

**Combined Notice of Meeting and Proxy Statement**  
**For the Annual Meeting of the Shareholders of**  
**Andover Bancorp, Inc.**

**Notice of Meeting**

TO OUR SHAREHOLDERS:

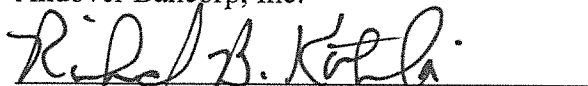
You are cordially invited to attend the annual meeting of the shareholders of Andover Bancorp, Inc. (the corporation). The meeting will be held in the Family Life Center of the Andover Christian Church, at 200 Stillman Avenue, Andover, Ohio, on Thursday, 12 April 2018 at 2:00 p.m. We will consider and vote upon the following matters:

1. Elect 2 directors to serve for terms of 3 years or until their successors are duly elected and qualified
2. Approve, ratify, and confirm all actions taken by the officers and directors on behalf of the corporation for the year 2017 and to accept the annual financial report
3. Transact such other business that may properly come before the meeting or any adjournments

Only those shareholders of record at the close of business on 14 March 2018 are entitled to receive this notice and vote at the meeting.

It is important that your shares be represented and voted at the annual meeting. Whether or not you plan to attend the meeting, we urge you to vote your shares as promptly as possible. Proxies received by American Stock Transfer & Trust Company, LLC after 12:00 midnight on 11 April 2018 will not be counted. You may revoke your proxy at any time prior to its exercise.

Andover Bancorp, Inc.



Richard B. Kotila

Secretary

Dated: 14 March 2018

**Proxy Statement**

This combined notice of meeting and proxy statement is sent by the board of directors of the corporation to solicit proxies to be voted at the annual meeting of the corporation's shareholders. 3,256,950 shares of common stock are authorized and 2,445,108 shares are outstanding. Each share is entitled to one vote. Shareholders may vote in person or by proxy if they comply with these instructions.

The nominating committee proposes to nominate the following persons to be elected as directors of the corporation, to serve for terms of 3 years or until their successors have been duly elected and qualified:

<u>Name</u>	<u>Principal Occupation/Employment</u>	<u>Shares Owned*</u>
Nicholas J. Jammal	President and CEO, Ashtabula Rubber Co.	2,750
A. David Morrow	Retired Business Owner	5,600

\*Shares owned include those over which the nominee has either sole or shared voting or investment power on 14 March 2018.

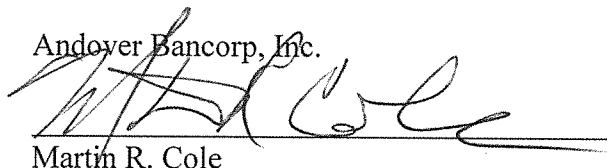
Your proxy is solicited by the board of directors. Each proxy confers authority to vote all shares represented by the proxy "for" the propositions stated below unless "against" is indicated. Absent instructions to the contrary, the election committee members will:

1. Vote to elect the nominees named above.
2. Exercise their best judgment and vote upon such other business as may properly come before the meeting or any adjournments.

The directors are not aware of any matters to be presented at the meeting other than those specified in this combined notice of meeting and proxy statement.

The cost of soliciting proxies will be paid by the corporation, including the cost of mailing and preparing this combined notice of meeting and proxy statement. Proxies will be solicited by mail and may also be solicited by the corporation's officers personally or by telephone. The prompt return of your proxy will save the corporation the expense of further requests for proxies in order to obtain a quorum.

Andover Bancorp, Inc.



Martin R. Cole

Chairman of the Board of Directors

Dated: 14 March 2018