutter
Name of the Holding Company Director and Official
Chairman, 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

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.

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)

Reporter's Name, Street, and Mailing Address
GenBanc, Inc
P.O. Box 98
Genoa, OH 43430

City State Zip Code
801 Main Street, Genoa, Ohio 43430

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Todd Marsh
Vice President & CFO
Name Title
557-400-1235
Area Code / Phone Number / Extension
419-855-3789
Area Code / FAX Number

tmarsh@genoabank.com
E-mail Address

n/a
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 8.25 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 (7100-0257), Washington, DC 20503.

10/2014
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>Company Name</th>
<th>Legal Title of Subsidiary Holding Company</th>
<th>Mailing Address of the Subsidiary Holding Company</th>
<th>Street / P.O. Box</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>Physical Location (if different from mailing address)</th>
</tr>
</thead>
<tbody>
<tr>
<td>The Genoa Banking Company</td>
<td></td>
<td>P.O. Box 98</td>
<td></td>
<td>Genoa</td>
<td>OH</td>
<td>43430</td>
<td></td>
</tr>
<tr>
<td>Genoa Financial, Inc.</td>
<td></td>
<td>P.O. Box 98</td>
<td></td>
<td>Genoa</td>
<td>OH</td>
<td>43430</td>
<td></td>
</tr>
<tr>
<td>GenBanc Software, Inc</td>
<td></td>
<td>P.O. Box 98</td>
<td></td>
<td>Genoa</td>
<td>OH</td>
<td>43430</td>
<td></td>
</tr>
</tbody>
</table>

12/2012
Report Item
1: GenBanc prepares an annual report for its shareholders.
   One copy included

2a: Organizational Chart

```
LEI NONE
GenBanc, Inc. Genoa, Ohio
Incorp In Ohio

100%
Genoa Financial, Inc
Genoa, Ohio
Incorp In Ohio
LEI none

100%
The Genoa Banking
Company Genoa, Ohio
Incorp In Ohio
LEI none

100%
GenBanc Software, Inc.
Genoa, Ohio
Incorp In Ohio
LEI none
```
Results: A list of branches for your depository institution: GENOA BANKING COMPANY, THE (ID: ROSS-55431). This depository institution is held by GENOA INC. (ID: 55431) of GENOA, OH.
The data are as of 12/31/2018. Data reflects information that was received and processed through 01/02/2018.

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, review the data, make changes 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 close 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 Requirements
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.

Notes:
To satisfy the FR Y-10 reporting requirements you must also submit FR Y-10 Domestic Branch Schedules for each branch with data Actions 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.

* FOC UNIVAR, Office Number, and ID_9940 column are for reference only. Verification of these values is not required.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Type</th>
<th>Branch ID</th>
<th>Primary Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FOC_UNIVAR</th>
<th>Office Number</th>
<th>Head Office</th>
<th>Head Office ID</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>ok</td>
<td>Full Service</td>
<td>504311</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>953 MAIN STREET</td>
<td>GENDA</td>
<td>OH</td>
<td>45429</td>
<td>OTTAWA</td>
<td>UNITED STATES</td>
<td>3521</td>
<td>0</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>504311</td>
<td></td>
<td></td>
</tr>
<tr>
<td>ok</td>
<td>Full Service</td>
<td>504312</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>3329 WASHINGTON AVENUE</td>
<td>GENDA</td>
<td>OH</td>
<td>45429</td>
<td>OTTAWA</td>
<td>UNITED STATES</td>
<td>3521</td>
<td>0</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>504311</td>
<td></td>
<td></td>
</tr>
<tr>
<td>ok</td>
<td>Full Service</td>
<td>504313</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>2322 OLD US 20</td>
<td>GENDA</td>
<td>OH</td>
<td>45429</td>
<td>OTTAWA</td>
<td>UNITED STATES</td>
<td>3521</td>
<td>0</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>504311</td>
<td></td>
<td></td>
</tr>
<tr>
<td>ok</td>
<td>Full Service</td>
<td>504314</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>4895 WASHINGTON AVENUE</td>
<td>GENDA</td>
<td>OH</td>
<td>45429</td>
<td>OTTAWA</td>
<td>UNITED STATES</td>
<td>3521</td>
<td>0</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>504311</td>
<td></td>
<td></td>
</tr>
<tr>
<td>ok</td>
<td>Full Service</td>
<td>504315</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>2331 MOUNTAIN AVENUE</td>
<td>GENDA</td>
<td>OH</td>
<td>45429</td>
<td>OTTAWA</td>
<td>UNITED STATES</td>
<td>3521</td>
<td>0</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>504311</td>
<td></td>
<td></td>
</tr>
<tr>
<td>ok</td>
<td>Full Service</td>
<td>504316</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>2322 OLD US 20</td>
<td>GENDA</td>
<td>OH</td>
<td>45429</td>
<td>OTTAWA</td>
<td>UNITED STATES</td>
<td>3521</td>
<td>0</td>
<td>GENOA BANKING COMPANY, THE</td>
<td>504311</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Report Item 3: Shareholders
(1)(a) (1)(b) (1)(c) (2)(a) (2)(b) (2)(c)

<table>
<thead>
<tr>
<th>Name &amp; Address</th>
<th>Country of Citizenship</th>
<th>Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>George Bowland II, Trustee of The George Bowland Trust</td>
<td>USA</td>
<td>66,702,952 Shares - 8.94% Common Stock</td>
</tr>
<tr>
<td>Genoa, Ohio</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Linda Bertok</td>
<td>USA</td>
<td>125,351,329 Shares - 16.80% Common Stock</td>
</tr>
<tr>
<td>Waterville, OH</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Shareholders not listed in (3)(1)(a) through (3)(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2015

(2)(a) (2)(b) (2)(c)

<table>
<thead>
<tr>
<th>Name &amp; Address</th>
<th>Country of Citizenship</th>
<th>Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Form FR Y-6
GenBanc, Inc.
Fiscal Year Ending December 31, 2016

Report Item 4: Insiders
(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
<th>(2) Principal Occupation</th>
<th>(3)(a) Title &amp; Position with Holding Company</th>
<th>(3)(b) Position with Genoa Banking Co.</th>
<th>(3c) 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>(4c) Names of Other Companies if &gt;25% Voting Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Martin P. Sutter</td>
<td>Martin, Ohio</td>
<td>N/A</td>
<td>President/CEO and Chairman</td>
<td>President/CEO and Chairman</td>
<td>None</td>
<td>3.37%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>John Harbd II</td>
<td>Port Clinton, OH</td>
<td>Retired</td>
<td>Director</td>
<td>Director</td>
<td>Past President-Impact Products</td>
<td>0.30%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Mark Hecklinger</td>
<td>Millbury, OH</td>
<td>Horticulture</td>
<td>Director</td>
<td>Director</td>
<td>President-Hecklinger Greenhouse</td>
<td>0.84%</td>
<td>N/A</td>
<td>Hecklinger Greenhouse 100%</td>
</tr>
<tr>
<td>Denise M. Bowland</td>
<td>Genoa, OH</td>
<td>Attorney</td>
<td>Director</td>
<td>Director</td>
<td>Law Practice</td>
<td>1.10%</td>
<td>N/A</td>
<td>Bowland Law Office 100%</td>
</tr>
<tr>
<td>Douglas Samsen</td>
<td>Perrysburg, OH</td>
<td>Retail Sales</td>
<td>Director</td>
<td>Director</td>
<td>President-Samsen Furniture</td>
<td>0.81%</td>
<td>N/A</td>
<td>Samsen Furniture 55% DMR Furniture Enterprises &lt;5% Sambury, LLC 55%</td>
</tr>
<tr>
<td>Steven Irwin</td>
<td>Holland, OH</td>
<td>CPA</td>
<td>Director</td>
<td>Director</td>
<td>Partner RaynerFoosKuse &amp; Irwin CPAs</td>
<td>0.03%</td>
<td>N/A</td>
<td>RaynerFoosKuse &amp; Irwin CPAs 25%</td>
</tr>
<tr>
<td>Kevin Bringe</td>
<td>Martin, OH</td>
<td>Farmer</td>
<td>Director</td>
<td>Director</td>
<td>President-Bringe Farms</td>
<td>3.16%</td>
<td>N/A</td>
<td>Bringe Farms 100%</td>
</tr>
</tbody>
</table>

(1) Based upon 746,337.191 shares outstanding at December 31, 2016