

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2007-12-04** | Period of Report: **2007-11-30**  
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### ISSUER

#### OAK HILL FINANCIAL INC

CIK: **949953** | IRS No.: **311010517** | State of Incorpor.: **OH** | Fiscal Year End: **1231**  
SIC: **6022** State commercial banks

Mailing Address  
14621 STATE RTE 93  
JACKSON OH 44640

Business Address  
14621 STATE RTE 93  
JACKSON OH 44640  
6142863283

### REPORTING OWNER

#### RATZ DAVID G

CIK: **1187201**  
Type: **4** | Act: **34** | File No.: **000-26876** | Film No.: **071282796**

Business Address  
P.O. BOX 688  
JACKSON OH 45640

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <b>RATZ DAVID G</b>			2. Issuer Name and Ticker or Trading Symbol <b>OAK HILL FINANCIAL INC [OAKF]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Chief Administration Officer</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>11/30/2007</b>			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
14621 ST. RT. 93			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) <b>JACKSON, OH 45640</b>								
(City)	(State)	(Zip)						

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock Without Par Value	11/30/2007		<u>D</u>		2,687	D	(1)	0	D	
Common Stock Without Par Value	11/30/2007		<u>D</u>		2,605	D	(1)	0	I	Shares acquired pursuant to Oak Hill Financial, Inc. 401(k) and Profit Sharing Plan as of 11-30-07.

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Option (right to buy)	\$37.205	11/30/2007		<u>D</u>		3,000		06/15/2005	12/21/2014	Common Stock Without Par Value	3,000	\$0.795 (2)	0	D	

Employee Stock Option (right to buy)	\$30.46	11/30/2007		<u>D</u>			1,500	12/16/2003	12/16/2013	Common Stock Without Par Value	1,500	\$7.54 <sup>(2)</sup>	0	D
Employee Stock Option (right to buy)	\$18.05	11/30/2007		<u>D</u>			6,250	12/15/1997	12/15/2007	Common Stock Without Par Value	6,250	\$19.95 <sup>(2)</sup>	0	D
Employee Stock Option (right to buy)	\$17.25	11/30/2007		<u>D</u>			5,500	10/13/1998	10/13/2008	Common Stock Without Par Value	5,500	\$20.75 <sup>(2)</sup>	0	D
Employee Stock Option (right to buy)	\$16.4375	11/30/2007		<u>D</u>			5,500	12/15/1999	12/15/2009	Common Stock Without Par Value	5,500	\$21.5625 <sup>(2)</sup>	0	D
Employee Stock Option (right to buy)	\$15.05	11/30/2007		<u>D</u>			4,500	12/27/2001	12/27/2011	Common Stock Without Par Value	4,500	\$22.95 <sup>(2)</sup>	0	D
Employee Stock Option (right to buy)	\$14.75	11/30/2007		<u>D</u>			5,000	12/28/2000	12/28/2010	Common Stock Without Par Value	5,000	\$23.25 <sup>(2)</sup>	0	D

**Explanation of Responses:**

- Pursuant to the Agreement and Plan of Merger by and between WesBanco, Inc. and Oak Hill Financial, Inc. dated July 19, 2007, each share of Oak Hill Financial, Inc. common stock was exchanged for either 1.256 shares of WesBanco, Inc. common stock or \$38.00 in cash, without interest, plus in each case, cash in lieu of any fractional share interest, in accordance with the reporting person's election and the allocation and proration procedures contained in the Agreement and Plan of Merger.
- Each stock option granted pursuant to Oak Hill Financial, Inc.'s 1995 or 2004 Stock-Based Incentive Plan was cancelled in the merger with WesBanco, Inc. in exchange for a cash payment of \$590,626.00, representing the difference between the exercise price of the options and the cash portion of the merger consideration (\$38.00 per share).

**Signatures**

Dale B. Shafer, POA

\*\* Signature of Reporting Person

11/30/2007

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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