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. §§ 3105(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 808 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5466(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, R. DOUGLAS NAYLOR
Name of the Holding Company Director and Official
PRESIDENT & C.E.O
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 the 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
January 7, 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

RSSD ID
C.I.

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

FIRST BLANCHESTER BANCSHARES
Legal Title of Holding Company
P.O. BOX 127
(Mailing Address of the Holding Company) Street / P.O. Box
BLANCHESTER OH 45107
City State Zip Code

121 E. MAIN STREET, BLANCHESTER, OHIO 45107
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

ERIN WHITAKER SENIOR VICE PRESIDENT
Name Title

937/783/2451 Area Code / Phone Number / Extension

937/783/4277 Area Code / FAX Number
ewhitaker@fnbblanchester.com E-mail Address

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

Is confidential treatment requested for any portion of this report submission? ☐ No ☑ 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."
REPORT ITEM 1: ANNUAL REPORTS TO SHAREHOLDERS

a) NO – NOT REGISTERED WITH SECURITIES & EXCHANGE COMMISSION
b) ANNUAL REPORTS
   1. BALANCE SHEET – EXHIBIT 1
   2. INCOME STATEMENT – EXHIBIT 2
   3. STATEMENTS OF CHANGE IN STOCKHOLDERS EQUITY – EXHIBIT 3
   4. STATEMENT OF CASH FLOW – EXHIBIT 4

REPORT ITEM 2:

1) - ORGANIZATIONAL CHART – EXHIBIT 5
2) – NONE
3) - NONE

a) – N/A
b) – DOMESTIC BRANCH LISTING
c) – N/A
d) – N/A

REPORT ITEM 3: SHAREHOLDERS – EXHIBIT 6

1. - see EXHIBIT 6
2. - see EXHIBIT 6

REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7
REPORT II
ORGANIZATION: EXHIBIT 5

FIRST BLANCHESTER BANCSHARES, INC.
121 EAST MAIN STREET
BLANCHESTER, OHIO 45107
STATE OF INCORPORATION: OHIO

THE FIRST NATIONAL BANK OF BLANCHESTER
121 EAST MAIN STREET
BLANCHESTER, OHIO 45107
100% OWNED BY FIRST BLANCHESTER BANCSHARES, INC.
HOLDING COMPANY
STATE OF INCORPORATION: OHIO

LEI IS n/a
Reconciliation and Verification Steps
1. In the Data Action column of each branch row, enter one or more of the actions specified below:
   - Add: if a reportable branch is missing, insert a new row, add the branch data, and enter ‘Add’ in the Data Action column and the opening or acquisition 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.
   - 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.
   - 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.
   - OH: if the branch information is correct, enter ‘OH’ in the Data Action column.

2. If required, enter the date in the Effective Date column.

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.

To comply with 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.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSID</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>EDI/CRR/MAP*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSID*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OH</td>
<td></td>
<td>Full Service [Head Office]</td>
<td>735446</td>
<td>FIRST NATIONAL BANK OF BLANCHester, THE</td>
<td>121 EAST MAIN STREET</td>
<td>BLANCHester</td>
<td>OH</td>
<td>45102</td>
<td>Clinton</td>
<td>United States</td>
<td>Not Required</td>
<td>Not Required</td>
<td>FIRST NATIONAL BANK OF BLANCHester, THE</td>
<td>735446</td>
<td></td>
</tr>
</tbody>
</table>
REPORT ITEM 3: SHAREHOLDERS – EXHIBIT 6

Section 1: Shareholders owning 5% or more of the bank holding company at the end of the fiscal year

a.) Ann F. Brown Trustee  
   Ann Ferneau Brown Trust  
   Russell E. Brown Trust  
   Wilmington, OH  
   b.) USA  
   c.) 6,242 shares 10.84%

a.) Donald Hadley, Trustee of  
   Donald S. Hadley Descendants  
   Pleasant Plain, Ohio  
   b.) USA  
   c.) 6,065 Shares 10.54%

a.) Nancy Bates, Trustee of Harold Garrison Trust  
   Hillsborough, CA  
   b.) USA  
   c.) 5,553 shares 9.65%

a.) Jacqueline Osborne Mears  
   Portage, Ohio  
   b.) USA  
   c.) 5,000 shares 8.69%

a.) Dava Biehl  
   Cincinnati, OH  
   b.) USA  
   c.) 3,500 shares 6.08%

a.) Kenen Edgington  
   Bigfork, MT  
   b.) USA  
   c.) 3,482 shares 6.05%

a.) G. Thomas Penquite  
   Blanchester, OH  
   b.) USA  
   c.) 2,891 shares 5.02%

a.) Sarah E. Lowman  
   Blanchester, OH 45107  
   b.) USA  
   c.) 2,880 shares 5.01%

Section 2: Shareholders owning 5% or more during the year N/A
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   R. Douglas Naylor
   Blanchester, Ohio

2. PRINCIPAL OCCUPATION
   Banker

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      President & C.E.O.
   B. Bank
      President & C.E.O.
   C. Other Business Company
      None

4. NUMBER OF SHARES & PERCENTAGE
   A. Bank Holding Company
      100 shares - .17%
   B. Bank
      None
   C. Other Business
      None
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   S. Allen Dohan
   Cincinnati, Ohio

2. PRINCIPAL OCCUPATION
   Owner – Allen Company
   President & Chief Executive Officer

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      Director
   
   B. Bank
      Director
   
   C. Other Business Company
      Allen Company – President & Chief Executive Officer

4. NUMBER OF SHARES & PERCENTAGES
   A. Bank Holding Company
      100 Shares - .17%
   
   B. Bank
      None
   
   C. Other Business
      100%
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   Ronald J. McHenry
   Pleasant Plain, Ohio

2. PRINCIPAL OCCUPATION
   Attorney

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      Director

   B. Bank
      Director

   C. Other Business Company
      1. Lyons, McHenry & Dunlap - Partner

4. NUMBER OF SHARES & PERCENTAGE
   A. Bank Holding Company
      200 - .35%

   B. Bank
      None

   C. Other Business
      1. 50%
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   David E. Brown
   Loveland, Ohio

2. PRINCIPAL OCCUPATION
   Certified Public Accountant

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      Director
   B. Bank
      Director
   C. Other Business Company
      The Castellini Group- Director of Financial Analysis

4. NUMBER OF SHARES & PERCENTAGE
   A. Bank Holding Company
      100 – .17%
   B. Bank
      None
   C. Other Business
      None
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   G. Rodney Lane
   Blanchester, Ohio

2. PRINCIPAL OCCUPATION
   Retired

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      Director
   
   B. Bank
      Director
   
   C. Other Business Company
      None

4. NUMBER OF SHARES & PERCENTAGE
   A. Bank Holding Company
      1,220 Shares – 2.12%
   
   B. Bank
      None
   
   C. Other Business
      None
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   Michael M. Cottle
   Ripley, Ohio

2. PRINCIPAL OCCUPATION
   Retired banker

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      Chairman/Director
   
   B. Bank
      Chairman/Director
   
   C. Other Business Company
      None

4. NUMBER OF SHARES & PERCENTAGE
   A. Bank Holding Company
      100 shares - .17%
   
   B. Bank
      None
   
   C. Other Business
      None
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   Donald S. Hadley, Trustee of
   Pleasant Plain, Ohio

2. PRINCIPAL OCCUPATION
   Retired Business Owner

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      Principal shareholder
   B. Bank
      N/A
   C. Other Business Company
      N/A

4. NUMBER OF SHARES & PERCENTAGE
   A. Bank Holding Company
      6,065 – 10.54%
   B. Bank
      None
   C. Other Business
      None
REPORT ITEM 4: DIRECTORS AND OFFICERS – EXHIBIT 7

1. NAME & ADDRESS
   Ann Ferneau Brown
   Wilmington, Ohio

2. PRINCIPAL OCCUPATION
   Retired

3. TITLE OF POSITION WITH
   A. Bank Holding Company
      Principal Shareholder
   B. Bank
      N/A
   C. Other Business Company
      N/A

4. NUMBER OF SHARES & PERCENTAGE
   A. Bank Holding Company
      3,219 - 5.59% The Ann Ferneau Brown Trust, Ann Brown, Trustee
      3,023 - 5.25% The Russell E. Brown Trust, Ann F. Brown, Trustee
      TOTAL 6,242 - 10.84%
   B. Bank
      None
   C. Other Business
      None