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.

I, Ronald L. Zimmerly, Jr.,
Name of the Holding Company Director and Officer
President and CEO
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 Officer
03/28/2019
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
RSSD ID
C.I.
1246579

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)
Liberty Bancshares, Inc.
Legal Title of Holding Company
118 South Main Street
(Mailing Address of the Holding Company) Street / P.O. Box
Add OH 45810
City State Zip Code

Physical Location (if different from mailing address)
Person to whom questions about this report should be directed:
Bryan L. Marshall
Name EVP/CFO
Title
419-634-5015
Area Code / Phone Number / Extension
419-634-0335
Area Code / FAX Number
bmarshall@myliberty.bank
E-mail Address
www.myliberty.bank
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."

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.59 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: See Annual Report.

Report Item 2 a: Organization Chart.
Liberty Bancshares, Inc., is a one bank holding company (incorporated in Ohio) and located in Ada, Ohio with one subsidiary, Liberty National Bank (incorporated in Ohio). [The Holding Company owns 100% of the subsidiary]. Liberty National Bank is a full service bank with two offices in Hardin County; within the corporation limits of Ada, Ohio and Kenton, Ohio; two offices in Logan County; within the corporation limits of Bellefontaine, Ohio; one office in Union County; within the corporation limits of Marysville, Ohio and one office in Franklin County; within the corporation limits of Westerville, Ohio.

LEI is N/A unless noted.

Report Item 2 b: Domestic Bank Listing.
Branch Data was verified and e-mailed to the Federal Reserve Bank of Cleveland on 3/26/2019.

Report Item 3: Securities Holders

<table>
<thead>
<tr>
<th>Name</th>
<th>Shares</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Castle Creek Capital Partners VI, LP</td>
<td>1</td>
<td>9.90%</td>
</tr>
<tr>
<td>Rancho Santa Fe, California, USA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Country of Incorporation: United States</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Thomas E. Griffith</td>
<td>1</td>
<td>6.31%</td>
</tr>
<tr>
<td>Ada, Ohio, USA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Country of Citizenship: United States</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Charles Van Dyne</td>
<td>1</td>
<td>5.30%</td>
</tr>
<tr>
<td>Alger, Ohio, USA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Country of Citizenship: United States</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Report Item 3(2): None
Results: A list of branches for your depository institution: LIBERTY NATIONAL BANK (ID_RSSD: 130813).
This depository institution is held by LIBERTY BANCSHARES, INC. (1246579) of ADA, 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>
</table>
## FORM FR Y-6
(as of 12/31/2018)

### Report Item 4: Insiders

<table>
<thead>
<tr>
<th>(1) Names &amp; Address</th>
<th>(2) Principal Occupation if other than with Bank Holding Company</th>
<th>(3)(a) Title &amp; Position with Subsidiaries (include names of subsidiaries)</th>
<th>(4)(a) Title &amp; Position with Other Businesses (include names of other businesses)</th>
<th>(4)(a) Percentage of Voting Shares in Bank Holding Company</th>
<th>Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Daniel A. DiBiasio</td>
<td>President Ohio Northern University</td>
<td>Director Liberty National Bank</td>
<td>President Ohio Northern Univ.</td>
<td>0.105%</td>
<td>None</td>
</tr>
<tr>
<td>Ada, OH USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mary Hubbell-Ewing</td>
<td>Field Operations Coordinator Experience Works, Inc.</td>
<td>Director Liberty National Bank</td>
<td>Employment &amp; Training Coordinator</td>
<td>0.620%</td>
<td>None</td>
</tr>
<tr>
<td>Alger, OH USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Thomas E. Griffith</td>
<td>Seed Production Powell Seeds</td>
<td>Director Liberty National Bank</td>
<td>Partner Powell Seeds</td>
<td>6.313%</td>
<td>None</td>
</tr>
<tr>
<td>Ada, OH USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Bryan L. Marshall</td>
<td>N/A</td>
<td>Secretary &amp; Treasurer Liberty National Bank</td>
<td>Executive Vice Pres. Liberty National Bank</td>
<td>0.035%</td>
<td>None</td>
</tr>
<tr>
<td>Ada, OH USA</td>
<td></td>
<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td>Bruce A. Neely</td>
<td>Funeral Director Hanson-Neely Funeral Home, Inc.</td>
<td>Director Liberty National Bank</td>
<td>President Hanson-Neely Funeral Home, Inc.</td>
<td>1.804%</td>
<td>None</td>
</tr>
<tr>
<td>Ada, OH USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Paul W. Root III</td>
<td>Retail Sales Root Lumber Co.</td>
<td>Director Liberty National Bank</td>
<td>President Root Lumber Co.</td>
<td>0.105%</td>
<td>None</td>
</tr>
<tr>
<td>Kenton, OH USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Thomas J. Simon</td>
<td>Insurance Agent Hill &amp; Hamilton, Inc.</td>
<td>Director Liberty National Bank</td>
<td>President Hill &amp; Hamilton, Inc.</td>
<td>0.178%</td>
<td>None</td>
</tr>
<tr>
<td>Bellefontaine, OH USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mark R. Watkins</td>
<td>Farmer</td>
<td>Director Liberty National Bank</td>
<td>Partial Owner Watkins Farm</td>
<td>0.292%</td>
<td>None</td>
</tr>
<tr>
<td>Kenton, OH USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ronald L. Zimmerly, Jr.</td>
<td>N/A</td>
<td>Director &amp; Pres./CEO Liberty National Bank</td>
<td>N/A</td>
<td>0.200%</td>
<td>None</td>
</tr>
<tr>
<td>Bellefontaine, OH USA</td>
<td></td>
<td></td>
<td></td>
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<td></td>
</tr>
</tbody>
</table>