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 803 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 an LLC, see the General Instructions for the authorized individual who must sign the report.

I, Marlene Barkheimer
Name of the Holding Company Director and Official
President/CEO
Title of the Holding Company Director and Official

attach 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
03/31/2019
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.

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, 2018
Month / Day / Year

N/A
Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

Community Independent Bancorp, Inc
Legal Title of Holding Company

11 South Main Street
(Mailing Address of the Holding Company) Street / P.O. Box
West Salem
OH
44287
Cty
State
Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Brenda Strunk
Name
Treasurer
Title

(419)496-2641
Area Code / Phone Number / Extension

(419)853-1101
Area Code / FAX Number

eexec@farmsersstate-oh.com
E-mail Address
N/A
Address (URL) for the Holding Company’s web page

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

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 burden burden for this information collection is estimated to vary from 1 to 101 hours per response, with an average of 5.39 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.

03/2018
ITEM 1: BANK HOLDING COMPANY FINANCIAL STATEMENTS

B. ANNUAL REPORTS TO SHAREHOLDERS - The annual report to shareholders for the year ended December 31, 2018, required by this section is attached to this filing as Exhibit 1.

ITEM 2a: ORGANIZATION CHART

Community Independent Bancorp, Inc. owns 100% of the stock of Farmers State Bank. In addition, it owns 100% of the non-voting stock of CIB Insurance Agency, Inc. The voting class of stock for the insurance agency is, by Ohio Revised Code, held by natural persons. These persons act as directors for the corporation. Community Independent Bancorp, Inc. also owns 100% of the stock of CIB Appraisal Service, Inc. Exhibit 2 shows the relationship of these corporations.

ITEM 2b: Domestic Branch Listing

The Domestic Branch Listing required by this section was emailed to Structure@clev.frb.org.

ITEM 3: SHAREHOLDERS

1. The following table sets forth, as of December 31, 2018, the name and address of each person who owns of record or who is known by the Board of Directors to be the beneficial owner of more than five percent (%) of the Corporation's outstanding common stock, the number of shares beneficially owned by such person and the percentage of the Corporation's outstanding common stock so owned.

<table>
<thead>
<tr>
<th>Name and Address</th>
<th>Shares Beneficially Owned</th>
<th>% of Outstanding Common Stock Beneficially Owned</th>
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</thead>
<tbody>
<tr>
<td>1. Smarco Inc. (ESOP)</td>
<td>28,678</td>
<td>7.38%</td>
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<tr>
<td>Millersburg, OH USA</td>
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<td>2. N/A</td>
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</table>
ITEM 4. DIRECTORS AND OFFICERS

The information requested by this item is attached to this filing as Exhibit 3.
Exhibit 2

Form FR Y-6

Community Independent Bancorp, Inc. West Salem, Ohio Incorporated in Ohio

Farmers State Bank
West Salem, Ohio
100% Ownership
Incorporated in Ohio

CIB Insurance Agency, Inc
West Salem, Ohio
100% Ownership of Non-Voting Stock
Incorporated in Ohio

CIB Appraisal Service, Inc
West Salem, Ohio
100% Ownership
Incorporated in Ohio

*LEI is N/A unless noted
Results: A list of branches for your depository institution: FARMERS STATE BANK (ID_RSSD: 327220). This depository institution is held by COMMUNITY INDEPENDENT BANCORP, INC. (1883219) of WEST SALEM, OH. The data are as of 12/31/2018. Data reflects information that was received and processed through 01/06/2019.

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, 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 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 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-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a Data Action 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.

* FDIC UNNUM, Office Number, and ID_RSSD 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 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>County</th>
<th>Country</th>
<th>FDIC UNNUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
<th>Comments</th>
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<tbody>
<tr>
<td>OK</td>
<td>01/06/2019</td>
<td>Full Service (Head Office)</td>
<td>327220 FARMERS STATE BANK</td>
<td>11 SOUTH MAIN ST</td>
<td>WEST SALEM</td>
<td>OH</td>
<td>44287</td>
<td>WAYNE</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>FARMERS STATE BANK</td>
<td>327220</td>
<td>FARMERS STATE BANK</td>
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<tr>
<td>OK</td>
<td>01/06/2019</td>
<td>Full Service</td>
<td>1847202 ASHLAND BRANCH</td>
<td>205 7 BANITY RD ASHLAND</td>
<td>ASHLAND</td>
<td>OH</td>
<td>44805</td>
<td>ASHLAND</td>
<td>UNITED STATES</td>
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<td>Not Required</td>
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<td>Full Service</td>
<td>3667507 EAST MAIN STREET BRANCH</td>
<td>1690 E MAIN ST ASHLAND</td>
<td>ASHLAND</td>
<td>OH</td>
<td>44805</td>
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<td>3398333 MARSHALLVILLE BRANCH</td>
<td>2178 MAIN ST MARSHALLVILLE</td>
<td>MARSHALLVILLE</td>
<td>OH</td>
<td>44645</td>
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<td>3667516 RITTMAN BRANCH</td>
<td>205 NORTH MAIN STREET RITTMAN</td>
<td>RITTMAN</td>
<td>OH</td>
<td>44270</td>
<td>WAYNE</td>
<td>UNITED STATES</td>
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<tr>
<td>Name</td>
<td>City, State, Country</td>
<td>(1) Name, City, State, Country</td>
<td>(2) Principal Occupation if other than with BHC</td>
<td>(3)(a) Title &amp; Position w/ BHC</td>
<td>(3)(b) Title &amp; Position w/ Bank</td>
<td>(3)(b) Title &amp; Position w/ Insurance Co.</td>
<td>(3)(b) Title &amp; Position w/ Appraisal Co.</td>
<td>(3)(c) Title &amp; Position w/ other Business</td>
<td>(4)(a)(b) % of voting shares in BHC and Subs</td>
<td>(4)(c) Other Companies if 25% or more of voting shares held</td>
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<tr>
<td>Marlene K Barkheimer</td>
<td>West Salem, OH, USA</td>
<td>N/A</td>
<td>President &amp; CEO, Director</td>
<td>President &amp; CEO, Director</td>
<td>President &amp; Director</td>
<td>President &amp; Director</td>
<td>Please see attached</td>
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<td>4.88% BHC</td>
<td>N/A</td>
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<td>Jeffrey Buren</td>
<td>West Salem, OH, USA</td>
<td>Buren Ins Group, Inc.</td>
<td>Director</td>
<td>Director</td>
<td>Director</td>
<td>Director</td>
<td>N/A</td>
<td>1.29% BHC</td>
<td>The Buren Insurance Group Inc (49%) Secured Advantage LLC (46%) Buren Group Limited (50%)</td>
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<td>Daniel McNaull</td>
<td>Ashland, OH, USA</td>
<td>General Manager, Firelands Electric Co-op</td>
<td>Director</td>
<td>Director</td>
<td>Director</td>
<td>Please see attached</td>
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<td>1.12% BHC</td>
<td>Ashland Implement (25%) MCK Corp (25%)</td>
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<td>Bruce Keener</td>
<td>West Salem, OH, USA</td>
<td>owner Commodity Blenders, Inc. and Bruce Keener Trucking, Inc.</td>
<td>Director</td>
<td>Director</td>
<td>Director</td>
<td>N/A</td>
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<td>4.78% BHC</td>
<td>Commodity Blenders (50%) Bruce Keener Trucking (50%) Commodity Blenders Grain Inc (100%)</td>
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<td>Carlton Schlatter</td>
<td>West Salem, OH, USA</td>
<td>President, Tri-County Animal Clinic</td>
<td>Chairman</td>
<td>Chairman</td>
<td>Chairman</td>
<td>Please see attached</td>
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<td>1.34% BHC</td>
<td>Tri-County Animal Clinic (50%)</td>
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<td>Betty E Eichel</td>
<td>West Salem, OH, USA</td>
<td>N/A</td>
<td>Secretary</td>
<td>Secretary</td>
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<td>.36% BHC</td>
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<td>Brenda Strunk</td>
<td>West Salem, OH, USA</td>
<td>N/A</td>
<td>N/A</td>
<td>VP &amp; CFO</td>
<td>N/A</td>
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<td>.27% BHC</td>
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<td>Name, City, State, Country</td>
<td>Principal Occupation if other than with BHC</td>
<td>(3)(a)Title &amp; Position w/ BHC</td>
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<td>(3)(b)Title &amp; Position w/ Insurance Co.</td>
<td>(3)(b)Title &amp; Position w/ Appraisal Co.</td>
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<td>Frances Samson, Orrville, OH, USA</td>
<td>N/A</td>
<td>Director</td>
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<td>Director</td>
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<td>.14% BHC</td>
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<td>Darren Eikleberry, West Salem, OH, USA</td>
<td>N/A</td>
<td>N/A</td>
<td>CIO</td>
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<td>Marlene K Barkheimer (3)(c) attachment</td>
<td>Wooster Local Foods Co-op, Inc, (Treasurer)</td>
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<td>Friends of Hospice, Wayne Co., Ohio, (Treasurer/Director)</td>
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<td>Epcor (Director)</td>
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<td>AU- COBE (Advisory Board Director)</td>
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<td>Lodi Community Hospital (Director)</td>
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<td>Cleveland Clinic General Systems Board (Director)</td>
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<td>Dan McNaull (3)(c) attachment</td>
<td>Ohio Rural Electric Co-op, Trustee</td>
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<td>Firelands Electric Co-op, General Manager</td>
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<td>Carl Schlatter (3)(c) attachment</td>
<td>Gateway Woods Childrens home, Director</td>
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