





2014 Annual Report



OUR MISSION

THE MISSION OF ELMIRA SAVINGS BANK is to provide above average returns to our shareholders while providing a broad range of financial services that meet the needs of the individuals, businesses, and organizations of our community.

We will achieve this through our commitment to:

- Consistent and superior quality service for our customers.
- A culture that incents employees to excel personally and professionally.
- Leadership in and support for our community.
- Independence as a local community bank.



DESIGN PS Graphic Design
PHOTOGRAPHY Frank Borkowski



ELMIRA SAVINGS BANK BOARD OF DIRECTORS

(Back row I-r) Robert K. Lambert, President/Chief Executive Officer, Arnot Health; Marianne W. Young, President/Chief Executive Officer, Market Street Trust Company; Arie J. van den Blink, Chairman/Chief Executive Officer, The Hilliard Corporation; Katherine H. Roehlke, President/Chief Executive Officer, F.M. Howell & Company; Donald G. Quick, Jr., Retired Partner, Mengel, Metzger, Barr & Co. LLP; Kristin A. Swain, Executive Director, Rockwell Museum of Western Art.

(Front row I-r) A. Scott Welliver, Chairman/Chief Executive Officer, Welliver McGuire, Inc.; John R. Alexander, Vice Chairman and Corporate Secretary of the Board/Managing Partner, Sayles & Evans; Thomas M. Carr, President/Chief Executive Officer; Michael P. Hosey, Chairman of the Board; George Howell, Chairman of the Board, F.M. Howell & Company.

Thomas M. Carr
President/Chief Executive Officer

DEAR SHAREHOLDERS,

s I reflect on this past year it becomes apparent that 2014 was a year of change for the organization. At the Board of Directors level we saw Michael P. Hosey appointed Chairman of the Board after 30 years of service to the company. John R. Alexander, Esq. moved into the role of Vice Chairman after serving on the Board of Directors since 1985. We began 2014 by adding Robert K. Lambert, M.D., President & CEO of Arnot Health, to our Board of Directors. However, in June of 2014 due to unforeseen events we suddenly lost our Chairman of the Board and a stalwart of the company when John Brand, III passed away unexpectedly.

Upon Mike Hosey's retirement I was appointed President & CEO which required me to pass some of my existing responsibilities to Kevin Berkley, Executive Vice President & Senior Loan Officer, who is responsible for all lending functions at the bank, Jason Sanford, CPA, Senior Vice President & Chief Financial Officer, who accepted oversight of our technology operations along with his previous responsibility for accounting and treasury functions, and Donna Tangorre, Senior Vice President & Branch Administrator. who is responsible for all branch operations, deposit support services, electronic delivery vehicles and ESB Advisory Services. The support and efforts of these individuals have made the transitions experienced by the organization seamless.

During the year the Senior Officers and Board of Directors worked vigorously on a new strategic plan for the company. This plan was approved by the Board of Directors in the third quarter and management began implementation immediately. The core theme of our new strategic direction is a commitment to growing the company in order to increase profitability. The customer is at the center of our business strategy with a primary goal of growing organically. This will be achieved by expanding our existing relationships and acquiring new customers while continuing to provide a high level of customer service and a high quality consistent experience through the entire life of the relationship that meets or exceeds the expectations of our customers.

Our goal is to create an organization in which every employee has an intense focus on acquiring new customers and expanding our relationship with every existing customer. This goal has heightened focus in markets that we have entered over the last ten years because they represent our greatest opportunity for growth and because we have already invested in physical branches and human resources.

During 2014 the company continued to make financial progress. Total assets grew by 6% or \$31.6 million to total \$546.0 million at December 31, 2014. This asset growth was composed of 7% loan growth or \$28.2 million which brings our outstanding loan portfolio



to \$417.4 million. We funded this balance sheet growth with deposit growth of 6% or \$24.8 million to bring total deposits to \$422.6 million at December 31, 2014.

Net income totaled \$3.7 million for 2014, down \$1.4 million or 28% from 2013. This decline was partially due to a one time retirement expense recorded in the third quarter totaling \$820,000 combined with noninterest income being lower by \$799,000 due primarily to lower gains on sales of mortgages. These gains were reduced partially by lower mortgage activity, but also by a shift in the mix of originations between portfolio products and saleable products.

Net interest margin, our primary source of revenue, remained steady during 2014 declining by only 2 basis points from 3.25% in 2013 to 3.23% in 2014. Our operating expenses were increased year to year by \$0.6 million; however, absent the one-time retirement charge our expenses would have been slightly reduced year to year. Asset quality continues to remain strong with our nonperforming loans being 1.13% of total loans and delinquencies, excluding non performing loans, totaling .26% of total loans at December 31, 2014.

During 2014 we continued to pay quarterly cash dividends totaling ninety two cents per share which equates to a 4% dividend yield based on our share price on December 31, 2014.

In addition to financial progress the company also had many other achievements during the year. In March of 2014 we acquired a bank building in Watkins Glen, NY, and are looking forward to opening our 13th full service branch during the first guarter of 2015. In April of 2014 we closed the largest single commercial loan in our history totaling \$7.5 million when we provided the financing for CFA Apartments in Corning, NY. We were also proud to be able to finance a significant student housing project adjacent to the Cornell University campus when we partnered with Rabco, LLC.

During the third quarter ESB Advisory Services, a wholly-owned subsidiary, converted its operating platform and has had a marked increase in activity since this upgrade.

In the fourth quarter we added longterm tenants to our Big Flats and Corning facilities. Keller Williams of the Southern Tier and Finger Lakes, a premier local real estate agency, joined us in our Big Flats location and Three Rivers Development Corporation joined us on the second floor of our Market Street, Corning, location. We look forward to working more closely with these organizations in the future.

Another accomplishment of the organization in 2014 was our contribution to the communities in which we serve. During 2014 we contributed over \$180,000 to

agencies throughout our six counties of operation. Our employees, and all officers, volunteered at over 117 community organizations during the year helping to improve our communities.

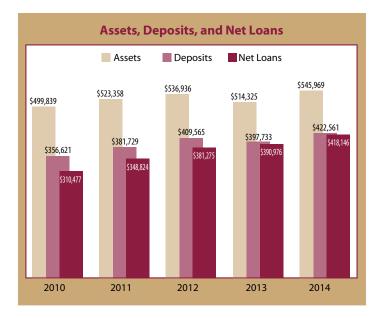
As we look forward to the coming year we are engaged in implementing our strategic plan. We have already made strategic staffing decisions; implemented results-based incentive systems, and established management processes to monitor and initiate business development activities. We have begun a business line process review targeted to create efficiencies and scalability and we are planning focused sales training to assist our staff with their success.

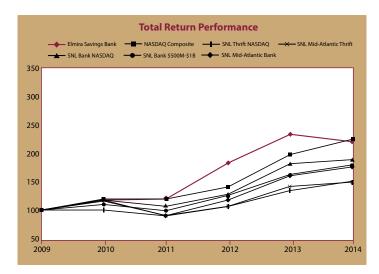
We understand that to achieve stronger results and increased profitability we will need to work harder, be more determined, and display patience. We endeavor to make these improvements for the benefit of our shareholders, customers, and employees but realize we will only be successful with their continued support.

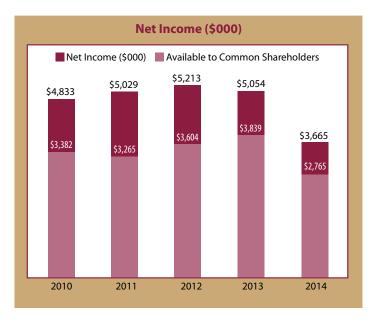
Thomas M Can

Thomas M. Carr President and

Chief Executive Officer







SELECTED FINANCIAL DATA

(in thousands, except share and per share amounts)

FINANCIAL STATEMENT HIGHLIGHTS		2014	2013
Assets	\$:	545,969	514,32
Loans (including loans held for sale)		418,146	390,97
Allowance for loan losses		3,974	3,83
Deposits		422,561	397,73
Shareholders' equity		55,493	54,02
Net interest income		15,412	15,05
Provision for loan losses		407	31
Non-interest income		4,758	5,55
Non-interest expense		14,503	13,86
Net income attributable to Elmira Savings Bank		3,665	5,05
PER SHARE INFORMATION			
Basic earnings per share	\$	1.03	1.4
Diluted earnings per share		0.99	1.4
Book value per share		16.91	16.6
Cash dividend per share		0.92	0.8
SELECTED RATIOS			
Return on average assets		0.70%	0.97
Return on average equity		6.60%	8.519
Shareholders' equity to assets		10.16%	10.50
Dividend payout ratio		89.32%	57.14 ⁰
Efficiency ratio		71.90%	67.26
OTHER SELECTED DATA			
Number of offices		16	1
Number of automated teller machines		13	1
Weighted average shares outstanding	2,	677,252	2,617,07

2,799,670

2,745,934

Weighted average diluted shares outstanding

Consolidated Balance Sheets

Elmira Savings Bank and Subsidiaries

Total liabilities and shareholders' equity	\$	545,969	\$	514,32	
Total shareholders' equity		55,493		54,02	
Total Elmira Savings Bank shareholders' equity Noncontrolling interest		55,439 54		53,97 54	
116,268 shares at December 31, 2013 Accumulated other comprehensive income		(3,053) 849		(3,327 64	
Retained earnings Freasury stock, at cost - 104,418 shares at December 31, 2014 and		2,769		2,48	
Additional paid-in capital		42,365		41,69	
issued at December 31, 2014 and 2,776,240 at December 31, 2013		2,809		2,77	
Common stock, \$1 par value; authorized 5,000,000 shares; 2,809,364 shares		-,		- /	
Preferred stock, \$1,000 liquidation value per issued share; 5,000,000 shares authorized; 10,000 shares issued at December 31, 2014 and 2013		9,700		9,70	
SHAREHOLDERS' EQUITY:					
Total liabilities		490,476		460,30	
Other liabilities		5,915		6,06	
Deposits Borrowings	\$	422,561 62,000	\$	397,73 56,50	
LIABILITIES AND SHAREHOLDERS' EQUITY					
Total assets	\$	545,969	\$	514,32	
Other assets		2,761		2,86	
Goodwill		12,320		12,32	
ntangible assets, net		125		21	
Accrued interest receivable		1,566		1,45	
Premises and equipment, net Bank-owned life insurance		9,475 12,790		8,62 12,38	
Net Loans		413,385		385,29	
Less: Allowance for loan losses		3,974		3,83	
Loans receivable		417,359		389,12	
Loans held for sale		787		1,84	
Federal Reserve and Federal Home Loan Bank (FHLB) stock, at cost		11,182		10,41	
Securities held to maturity - fair value of \$7,641 at December 31, 2014, and \$8,302 at December 31, 2013		7,389		7,80	
Securities available for sale, at fair value		65,624		63,46	
otal cash and equivalents		8,565		7,64	
ASSETS Cash and due from banks Federal funds sold and other short-term investments	\$	7,959 606	\$	7,07 56	
	2014		2013		
(in thousands, except for share and per share data)	December 31, 2014		December 3 2013		

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Consolidated Statements of Income

Elmira Savings Bank and Subsidiaries

(in thousands, except for per share amounts)		Years Ended December 31				
INTEREST AND DIVIDEND INCOME		2014		2013		2012
INTEREST AND DIVIDEND INCOME Interest and fees on loans	خ	17 700	خ.	17,733	خ	10 11/
	\$	17,709	\$	17,/33	\$	18,114
Interest and dividends on securities Taxable		1 650		1 7//		2 1 1 1
		1,659		1,744		2,111
Non-taxable		899		776		760
Total interest and dividend income		20,267		20,253		20,985
INTEREST EXPENSE						
Interest on deposits		2,986		3,224		3,712
Interest on borrowings		1,869		1,976		2,184
Total interest expense		4,855		5,200		5,896
Net interest income		15,412		15,053		15,089
Provision for loan losses		407		315		463
Net interest income after provision for loan losses		15,005		14,738		14,626
NONINTEREST INCOME						
Service fees		1,437		1,357		1,242
Gain on sale of loans held for sale		1,633		3,007		3,561
Net gain on sale of securities		422		61		75
Other service fees		687		660		677
Earnings on bank-owned life insurance		404		399		388
Other		175		73		107
Total noninterest income		4,758		5,557		6,050
NONINTEREST EXPENSE						
Salaries and benefits		7,692		7,382		6,770
Net occupancy		1,416		1,259		1,130
Equipment		1,012		1,022		946
Marketing and public relations		884		676		722
Professional fees		690		674		643
Other		2,809		2,849		2,733
Total noninterest expense		14,503		13,862		12,944
Income before income taxes		5,260		6,433		7,732
Income taxes		1,590		1,374		2,514
Net income		3,670		5,059		5,218
Less: Net income attributable to noncontrolling interest		5		5		5
Net income attributable to Elmira Savings Bank	\$	3,665	\$	5,054	\$	5,213
Dividend on preferred stock		900		1,215		1,609
Income available to common shareholders	\$	2,765	\$	3,839	\$	3,604
Basic earnings per common share	\$	1.03	\$	1.47	\$	1.44
Diluted earnings per common share	\$	0.99	\$	1.40	\$	1.37

Per share data has been restated to reflect a 10% stock dividend paid on December 27, 2013.

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Consolidated Statements of Comprehensive Income

Elmira Savings Bank and Subsidiaries

Comprehensive income	\$ 3,8	370	\$ 3,826	\$ 5,167			
Other comprehensive income (loss), net of tax	2	205	(1,228)	(46)			
	(2	59)	(38)	(46)			
Tax expense		163	23	29			
Realized securities gains included in net income	(4	22)	(61)	(75)			
		464	(1,190)	-			
Tax benefit (expense)	(2	93)	753	-			
Net unrealized holding gains (losses) on securities available for sale	•	757	(1,943)	-			
OTHER COMPREHENSIVE INCOME (LOSS):							
Net income	\$ 3,	565	\$ 5,054	\$ 5,213			
	20	14	2013	2012			
(in thousands)	usands) Yea			rs Ended December 31,			

Consolidated Statements of Shareholders' Equity

Elmira Savings Bank and Subsidiaries

(in thousands, except for share and per share amounts)	Preferred Stock	Common Stock	Additional Paid-in Capital	Retained Earnings	Treasury Stock	Accumulated other comprehensive income	Noncontrolling Interest	Total
Balance at December 31, 2013	\$ 9,700	2,776	41,693	2,485	(3,327)	644	54	54,025
Net income	-	-	-	3,665	-	-	5	3,670
Other comprehensive income	-	-	-	-	-	205	-	205
Stock based compensation expense	-	-	421	-	-	-	-	421
Issuance of common shares (8,566 shares)	-	9	(9)	-	-	-	-	-
Exercise of stock options, net (24,558 shares)	-	24	235	-	-	-	-	259
Issuance of treasury stock (11,850 shares)	-	-	25	-	274	-	-	299
Cash dividend on preferred stock	-	-	-	(900)	-	-	(5)	(905)
Cash dividend on common stock (\$.92 per share)	-	-	-	(2,481)	-	-	-	(2,481)
Balance at December 31, 2014	\$ 9,700	2,809	42,365	2,769	(3,053)	849	54	55,493

To the Board of Directors and Shareholders of Elmira Savings Bank

We have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), the consolidated balance sheets of Elmira Savings Bank and subsidiaries as of December 31, 2014 and 2013, and the related consolidated statements of income, comprehensive income, changes in shareholders' equity, and cash flows (not presented herein) for each of the three years in the year ended December 31, 2014, and in our report dated March 18, 2015, we expressed an unqualified opinion on those financial statements.

In our opinion, the information set forth in the accompanying consolidated financial statements is fairly stated, in all material respects, in relation to the financial statements from which it has been derived.

Wexford, Pennsylvania March 18, 2015

S. R. Snodgrass Y.C.



he following organizations have received contributions from the Bank or volunteer services from its employees.

American Association of Retired Persons Able 2

Adult Hockey League - First Arena

American Legion American Red Cross Arctic League Arnot Art Museum

Arnot Health

Arnot Health Foundation

Autism Awareness Bethany Village

Better Housing for Tompkins County, Inc.

Big Flats Community Center Big Flats Little League Baseball

Binghamton Triple Cities Spiedie Fest & **Balloon Rally**

Camp Good Days and Special Times

CareFirst

Cayuga Chamber Orchestra

Chemung County Agricultural Society Chemung County Chamber of Commerce

Chemung County Historical Society Chemung Volunteer Fire Department

Children's Miracle Network **CHOW New Life Food Pantry**

Clemens Center

CNY Motocross Riders of America

Community Foundation Community Wesleyan Church Corning Area Chamber of Commerce Corning Community College Foundation

Cortland Hospital Diven Elementary School **Eagles Mere Conservance** Elmira Animal Shelter Elmira City Club Elmira College Elmira Country Club

Elmira Downtown Development

Elmira Heights Events Committee

Family Enrichment Network of Broome County

Federal Home Loan Bank of NY

Finger Lakes Land Trust

First Baptist Church of Waverly

First United Church of Christ

Food Bank of the Southern Tier

Friends of the Chemung River Watershed

Friends of Indian Mound Cemetery

Friends of Woodlawn Cemetery of Elmira, Inc.

Fur, Fin & Feathers, Inc.

George F. Randolph Foundation, Inc.

Girl Scouts

Girls Hockey - Ithaca

Girls on the Run of the Southern Tier Greater Binghamton Airport Advisor Board Greater Binghamton Chamber of Commerce **Greater Binghamton Realtor Association**

Groton Central School Groton Fall Boosters

Groton Youth Soccer Program Guthrie Corning Hospital

Hangar Theatre

Hendy Elementary School

Historic Elmira

Holy Family Elementary School Horseheads Babe Ruth League Horseheads High School Horseheads Middle School Horseheads Snowmobile Club Ithaca Downtown Business Women

J.E. Hullett Fire Company

JE Wheelock's Fire Department Auxiliary Junior Achievement of the Twin Tiers Lawrenceville Cinderella Softball

Lions Club Meals on Wheels

Montour Falls Beautification Committee

Montour Falls Fire Department

Moravia/Locke Chamber of Commerce

Moravia Village Planning Board Muscular Dystrophy Association **National Soaring Museum**

North Chemung Cemetery Notre Dame High School

Orchestra of the Southern Finger Lakes Paleontological Research Institution

Powers Library

Regional Economic Development and

Energy Corporation

Ridge Riders Snowmobile Club

Rockwell Museum

Rotary Clubs

Schuyler Health Foundation

Schuyler Hospital Auxiliary

Sciencenter

Schuyler County Partnership for **Economic Development**

Slot Car Club of the Twin Tiers

So. Tier CASH Program

So. Tier Economic Growth

So. Tier Technology Education Association

Southport Recreation Association

St. Jude's Research Children's Hospital St. Mary Our Mother School

STAR Reader Program Susan G. Komen Foundation

Tanglewood Nature Center & Museum Three Rivers Development Corporation

Tom Sawyer Youth League

Tompkins County Area Development

Town of Southport

United Way of the Southern Tier United Way of Tompkins County

Upstate Chill Travel Baseball Organization

Victory Highway Church

Watkins Glen Chamber of Commerce Waverly Basketball and Booster Clubs

Waverly Soccer Club

West Elmira Cal Ripken Baseball West Elmira Recreation Corp. Wings of Eagles Discovery Center

Woodbrook Assisted Living Residence, Inc.

Young Entrepreneurs Academy YWCA Elmira & the Twin Tiers

MARKET PRICE INFORMATION

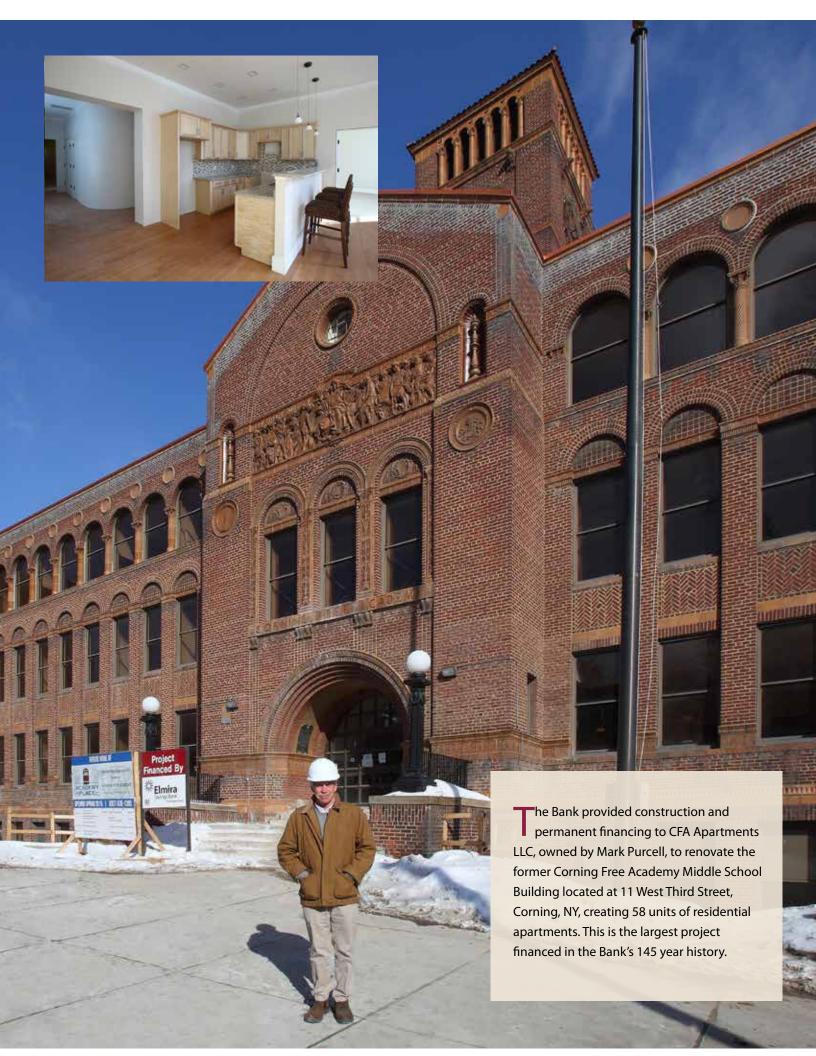
he Bank's common stock was first offered in March 1985, and is now listed on the NASDAQ exchange under the symbol ESBK. This table summarizes the high and low market price for the Bank's stock during 2014 and 2013.

Quarters	20	14	2013		
	High	Low	High	Low	
First	26.97	22.25	23.05	20.67	
Second	24.78	21.92	23.93	18.18	
Third	24.54	20.16	22.73	19.30	
Fourth	23.00	20.50	28.45	20.15	

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ELMIRA SAVINGS BANK OFFICERS

EXECUTIVE

Thomas M. Carr

President

Chief Executive Officer

Shirley A. Weigand
Assistant Secretary

AUDIT AND CONTROL
Joseph P. Klaiber
Vice President

Edith B. Keebler Assistant Vice President

Jill M. McConnell
Assistant Secretary

COLLECTIONS
Tricia Rennells
Assistant Vice President

FINANCE

Jason T. Sanford
Senior Vice President
Chief Financial Officer

John J. Stempin Assistant Vice President

Judy A. Woodruff
Assistant Secretary

HUMAN RESOURCES Bradley V. Serva

Vice President

Stacy WardAssistant Secretary

LENDING Kevin J. Berkley

Executive Vice President Senior Loan Officer

Gary O. Short
Senior Vice President

Tamara S. Pabis
Vice President

Jason Sorochinsky
Vice President

Susan M. Cook Assistant Vice President

Carrie L. Spencer Assistant Vice President Amy Ward
Assistant Vice President

Jennifer M. Murphy
Assistant Secretary

MANAGEMENT INFORMATION SYSTEMS

Joseph L. Walker Vice President

Phillip J. Collins
Assistant Vice President

OPERATIONS
Margaret A. Phillips
Vice President

Frank P. Spena, Jr.
Assistant Vice President

RETAIL SERVICES
Donna J. Tangorre
Senior Vice President

Deborah L. AdamsAssistant Vice President

Kimberly A. Elliott Assistant Vice President

John Strong Assistant Vice President

> Janette Allen Assistant Treasurer

> **Linda Confer**Assistant Treasurer

Theresa A. Emo Assistant Treasurer

Lorenda D. Gneo *Assistant Treasurer*

Margaret Hurd
Assistant Treasurer

Phylis A. JensenAssistant Treasurer

Debra S. Knowles *Assistant Treasurer*

Renee A. Wheeler Assistant Secretary work at Elmira Savings Bank in 1984 as Controller. At that time the Bank had total assets of \$162 million and \$2.5 million of net worth. The Bank had a net loss in 1984 of \$146,000. After 30 years of Mike's involvement, including 19 years as an executive officer, 12 of which he served as President and CEO, the Bank has \$546 million in total assets, net worth of \$55.5 million, and earnings of \$3.7 million.

In addition to the financial progress the Bank has made, Mike is an active and committed community member, participating in a leadership role in many key local organizations.

We wish Mike all the best in his retirement and are pleased that he remains with us as Chairman of the Board.



Michael P. Hosey

John ("Skip") Brand, III was elected to the Bank's Board of Directors in 1988. Mr. Brand served in a variety of capacities at the board level highlighted by ten years as Chairman of the Audit Committee and as Chairman of the Board of Directors from 2012 until his untimely passing in June of 2014.

Mr. Brand's thoughtful and inquisitive manner was an uplifting and guiding force for the Board of Directors and Management. Mr. Brand was a trusted steward of the Bank and he will be missed by all.



John ("Skip") Brand, III

ELMIRA SAVINGS BANK LOCATIONS

MAIN OFFICE

333 East Water Street Elmira, NY 14902-9967 607-734-3374

HORSEHEADS

2149 Grand Central Avenue Horseheads, NY 14845 607-734-3374

SOUTHPORT

1136 Pennsylvania Avenue Elmira, NY 14904 607-734-3374

WEST ELMIRA

930 West Church Street Elmira, NY 14905 607-734-3374

BIG FLATS

971 County Route 64 Big Flats, NY 14841 607-734-3374

ELMIRA HEIGHTS

2075 Lake Road Elmira Heights, NY 14903 607-734-3374

CORNING

19 East Market Street, Suite 101 Corning, NY 14830 607-962-0812

ERWIN

404 S. Hamilton Street Painted Post, NY 14870 607-936-1806

ITHACA LOAN CENTER

301 East State Street Ithaca, NY 14850 607-257-3584

COMMONS

301 East State Street Ithaca, NY 14850 607-272-1111

SOUTH MEADOW

702 South Meadow Street Ithaca, NY 14850 607-272-2211

TRIPHAMMER

2300 North Triphammer Road Ithaca, NY 14850 607-257-8808

MORAVIA

142 Main Street Moravia, NY 13118 315-497-1300

MONTOUR FALLS*

401 West Main Street, Suite 110 Montour Falls, NY 14865 607-535-4026



CORTLAND LOAN CENTER*

77 South West Street Homer, NY 13077 607-749-7251

VESTAL LOAN CENTER*

3439 Vestal Parkway E. Vestal, NY 13850 607-729-0386

WATKINS GLEN

712 N. Franklin Street Watkins Glen, NY 14891 607-535-4026

ARNOT MALL ATM

Entrance 4 - Center Court Horseheads, NY 14845 607-734-3374 *ATM available at all locations except for the Montour Falls Office, Cortland Loan Center and Vestal Loan Center.

ANNUAL SHAREHOLDERS' MEETING

The Annual Shareholders' Meeting will be held at 10 a.m. on April 28, 2015 at the Clemens Center, 207 Clemens Center Parkway, Elmira, NY 14901

SHAREHOLDER INQUIRIES

The Bank's transfer agent is:
Computershare, Inc.
Computershare Investor Services
PO Box 30170, College Station, TX 77842
(800) 368-5948

The Bank's Annual Report on Form 10-K will be furnished without charge upon written request to:

Thomas M. Carr

President/Chief Executive Officer

Elmira Savings Bank

333 E. Water Street, Elmira, NY 14901

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www.elmirasavingsbank.com

