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 9(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 26A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611(a)); 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.M. Scott Nisley
Name of the Holding Company Director and Officer
Executive Vice 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 of the report concerning that individual.

Signature of Holding Company Director and Officer

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.

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 on 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

None

Report's Legal Entity Identifier (LEI) (20-Character LEI Code)

Hocking Valley BancShares, Inc.
Legal Title of Holding Company
7 W. Stimson Ave.
(Mailing Address of the Holding Company) Street / P.O. Box

Athens
City
OH
State
45701
Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Anna Montle
Electronic Services Admin

Name
Title
740-592-4441, Ext. 241
Area Code / Phone Number / Extension

740-594-3147
Area Code / FAX Number

anna.montle@hvb1.com
E-mail Address

www.hvbonline.com
Address (URL) for the Holding Company’s web page

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

1

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

Item 1a: Form 10-K filed with the Securities and Exchange Commission.

Neither the holding company nor the bank is regulated by the SEC.

Item 1b: Annual report to shareholders.

Attached.

Report Item 2: Organizational Chart

2a: Organizational Chart

Hocking Valley BancShares, Inc.
Athens, OH
Athens County
Incorporated in Ohio

100%

Hocking Valley Bank
Athens, OH
Athens County
Incorporated in Ohio

100%

Hocking Valley BancShares, Inc.
Athens, OH
Athens County
Incorporated in Ohio

100%

HVBS Holdings, LLC
Athens, OH
Athens County
Registered in Ohio

100%

HVB Investments, Inc.
Athens, OH
Athens County
Incorporated in Ohio

(1) The Hocking Valley Bank, Athens, Ohio is a wholly-owned subsidiary of Hocking Valley BancShares, Inc. The Hocking Valley Bank holds 100% equity in a subsidiary named HVB Investments, Inc. which engages in portfolio management for the bank.

Additionally, the holding company has 100% ownership of HVBS Holdings, LLC which owns a 99-space parking lot approximately adjacent to the bank.

The company owns no interest of any kind in any other entity at this time. All the above businesses are headquartered on Stimson Avenue in Athens and do business primarily in Athens County Ohio.

*NOTE: LEI is N/A unless noted.*
Results: A list of branches for your holding company: HOCKING VALLEY BANCSHARES, INC. (2170868) of ATHENS, 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 UNINUM, 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 UNINUM*</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>230610</td>
<td>Full Service (Head Office)</td>
<td>230610</td>
<td>HOCKING VALLEY BANK, THE</td>
<td>7 WEST STRATON</td>
<td>ATHENS</td>
<td>OH</td>
<td>45701</td>
<td>ATHENS</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>HOCKING VALLEY BANK, THE</td>
<td>230610</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>492138</td>
<td>Full Service</td>
<td>492138</td>
<td>ALBANY BRANCH</td>
<td>3322 WASHINGTON ROAD</td>
<td>ALBANY</td>
<td>OH</td>
<td>45710</td>
<td>ATHENS</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>HOCKING VALLEY BANK, THE</td>
<td>230610</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>176811</td>
<td>Full Service</td>
<td>176811</td>
<td>RICHLAND AVENUE BRANCH</td>
<td>368 RICHLAND AVENUE</td>
<td>ATHENS</td>
<td>OH</td>
<td>45701</td>
<td>ATHENS</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>HOCKING VALLEY BANK, THE</td>
<td>230610</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>299617</td>
<td>Full Service</td>
<td>299617</td>
<td>COURT STREET BRANCH</td>
<td>23 SOUTH COURT STREET</td>
<td>ATHENS</td>
<td>OH</td>
<td>45701</td>
<td>ATHENS</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>HOCKING VALLEY BANK, THE</td>
<td>230610</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>1316569</td>
<td>Full Service</td>
<td>1316569</td>
<td>EAST STATE STREET BRANCH</td>
<td>936 EAST STATE STREET</td>
<td>ATHENS</td>
<td>OH</td>
<td>45730</td>
<td>ATHENS</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>HOCKING VALLEY BANK, THE</td>
<td>230610</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>2657912</td>
<td>Full Service</td>
<td>2657912</td>
<td>COOLVILLE BRANCH</td>
<td>26111 MAIN STREET</td>
<td>COOLVILLE</td>
<td>OH</td>
<td>45723</td>
<td>ATHENS</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>HOCKING VALLEY BANK, THE</td>
<td>230610</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>3358579</td>
<td>Full Service</td>
<td>3358579</td>
<td>118 NORTH PLAINS ROAD BRANCH</td>
<td>118 NORTH PLAINS ROAD</td>
<td>THE PLAINS</td>
<td>OH</td>
<td>45780</td>
<td>ATHENS</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>HOCKING VALLEY BANK, THE</td>
<td>230610</td>
<td></td>
</tr>
</tbody>
</table>
Report Item 3: Shareholders

(1)  (b) Depository Trust Company
    New York, NY

is listed as holding 10,724 of the 44,215 outstanding shares (24%). The stock
is held for various brokerage houses the largest of which we believe to be Infinex, Wells
Fargo, Edward Jones and Raymond James. To our knowledge, Edward Jones, Infinex and
Raymond James have 23 accounts with 3,195 shares with no one client holding more than 615
shares. We do not have knowledge of the beneficial owners of the remaining 7,529 shares.
Although we believe that many of the shares held at Wells Fargo are locally-owned we are
not privy to the holders nor to the aggregate number of shares held.

(c) Refer to confidential volume.

(2) None.

Report Item 4: Directors and Officers

(1) Robert Gall
    Athens, OH

(2) Mr. Gall is an attorney.

(3) (a&b) Member of the Board of Directors of the holding company and The
    Hocking Valley Bank.
    (c) refer to confidential volume.

(4) Refer to confidential volume.

(1) Alan Geiger
    Athens, OH

(2) Mr. Geiger is retired Ohio University administrator.

(3) (a&b) Member of the Board of Directors of the holding company and The
    Hocking Valley Bank. Serves as Vice Chairman of both.
    (c) None.

(4) Refer to confidential volume.
(1) Kimberly Kelly  
   Albany, OH  

(2) Ms. Kelly is the owner and treasurer of Good, Inc., which owns a laundry in Athens and a number of rental properties.  

(3) (a&b) Member of the Board of Directors of the holding company and The Hocking Valley Bank.  
   (c) None.  

(4) Refer to confidential volume.  

---  

(1) M. Scott Nisley  
   Athens, OH  

(2) N/A.  

(3) (a&b) Member of the Board of Directors of the holding company and The Hocking Valley Bank. Executive Vice President of the holding company and President of the bank.  
   (c) Refer to confidential volume.  

(4) Refer to confidential volume.  

---  

(1) Robert W. Norris  
   Athens, OH  

(3) Mr. Norris is a retired banker.  

(3) (a&b) Member of the Board of Directors of the holding company and The Hocking Valley Bank. Chief Executive Officer of the bank.  
   (c) None.  

(4) Refer to confidential volume.  

---  

(1) Michael Putman  
   Coolville, OH  

(2) N/A.  

(4) (a&b) Member of the Board of Directors of the holding company and The Hocking Valley Bank.  
   (c) Refer to confidential volume.  

(4) Refer to confidential volume.
<table>
<thead>
<tr>
<th>Name</th>
<th>Occupation</th>
<th>Details</th>
</tr>
</thead>
</table>
| **Mark V. Snider**   |                                               | (2) Mr. Snider owns Snider, Fuller & Stroh, an independent insurance agency in Athens.  
|                      |                                               | (3) (a&b) Member of the Board of Directors of the holding company and The Hocking Valley Bank.  
|                      |                                               | (c) Refer to confidential volume.                                      |
|                      |                                               | (4) Refer to confidential volume.                                      |
| **Benedict Weissenrieder** |                                               | (1) Benedict Weissenrieder  
|                      |                                               | Athens, OH                                                              |
|                      |                                               | (2) N/A.                                                                |
|                      |                                               | (3) (a&b) Member of the Board of Directors of the holding company and The Hocking Valley Bank. Board Chair, President and Chief Executive Officer of the holding company; Board Chair of the bank.  
|                      |                                               | (c) None.                                                               |
|                      |                                               | (4) Refer to confidential volume.                                      |