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. §§3108(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, 1850(a)(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, Donn R Schafer
Name of the Holding Company Director and Official
Chief Financial Officer
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 in the report concerning that individual.

Signature of Holding Company Director and Official
3/14/19

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: 27417288
C.I.: 0

FR Y-6
OMB Number 7100-0297
Approval expires November 30, 2019
Page 1 of 2
Report Item 1.a: Form 10-K filed with Securities and Exchange Commission
"N/A"

Report Item 1.b: Annual Report to Shareholders
"NONE"

Report Item 2: Organization Chart*

```
Third Street Bancshares, Inc
115 Third St
Marietta OH 45750
(Holding Company)
State of Incorporation: Ohio

100%

Settlers Bank
115 Third St
Marietta OH 45750
(Wholly Owned Subsidiary)
State of Incorporation: Ohio
```

Report Item 2.a: N/A

Report Item 2.b: Submitted via email on 3-14-19

Report Item 2.c: N/A

Report Item 2.d: N/A

* - Legal Entity Identifier is n/a, unless otherwise stated
Results: A list of branches for your depository institution: SETTLERS BANK (ID_RSSD: 2747279).
This depository institution is held by THIRD STREET BANCSHARES, INC. (2747288) of MARIETTA, 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>(1)(a) Names &amp; Address (City, State, Country)</th>
<th>(1)(b) Country of Citizenship or Incorporation</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
<th>(2)(a) Names &amp; Address (City, State, Country)</th>
<th>(2)(b) Country of Citizenship or Incorporation</th>
<th>(2)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Robert G Kelly</td>
<td>USA</td>
<td>21,252 - 7.08% Common Stock</td>
<td>None</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Marietta OH, USA</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>Kay L Meagle, Jr.</td>
<td>USA</td>
<td>17,559 - 5.85% Common Stock</td>
<td>None</td>
<td></td>
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</tr>
<tr>
<td>Marietta OH, USA</td>
<td></td>
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</tr>
<tr>
<td>Richard A Spindler</td>
<td>USA</td>
<td>21,312 - 7.10% Common Stock</td>
<td>None</td>
<td></td>
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</tr>
<tr>
<td>Marietta OH, USA</td>
<td></td>
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</tr>
<tr>
<td>Dan Stephan, Jr</td>
<td>USA</td>
<td>23,259 - 7.75% Common Stock</td>
<td>None</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Parkersburg WV, USA</td>
<td></td>
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<tr>
<td>Neil R Wynn</td>
<td>USA</td>
<td>29,698 - 9.89% Common Stock</td>
<td>None</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Wesley Chapel FL, USA</td>
<td></td>
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</tr>
<tr>
<td>Louis G Stephan III</td>
<td>USA</td>
<td>23,656 - 7.88% Common Stock</td>
<td>None</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Williamstown WV, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
## Report Item 4: Directors and Officers
(1)(2)(3)(a)(b)(c) and (4)(a)(b)(c)

<table>
<thead>
<tr>
<th>Name &amp; Address (City, State, Country)</th>
<th>(2) Principal Occupation if other than with Bank Holding Company</th>
<th>(3)(a) Title &amp; Position with Bank Holding Company (includes names of subsidiaries)</th>
<th>(3)(b) Title &amp; Position with Subsidiaries (includes names of other businesses)</th>
<th>(4)(a) Percentage of Voting Shares in Bank Holding Company</th>
<th>(4)(b) Percentage of Voting Shares in Subsidiaries (includes names of subsidiaries)</th>
<th>(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (list names of companies and percentage of voting securities held)</th>
</tr>
</thead>
<tbody>
<tr>
<td>C Fred Hunter, Jr. Marietta OH, USA</td>
<td>Retired</td>
<td>Director</td>
<td>Director - Settlers Bank</td>
<td>N/A</td>
<td>3.32%</td>
<td>N/A</td>
</tr>
<tr>
<td>Robert G Kelly Marietta OH, USA</td>
<td>Real Estate Rentals</td>
<td>Director</td>
<td>Director - Settlers Bank</td>
<td>N/A</td>
<td>7.08%</td>
<td>N/A</td>
</tr>
<tr>
<td>Richard A Spindler Marietta OH, USA</td>
<td>Pool Sales &amp; Engineering</td>
<td>Director</td>
<td>President - Dowling Pool Co.</td>
<td>7.10%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Dan Stephan, Jr Parkersburg WV, USA</td>
<td>Wholesaler/ Retailer of Books &amp; Magazines</td>
<td>Director</td>
<td>Director - Settlers Bank</td>
<td>7.75%</td>
<td>N/A</td>
<td>S R Properties, Inc. - 33.33% Valleys News Service, Inc. - 10% Peoples Clubs, Inc. - 33.33%</td>
</tr>
<tr>
<td>Name &amp; Address (City, State, Country)</td>
<td>(2) Principal Occupation if other than with Bank Holding Company</td>
<td>(3)(a) Title and Position with Bank Holding Company</td>
<td>(3)(b) Title &amp; Position with Subsidiaries (includes names of subsidiaries)</td>
<td>(3)(c) Title &amp; Position with other Businesses (includes names of other businesses)</td>
<td>(4)(a) Percentage of Voting Shares in Bank Holding Company</td>
<td>(4)(b) Percentage of Voting Shares in Subsidiaries (includes names of subsidiaries)</td>
</tr>
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<td>--------------------------------------------------</td>
</tr>
<tr>
<td>Louis G Stephan III Williamstown WV, USA</td>
<td>Investment Management - Real Estate Magazines</td>
<td>Director</td>
<td>Director Settlers Bank</td>
<td>President - Valley Hospitality, Inc.</td>
<td>7.88%</td>
<td>N/A</td>
</tr>
<tr>
<td>Neil R Wynn Wesley Chapel FL, USA</td>
<td>Entrepreneur</td>
<td>Director</td>
<td>Director Settlers Bank</td>
<td>VP &amp; Owner - Neil Wynn, Inc. VP - Mainline Motors, Inc. President &amp; Owner - N&amp;K Oil &amp; Gas, Inc.</td>
<td>9.89%</td>
<td>N/A</td>
</tr>
<tr>
<td>Donn R Schafer Marietta OH, USA</td>
<td>N/A</td>
<td>CFO &amp; Treasurer, Director</td>
<td>President, CEO &amp; CFO, Director Settlers Bank</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>