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. §§ 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 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.

Name of the Holding Company Director and Officer

Board of Directors

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 individuals consent to public release of all data in the report concerning that individual.

Signature of Holding Company Director and Officer

04/02/2018

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

RSSID_________ C.I.____

Is confidential treatment requested for any portion of this report submission? _________

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.

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

Portage Bancshares, Inc.

Legal Title of Holding Company

1311 East Main St.

Mailing Address of the Holding Company Street / P.O. Box

Ravenna OH 44266

City State Zip Code

Same

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Donald D. Herman VP & CFO

Name Title

330-298-8090

Area Code / Phone Number / Extension

330-298-1498

Area Code / FAX Number

dheman@pcbbank.com

E-mail Address

www.pcbbank.com

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

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 BHC is not required to prepare form 10K with the SEC. The BHC prepares an annual report for it's shareholders, but 2017 reports are not yet available. We will send two copies of our 2017 annual report upon completion.

2. Organizational Chart:

NOTE: Legal Entity Identifier (LEI) = N/A
<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID: RSSD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>Country</th>
<th>Country</th>
<th>FDIC UNUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID: RSSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service (Head Office)</td>
<td>20630598</td>
<td>PORTAGE COMMUNITY BANK</td>
<td>1111 EAST STREET</td>
<td>RAVENNA</td>
<td>OH</td>
<td>44266</td>
<td>PORTAGE</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>PORTAGE COMMUNITY BANK</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>26730564</td>
<td>KENT OFFICE</td>
<td>1532 SOUTH WATER STREET</td>
<td>KENT</td>
<td>OH</td>
<td>44240</td>
<td>PORTAGE</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>PORTAGE COMMUNITY BANK</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### Report Item 3: Shareholders

| Current Shareholders with ownership, control of holdings of 5% or more with power to vote as of 12/31/2017 |
| Shareholders not listed in 3][1.a - 3][1.c that had ownership, control or holdings of 5% or more with power to vote during the fiscal YE 12/31/2017 |

<table>
<thead>
<tr>
<th>1.a</th>
<th>1.b</th>
<th>1.c</th>
<th>2.a</th>
<th>2.b</th>
<th>2.c</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name &amp; Address (City, State, Country)</td>
<td>Country of Citizenship or Incorporation</td>
<td>Number &amp; Percentage of each Class of Voting Securities</td>
<td>Name &amp; Address (City, State, Country)</td>
<td>Country of Citizenship or Incorporation</td>
<td>Number &amp; Percentage of each Class of Voting Securities</td>
</tr>
</tbody>
</table>

N/A | N/A
<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
<th>Principal Occupation if other than with Bank Holding Company</th>
<th>Title &amp; Position with Bank Holding Company</th>
<th>Title &amp; Position with Subsidiary</th>
<th>Title &amp; Position with Other Businesses</th>
<th>Percentage of Voting Shares in Bank Holding Company</th>
<th>Percentage of Voting Shares in Subsidiary</th>
<th>List Name of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of securities held)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Tim Crook</td>
<td>Retired</td>
<td>Board Director Secretary</td>
<td>Board Director</td>
<td>Retired</td>
<td></td>
<td>2.68%</td>
<td>N/A</td>
<td>East Aurora Road Partners, LLC (30%) 267 W Main St., LLC (45%) 257 North Water Ltd (27%)</td>
</tr>
<tr>
<td>James Danicone</td>
<td>Small Business Owner</td>
<td>Board Director</td>
<td>Board Director</td>
<td>Owner, Dunkin Donuts</td>
<td></td>
<td>0.99%</td>
<td>N/A</td>
<td>Damicone Operating Ltd, Damicone II, LLC Damicone - Streetsboro (90%)</td>
</tr>
<tr>
<td>Lee Junior</td>
<td>Controller</td>
<td>Board Director</td>
<td>Board Director</td>
<td>Controller Sarchione Ford</td>
<td></td>
<td>0.66%</td>
<td>N/A</td>
<td>None</td>
</tr>
<tr>
<td>Richard Leonard</td>
<td>Retired</td>
<td>Board Director</td>
<td>Board Director</td>
<td>Retired</td>
<td></td>
<td>0.53%</td>
<td>N/A</td>
<td>None</td>
</tr>
<tr>
<td>Margaret Medzie</td>
<td>VP Development &amp; Donor Engagement</td>
<td>Board Director</td>
<td>Board Director</td>
<td>VP &amp; Chief Development Officer, Akron Community Foundation</td>
<td></td>
<td>2.17%</td>
<td>N/A</td>
<td>None</td>
</tr>
<tr>
<td>Aaron Moats</td>
<td>Optometrist</td>
<td>Board Director</td>
<td>Board Director</td>
<td>Optometrist, Dr. Aaron A. Moats</td>
<td></td>
<td>1.90%</td>
<td>N/A</td>
<td>Partners Optical Supply, Inc. (100%)</td>
</tr>
<tr>
<td>Tom Siciliano</td>
<td>Small Business Owner</td>
<td>Board Director Treasurer</td>
<td>Board Director</td>
<td>Owner, Siciliano's Pizza</td>
<td></td>
<td>1.73%</td>
<td>N/A</td>
<td>Siciliano's Pizzeria Pirate Properties (100%)</td>
</tr>
<tr>
<td>Richard J. Coe</td>
<td>N/A</td>
<td>Board Director</td>
<td>Board Director</td>
<td>N/A</td>
<td></td>
<td>2.03%</td>
<td>N/A</td>
<td>None</td>
</tr>
<tr>
<td>Kevin T. Lewis</td>
<td>N/A</td>
<td>Board Director</td>
<td>Board Director</td>
<td>President &amp; CLO Portage Community Bank</td>
<td></td>
<td>1.70%</td>
<td>N/A</td>
<td>None</td>
</tr>
</tbody>
</table>