

Edgar Filing: ASB FINANCIAL CORP /OH - Form SC 13G/A

ASB FINANCIAL CORP /OH  
Form SC 13G/A  
February 13, 2004

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 7)\*

ASB Financial Corp.

-----  
(Name of Issuer)

Common shares, no par value

-----  
(Title of Class of Securities)

00205P 10 7

-----  
(CUSIP Number)

December 31, 2003

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this  
Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting  
person's initial filing on this form with respect to the subject class of  
securities, and for any subsequent amendment containing information which  
would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be  
deemed to be "filed" for the purpose of Section 18 of the Securities  
Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that  
section of the Act but shall be subject to all other provisions of the Act  
(however, see the Notes).

CUSIP No. 00205P 10 7

13G

-----  
1 Names of Reporting Persons  
I.R.S. Identification Nos. of above persons (entities only)

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ASB Financial Corp. Employee Stock Ownership Plan

2 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

3 SEC Use Only

4 Citizenship or Place of Organization  
Ohio

Number of Shares Beneficially Owned by Each Reporting Person With

5	Sole Voting Power
-0-	

6	Shared Voting Power
-0-	

7	Sole Dispositive Power
-0-	

8	Shared Dispositive Power
142,674	

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
142,674

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11 Percent of Class Represented by Amount in Row 9  
8.6%

12 Type of Reporting Person (See Instructions)  
EP

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CUSIP No. 00205P 10 7 13G

1 Names of Reporting Persons  
I.R.S. Identification Nos. of above persons (entities only)  
First Bankers Trust Company, N.A.

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2 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

3 SEC Use Only

4 Citizenship or Place of Organization

United States

Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power
		-0-
	6	Shared Voting Power
		-0-
	7	Sole Dispositive Power
		-0-
	8	Shared Dispositive Power
		142,674

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
142,674

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11 Percent of Class Represented by Amount in Row 9  
8.6%

12 Type of Reporting Person (See Instructions)  
BK

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Item 1(a). Name of Issuer:  
ASB Financial Corp.

Item 1(b). Address of Issuer's Principal Executive Offices:  
503 Chillicothe Street  
Portsmouth, Ohio 45662

Item 2(a). Names of Persons Filing:

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First Bankers Trust Company, N.A.

ASB Financial Corp. Employee Stock Ownership Plan

Item 2(b). Address of Principal Business Office or, if none, Residence:

First Bankers Trust Company, N.A.  
2321 Kochs Lane  
P.O. Box 3566  
Quincy, Illinois 62301

ASB Financial Corp. Employee Stock Ownership Plan  
2321 Kochs Lane  
P.O. Box 3566  
Quincy, Illinois 62301

Item 2(c). Citizenship:

First Bankers Trust Company, N.A.  
Organized under the laws of the United States

ASB Financial Corp. Employee Stock Ownership Plan  
Organized in Ohio

Item 2(d). Title and Class of Securities:

Common shares, without par value

Item 2(e). CUSIP Number:

00205P 10 7

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Item 3. If this statement is filed pursuant to Sections 240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a:

- (a)  Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o).
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d)  Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e)  An investment adviser in accordance with Section 240.13d-1(b)(1)(ii)(E).
- (f)  An employee benefit plan or endowment fund in accordance with Section 240.13d-1(b)(1)(ii)(F).
- (g)  A parent holding company or control person in accordance with Section 240.13d-1(b)(1)(ii)(G).

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- (h) [ ] A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) [ ] A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).
- (j) [ ] Group, in accordance with Section 240.13d-1(b)(1)(ii)(J).

Item 4.

Ownership:

First Bankers Trust Company, N.A.

- (a) Amount beneficially owned:  
142,674
- (b) Percent of class:  
8.6%

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- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote:  
-0-
  - (ii) Shared power to vote or to direct the vote:  
-0-
  - (iii) Sole power to dispose or to direct the disposition of:  
-0-
  - (iv) Shared power to dispose or to direct the disposition of:  
142,674

ASB Financial Corp. Employee Stock Ownership Plan

- (a) Amount beneficially owned:  
142,674
- (b) Percent of class:  
8.6%
- (c) Number of Shares as to which such person has:
  - (i) Sole power to vote or to direct the vote:  
-0-
  - (ii) Shared power to vote or to direct the vote:  
-0-
  - (iii) Sole power to dispose or to direct the disposition of:  
-0-
  - (iv) Shared power to dispose or to direct the disposition

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of:  
142,674

There are 142,674 common shares owned by the ASB Financial Corp. Employee Stock Ownership Plan (the "Plan"). First Bankers Trust Company, N.A. is the Trustee of the Plan. Under the terms of the Plan and the Trust Agreement, the Trustee votes all of the shares allocated to the accounts of participants as directed by the participants to whose accounts such shares have been allocated. With respect to unallocated shares or allocated shares with respect to which no instructions have been received, the Plan provides that the Trustee shall vote such shares in the Trustee's discretion. All shares held in the Plan have been allocated to the accounts of participants.

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Although the Trustee has general authority to sell assets, because the Plan provides that the Trustee is to invest primarily in shares of the issuer, the authority to dispose of such shares is limited by the Plan.

Item 5. Ownership of Five Percent or Less of a Class:

Inapplicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

Inapplicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:

Inapplicable

Item 8. Identification and Classification of Members of the Group:

Inapplicable

Item 9. Notice of Dissolution of Group:

Inapplicable

Item 10. Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of such securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I

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certify that the information set forth in this statement is true, complete and correct.

FIRST BANKERS TRUST COMPANY, N.A.

Date: February 9, 2004

By: /s/ Linda Shultz

-----  
Linda Shultz, Trust Officer

ASB FINANCIAL CORP.  
EMPLOYEE STOCK OWNERSHIP PLAN

By: First Bankers Trust Company,  
N.A.,  
Trustee

Date: February 9, 2004

By: /s/ Linda Shultz

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Linda Shultz, Trust Officer

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EXHIBIT A

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AGREEMENT FOR JOINT FILING OF SCHEDULE 13G  
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The undersigned hereby agree that the Schedule 13G being filed with the Securities and Exchange Commission to report their beneficial ownership of more than 5% of the common shares of ASB Financial Corp., an Ohio corporation, shall be, and is, filed on behalf of each of the undersigned.

FIRST BANKERS TRUST COMPANY, N.A.

Date: February 9, 2004

By: /s/ Linda Shultz

-----  
Linda Shultz, Trust Officer

ASB FINANCIAL CORP.  
EMPLOYEE STOCK OWNERSHIP PLAN

By: First Bankers Trust Company,  
N.A.,  
Trustee

Date: February 9, 2004

By: /s/ Linda Shultz

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Linda Shultz, Trust Officer

