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. §§ 3108(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 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.

I, Daniel E. Csontos
Name of the Holding Company Director and Official

President

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

RSRD ID

C.I.

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

December 31, 2017

Month / Day / Year

N/A

Reporter's Legal Entity Identifier (LEI) (20-character LEI Code)

Reporter's Name, Street, and Mailing Address

First Niles Financial, Inc.

55 N. Main Street - P.O. Box 311
(Mailing Address of the Holding Company) Street / P.O. Box

Niles Ohio 44446-0311

City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Mary Ann Coates
Name

Chief Financial Officer
Title

330-652-2539
Area Code / Phone Number / Extension

330-652-0911
Area Code / FAX Number

mcoates@homefedniles.com
E-mail Address

None

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

Is confidential treatment requested for any portion of this report submission? ☒ No ☐ Yes

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 5.53 hours per response, including time to gather and maintain data in the required format 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.

03/2018
Form FR Y-6

First Niles Financial, Inc.
Niles, Ohio
Fiscal Year Ending December 31, 2017

Report Item
1: The savings and loan holding company prepares an annual report for its securities holders and is not registered with the SEC. As specified by the appropriate Federal Reserve Bank, 1 copy is attached.

2a: Organizational Chart

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First Niles Financial, Inc.
Niles, Ohio
Incorporated in Delaware

100%

Home Federal Savings and Loan Association of Niles
LEI: 254900BNU8W7ACVJR27
Niles, Ohio
Incorporation-n/a
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LEI is n/a unless noted.

2b: Domestic Branch Listing is attached.
Reconciliation and Verification Sheet

1. In the Data Action column of each branch row, enter one or more of the actions specified below.
2. If required, enter the data 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 the reporting 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 Word. 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-9-C reporting requirement, you must re submit FR Y-9-C Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add.


* FDIC UNIQUE, Office Number, and 10-KID columns are for reference only. Verification of these values is not required.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch ID Type</th>
<th>Branch ID, KID</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>FDIC UNIQUE</th>
<th>Office Number</th>
<th>Head Office</th>
<th>Head ID, KID</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td>7/31/2017</td>
<td>10-KID</td>
<td>713362</td>
<td>THOMPSON FEDERAL SAVINGS AND LOAN ASSOCIATION OF PALES OHIO</td>
<td>103 N MAIN ST</td>
<td>PALES</td>
<td>OH</td>
<td>44446</td>
<td>HUMBOLDT</td>
<td>13334206</td>
<td>13334206</td>
<td>713371</td>
<td>713371</td>
</tr>
</tbody>
</table>
Form FR Y-6

First Niles Financial, Inc.
Niles, Ohio
Fiscal Year Ending December 31, 2017

Report Item 3(1): Securities holders

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2017. All securities are common shares.

<table>
<thead>
<tr>
<th>Name</th>
<th>Citizenship or Incorporation</th>
<th>Number &amp; % of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Shirley Stephens</td>
<td>USA</td>
<td>68,452 - 6.2%</td>
</tr>
<tr>
<td>Niles, OH</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Lawrence Safarek</td>
<td>USA</td>
<td>82,920 - 7.5%</td>
</tr>
<tr>
<td>Youngstown, OH</td>
<td></td>
<td></td>
</tr>
<tr>
<td>FNFI - ESOP</td>
<td>*2 USA</td>
<td>118,088 -10.6%</td>
</tr>
<tr>
<td>Niles, OH</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Robert I. Shaker</td>
<td>*3 USA</td>
<td>51,621 - 4.6%</td>
</tr>
<tr>
<td>Solon, OH</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Christopher J. Shaker</td>
<td>*3 USA</td>
<td>54,473 - 4.9%</td>
</tr>
<tr>
<td>Niles, OH</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Peter C. Gargano</td>
<td>USA</td>
<td>59,742 - 5.4%</td>
</tr>
<tr>
<td>Niles, OH</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Lance Osborne</td>
<td>USA</td>
<td>59,240 - 5.3%</td>
</tr>
<tr>
<td>Mentor, OH</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Report Item 3(2): Securities holders

Securities holders with ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2017 and not listed in 3(1). All securities are common shares.

None.

*1 Includes children and grandchildren.
*2 First Bankers Trust Services, Inc. is the Trustee. Vested shares are voted by the vested ESOP participants.
*3 R. Shaker and C. Shaker are siblings.
### Report Item 4: Insiders

<table>
<thead>
<tr>
<th>Name, City, State, Country</th>
<th>Principal Occupation Other than with Holding Company</th>
<th>Title &amp; Position with Holding Company</th>
<th>Title &amp; Position with Subsidiaries (Include names of Subsidiaries)</th>
<th>Title &amp; Position with Other Companies (Include names of other companies)</th>
<th>Percentage of Voting Shares in Holding Company</th>
<th>Percentage of Voting Shares in Subsidiaries (Include names of Subsidiaries)</th>
<th>List Names of Other Companies (Includes partnerships)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bruce Osborne, Mentor, OH, USA</td>
<td>Director, Real Estate Investor</td>
<td>Director - Home Federal Savings and Loan Association of Niles</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Raymond J. Catagni, Mentor, OH, USA</td>
<td>Loan Officer</td>
<td>Vice President - Home Federal Savings and Loan</td>
<td>N/A</td>
<td>N/A</td>
<td>10.0%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Mary Ann Caster, Mentor, OH, USA</td>
<td>CPA</td>
<td>Chief Financial Officer</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Shaker, Shaker, LLP</td>
<td>Attorney - Shaker &amp; Shaker, LLP</td>
<td>Director - Home Federal Savings and Loan</td>
<td>N/A</td>
<td>N/A</td>
<td>4.6%</td>
<td>N/A</td>
<td>Shaker &amp; Shaker, LLP - 50% owner</td>
</tr>
<tr>
<td>David G. Curran, Shore, OH, USA</td>
<td>Banker</td>
<td>Director, President &amp; CEO</td>
<td>Director - Pioneer Savings Bank</td>
<td>N/A</td>
<td>1.5%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Howard, OH, USA</td>
<td>President - Wm. Kramer &amp; Sons, Inc.</td>
<td>Director, Chairman of the Board</td>
<td>President - Wm. Kramer &amp; Sons, Inc.</td>
<td>N/A</td>
<td>3.7%</td>
<td>N/A</td>
<td>Wm. Kramer &amp; Sons, Inc. - 10% owner</td>
</tr>
<tr>
<td>P. James Kramer, Girard, OH, USA</td>
<td>President - Wm. Kramer &amp; Sons, Inc.</td>
<td>Director, Chairman of the Board</td>
<td>President - Wm. Kramer &amp; Sons, Inc.</td>
<td>N/A</td>
<td>3.0%</td>
<td>N/A</td>
<td>Wm. Kramer &amp; Sons, Inc. - 10% owner</td>
</tr>
<tr>
<td>William E. Redd, Caster, Mentor, OH, USA</td>
<td>Director</td>
<td>President - Clinics of Osteopathic Medicine</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>Clinics of Osteopathic Medicine, Inc. - 100% owner</td>
</tr>
<tr>
<td>Niles, OH, USA</td>
<td>President - Clinics of Osteopathic Medicine</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Jim Matts, Mentor, OH, USA</td>
<td>Director</td>
<td>Director - Home Federal Savings and Loan</td>
<td>N/A</td>
<td>N/A</td>
<td>10.0%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>