SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549
FORM 10-Q

X Quarterly Report Pursuant to Section 13 or 15(d)

\_ \_ \_

of the Securities Exchange Act of 1934 For the quarterly period ended June 30, 2002 OR

Transition Report Pursuant to Section 13 or 15(d)

- -

of the Securities Exchange Act of 1934
For the transition period from \_\_\_\_\_ to \_\_\_\_
Commission File Number 0-14492

FARMERS & MERCHANTS BANCORP, INC.

(Exact name of registrant as specified in its charter)

OHIO

34-1469491

(State or other jurisdiction of incorporation or organization)

(I.R.S Employer Identification No.)

North Defiance Street, Archbold, Ohio

43503

(Address of principal executive offices)

(Zip Code)

(419) 446-2501

Registrant's telephone number, including area code

(Former name, former address and former fiscal year, if changed since last

(Former name, former address and former fiscal year, if changed since last report.)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or Section 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes X No

Indicate the number of shares of each of the issuers classes of common stock, as of the latest practicable date:

Common Stock, No Par Value

1,300,000

Class

Outstanding as of July 1, 2002

### SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 FORM 10Q

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## FARMERS & MERCHANTS BANCORP, INC. CONDENSED CONSOLIDATED BALANCE SHEETS (Unaudited) (in thousands of dollars)

|   | June 30, 2002 | December 31, 2001 | June 30, 2001 |
|---|---------------|-------------------|---------------|
| ASSETS:   |               |                   |               |
| Cash and due from banks                           | \$ 16,295     | \$ 17,842         | \$ 21,337     |
| Interest bearing deposits with banks              | 3,507         | 146               | 100           |
| Federal funds sold                                | 1,610         | -                 | 20,535        |
| Investment Securities:                            |               |                   |               |
| U.S. Treasury                                     | 4,430         | 5,038             | 7,784         |
| U.S. Government                                   | 108,795       | 108,994           | 80,354        |
| State & political obligations                     | 52,100        | 50,819            | 35,173        |
| All others  | 3,558         | 8,112             | 8,918         |
| Loans and leases                                  | 476,077       | 468,243           | 460,490       |
| Bank premises and equipment-net                   | 12,649        | 12,332            | 11,530        |
| Accrued interest and other assets                 | 12,671        | 12,100            | 10,370        |
| TOTAL ASSETS                                      | \$ 691,692    | \$ 683,626        | \$ 656,591    |
| LIABILITIES AND SHAREHOLDERS' EQUITY              |               |                   |               |
| LIABILITIES:                                      |               |                   |               |
| Deposits:   |               |                   |               |
| Demand  | \$ 40,573     | \$ 41,991         | \$ 36,052     |
| Time and savings                                  | 535,145       | 524,166           | 509,652       |
| Federal funds purchased and securities            |               |                   |               |
| sold under agreement to repurchase                | 19,827        | 26,539            | 19,585        |
| Other borrowed money                              | 16,726        | 17,410            | 18,339        |
| Accrued interest and other liabilities            | 5,191         | 3,170             | 3,871         |
| Total Liabilities                                 | 617,462       | 613,276           | 587,499       |
| SHAREHOLDERS' EQUITY:                             |               |                   |               |
| Common stock, no par value - authorized 1,500,000 |               |                   |               |
| shares; issued 1,300,000 shares                   | 12,677        | 12,677            | 12,677        |
| Undivided profits                                 | 58,634        | 56,092            | 54,588        |
| Accumulated other comprehensive income            | 2,919         | 1,581             | 1,827         |
| Total Shareholders' Equity                        | 74,230        | 70,350            | 69,092        |
| LIABILITIES AND SHAREHOLDERS' EQUITY              | \$ 691,692    | \$ 683,626        | \$ 656,591    |

See Notes to Condensed Consolidated Unaudited Financial Statements. Note: The December 31, 2001 Balance Sheet has been derived from the audited financial statements of that date.

# FARMERS & MERCHANTS BANCORP, INC. CONDENSED CONSOLIDATED STATEMENTS OF INCOME (Unaudited) (in thousands of dollars)

|   | Three Months Ended |          | Six Months Ended |          |      |          |    |          |
|---|--------------------|----------|------------------|----------|------|----------|----|----------|
|   | June               | 30, 2002 |                  | 30, 2001 | June | 30, 2002 |    | 30, 2001 |
|   |                    |          |                  |          |      |          |    |          |
| INTEREST INCOME:  | _                  |          | _                |          | _    |          |    |          |
| Loans and leases  | \$                 | 8,558    | \$               | 10,652   | \$   | 17,644   | \$ | 21,474   |
| Investment Securities:                                    |                    |          |                  |          |      |          |    |          |
| U.S. Treasury securities                                  |                    | 49       |                  | 121      |      | 121      |    | 245      |
| Securities of U.S. Government agencies                    |                    | 1,356    |                  | 1,044    |      | 2,707    |    | 2,013    |
| Obligations of states and political subdivisions          |                    | 576      |                  | 422      |      | 1,145    |    | 809      |
| Other   |                    | 84       |                  | 178      |      | 189      |    | 398      |
| Federal funds   |                    | 27       |                  | 203      |      | 41       |    | 363      |
| Deposits in banks   |                    | 12       |                  | 66       |      | 17       |    | 95       |
| Total Interest Income                                     |                    | 10,662   |                  | 12,686   |      | 21,864   |    | 25,397   |
| INTEREST EXPENSE:   |                    |          |                  |          |      |          |    |          |
| Deposits  |                    | 4,543    |                  | 5,958    |      | 9,210    |    | 11,996   |
| Borrowed funds  |                    | 340      |                  | 583      |      | 689      |    | 1,430    |
| Total Interest Expense                                    |                    | 4,883    |                  | 6,541    |      | 9,899    |    | 13,426   |
| NET INTEREST INCOME BEFORE                                |                    |          |                  |          |      |          |    |          |
| PROVISION FOR LOAN LOSSES                                 |                    | 5,779    |                  | 6,145    |      | 11,965   |    | 11,971   |
| PROVISION FOR LOAN LOSSES                                 |                    | 393      |                  | 486      |      | 1,049    |    | 670      |
| NET INTEREST INCOME AFTER                                 |                    |          |                  |          |      |          |    |          |
| PROVISION FOR LOAN LOSSES                                 |                    | 5,386    |                  | 5,659    |      | 10,916   |    | 11,301   |
| OTHER INCOME:   |                    |          |                  |          |      |          |    |          |
| Service charges   |                    | 499      |                  | 471      |      | 936      |    | 909      |
| Other   |                    | 606      |                  | 859      |      | 1,469    |    | 1,420    |
| Net securities gains (losses)                             |                    | 13       |                  | 153      |      | 63       |    | 204      |
|   |                    | 1,118    |                  | 1,483    |      | 2,468    |    | 2,533    |
| OTHER EXPENSES:   |                    |          |                  |          |      |          |    |          |
| Salaries and wages  |                    | 1,992    |                  | 1,768    |      | 3,900    |    | 3,552    |
| Pension and other employee benefits                       |                    | 467      |                  | 407      |      | 923      |    | 871      |
| Occupancy expense (net)                                   |                    | 86       |                  | 252      |      | 194      |    | 237      |
| Other operating expenses                                  |                    | 1,803    |                  | 1,733    |      | 3,636    |    | 3,408    |
|   |                    | 4,348    |                  | 4,160    |      | 8,653    |    | 8,068    |
| INCOME BEFORE FEDERAL INCOME TAX                          |                    | 2,156    |                  | 2,982    |      | 4,731    |    | 5,766    |
| FEDERAL INCOME TAXES                                      |                    | 543      |                  | 851      |      | 1,213    |    | 1,683    |
| NET INCOME  |                    | 1,613    |                  | 2,131    |      | 3,518    |    | 4,083    |
| OTHER COMPREHENSIVE INCOME (NET OF TAX):                  |                    | ,        |                  | ,        |      | ,        |    | ,        |
| Unrealized gains (losses) on securities                   |                    | 1,464    |                  | 184      |      | 1,338    |    | 932      |
| COMPREHENSIVE INCOME                                      | \$                 | 3,077    | \$               | 2,315    | \$   | 4,856    | \$ | 5,015    |
| NET INCOME PER SHARE (Based upon                          | -                  | - /      | -                | -,       | -    | ,        | 7  | -,       |
| weighted average nmber of shares outstanding of 1,300,000 | \$                 | 1.24     | \$               | 1.64     | \$   | 2.71     | \$ | 3.14     |
| DIVIDENDS DECLARED  | \$                 | 0.40     | \$               | 0.35     | \$   | 0.75     | \$ | 0.70     |

See Notes to Condensed Consolidated Unaudited Financial Statements.

# FARMERS & MERCHANTS BANCORP, INC. CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (Unaudited) (in thousands of dollars)

|  | Six Mont<br>June 30, 2002 | hs Ended<br>June 30, 2001 |
|--|---------------------------|---------------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES:  |                           |                           |
| Net income   | \$ 3,518                  | \$ 4,083                  |
| Adjustments to Reconcile Net Income to Net   |                           |                           |
| Cash Provided by Operating Activities:   |                           |                           |
| Depreciation and amortization  | 730                       | 568                       |
| Premium amortization   | 409                       | 142                       |
| Discount amortization  | (58)                      | (80)                      |
| Provision for loan losses  | 1,049                     | 670                       |
| Provision for deferred income taxes  | 10                        | (88)                      |
| (Gain) loss on sale of fixed assets  | (10)                      | 11                        |
| (Gain) loss on sale of investment securities   | (63)                      | (204)                     |
| Changes in Operating Assets and Liabilities:   | (504)                     | (774)                     |
| Accrued interest receivable and other assets   | (581)                     | (774)                     |
| Accrued interest payable and other liabilities Net Cash Provided by Operating Activities | 2,021<br>7,025            | (149)                     |
| CASH FLOWS FROM INVESTING ACTIVITIES   | 7,025                     | 4,179                     |
| Capital expenditures   | (1,037)                   | (1,755)                   |
| Proceeds from sale of fixed assets   | (1,037)                   | (1,755)                   |
| Proceeds from maturities of investment securities:                                       | 35,822                    | 19,451                    |
| Proceeds from sale of investment securities:   | 7,135                     | 2,105                     |
| Purchase of investment securities-   | (37,893)                  | (36,300)                  |
| Net increase in loans and leases   | (8,883)                   | 19,485                    |
| Net Cash Used by Investing Activities  | (4,856)                   | 2,986                     |
| CASH FLOWS FROM FINANCING ACTIVITIES   | ( , ===,                  | ,                         |
| Net increase in deposits   | 9,561                     | 29,241                    |
| Net change in short-term borrowings  | (6,712)                   | 682                       |
| Increase in long-term borrowings   | -                         | -                         |
| Payments on long-term borrowings   | (684)                     | (12,447)                  |
| Payments of dividends  | (910)                     | (910)                     |
| Net Cash Provided by Financing Activities  | 1,255                     | 16,566                    |
| Net change in cash and cash equivalents  | 3,424                     | 23,731                    |
| Cash and cash equivalents - Beginning of year  | 17,988                    | 18,241                    |
| CASH AND CASH EQUIVALENTS - END OF THE YEAR  | \$ 21,412                 | \$ 41,972                 |
| RECONCILIATION OF CASH AND CASH EQUIVALENTS:   |                           |                           |
| Cash and cash due from banks   | \$ 16,295                 | \$ 21,337                 |
| Interest bearing deposits  | 3,507                     | 100                       |
| Federal funds sold   | 1,610                     | 20,535                    |
|  | \$ 21,412                 | \$ 41,972                 |

See Notes to Condensed Consolidated Unaudited Financial Statements.

### FARMERS & MERCHANTS BANCORP, INC.

Notes to Condensed Consolidated Unaudited Financial Statements

#### 1 BASIS OF PRESENTATION

NOTE

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with generally accepted accounting principles for interim financial information and with the instructions for Form 10Q and Rule 10-01 of Regulation S-X; accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. In the opinion of management, all adjustments, consisting of normal recurring accruals, considered necessary for a fair presentation have been included. Operating results for the six months ended June 30, 2002 are not necessarily indicative of the results that are expected for the year ended December 31, 2002. For further information, refer to the consolidated financial statements and footnotes thereto included in the Company's annual report on Form 10-K for the year ended December 31, 2001.

## ITEM 2 MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITIONS AND RESULTS OF OPERATIONS

Farmers & Merchants Bancorp, Inc. was incorporated on February 25, 1985, under the laws of the State of Ohio. Farmers & Merchants Bancorp, Inc., and its subsidiaries The Farmers & Merchants State Bank and Farmers & Merchants Life Insurance Company are engaged in commercial banking and life and disability insurance, respectively. The executive offices of Farmers & Merchants Bancorp, Inc. are located at 307-11 North Defiance Street, Archbold, Ohio 43502.

#### LIQUIDITY AND CAPITAL RESOURCES

Liquidity for the six months ended June 30, 2002 comes primarily from net income from operations of \$3.5 million. This compares with net income of \$4.1 million for the same period in 2001. In addition, funds were purchased from correspondents, and the Federal Home Loan Bank when needed.

During the year loan balances were increased by 8.9 million. These increases have occurred due to normal lending operations and the conscious decision to retain a certain number of fixed rate mortgages on the Bank's books to help bolster the net interest margin, without substantially affecting the Bank's interest rate risk. Deposits have maintained a steady growth to offset these loans and maintain a good liquidity position.

The following is a summary of five capital ratios as they are calculated from the June 30, 2002 financial statements:

| Primary Ratio                     | 11.52% |
|-----------------------------------|--------|
| Total Capital Ratio               | 13.91% |
| Risk Based Capital Tier 1         | 15.85% |
| Risk Based Capital Tier 2         | 20.73% |
| Stockholders' Equity/Total Assets | 10.73% |

#### MARKET RISK

Market risk is the exposure to loss resulting from changes in interest rates and equity prices. The primary market risk to which the Company is subject is interest rate risk. The majority of the Company's interest rate risk arises, from the instruments, positions and transactions entered into for the purposes other than trading such as loans, available for sale securities, interest bearing deposits, short term borrowings and long term borrowings. Interest rate risk occurs when interest bearing assets and liabilities reprice at different times as market interest rates change. For example, if fixed rate assets are funded with variable rate debt, the spread between asset and liability rates will decline or turn negative if rates increase.

Interest rate risk is managed within an overall asset/liability framework for the Company. The principal objectives of asset/liability management are to manage sensitivity of net interest spreads and net income to potential changes in interest rates. Funding positions are kept within predetermined limits designed to ensure that risk-taking is not excessive and that liquidity is properly managed. The Company employs a sensitivity analysis in the form of a net interest income to help in the analysis.

|                                 | 0-90 days | 90-365 days | 1-5 Years | Over 5 Years | Total   |
|---------------------------------|-----------|-------------|-----------|--------------|---------|
| Interest Bearing Dep            | 3,507     |             |           |              | 3,507   |
| Investment Securities           | 8,108     | 15,930      | 104,746   | 40,099       | 168,883 |
| Loans                           | 116,286   | 176,504     | 85,581    | 100,157      | 478,528 |
| Total Rate                      |           |             |           |              |         |
| Sensitive Assets                | 127,901   | 192,434     | 190,327   | 140,256      | 650,918 |
| Deposits<br>Fed Funds Purchased | 127,052   | 213,654     | 235,012   | Θ            | 575,718 |
| & agreements to repur           | 19,827    |             |           |              | 19,827  |
| Other Borrowings Total Rate     | ,         | 5,000       | 624       | 11,102       | 16,726  |
| Sensitive Liabilities           | 146,879   | 218,654     | 235,636   | 11,102       | 612,271 |
| Gap                             | -18,978   | -26,220     | -45,309   | 129,154      | 38,647  |

PART II

EXHIBIT AND REPORTS ON FORM 8-K

ITEM 6

(A)  $\begin{tabular}{ll} \begin{tabular}{ll} \begin{tabular}{ll}$ 

(B) Reports on Form 8-K

No reports on Form 8-K were filed by the registrant during the quarter ended June 30, 2002  $\,$ 

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### SIGNATURES

Pursuant to the requirements of Section 13 or 15 (d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, theeunto duly authorized.

Farmers & Merchants Bancorp, Inc.,

Date: August 10, 2002 By: /s/ Joe E. Crossgrove

Joe E. Crossgrove

President and Cashier

Date: August 10, 2002 By: /s/ Randal H. Schroeder

Randal H. Schroeder Vice-President

and Sr. Operations Officer

## EXHIBIT INDEX

| EXHIBIT NO. | DESCRIPTION   |
|-------------|---|
| 99.1        | Certification pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. |
| 99.2        | Certification pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. |

## CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER PURSUANT TO 18 U.S.C. SECTION 1350

In connection with the Quarterly Report of Farmers & Merchants Bancorp, Inc. on Form 10-Q for the period ending June 30, 2002, as filed with the Securities and Exchange Commission ("the Report"), I, Joe E. Crossgrove, President and Chief Executive Officer, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

- The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- 2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of Farmers & Merchants Bancorp, Inc. as of the dates and for the periods expressed in the Report.

Joe E. Grossgrove

Joe E. Grossgrove, President

And Chief Executive Officer

Date: August 10, 2002

## CERTIFICATION OF PRINCIPAL FINANCIAL OFFICER PURSUANT TO 18 U.S.C. SECTION 1350

In connection with the Quarterly Report of Farmers & Merchants Bancorp, Inc. on Form 10-Q for the period ending June 30, 2002, as filed with the Securities and Exchange Commission ("the Report"), I, Barbara Britenriker, Chief Financial Officer, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

- The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- 4. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of Farmers & Merchants Bancorp, Inc. as of the dates and for the periods expressed in the Report.

Barbara Britenriker
Barbara Britenriker,
Chief Financial Officer

Date: August 10, 2002