# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **SCHEDULE 13G**

Under the Securities Exchange Act of 1934 (Amendment No. 2)\*

Pathfinder Bancorp, Inc.
(Name of Issuer)
Common Stock, par value \$.01
(Title of Class of Securities)
70319R109
(CUSIP Number)
December 31, 2019
(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)
[X] 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).

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Minerva Group, LP - 182,166 Minerva GP, LP\* - 182,166

USIP N			19R109	
	NAMES	OF R	EPORTING PERSONS:	
	Minerva Advisors LLC Minerva Group, LP Minerva GP, LP Minerva GP, Inc. David P. Cohen			
1	Buvia 1.	Conci		
	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):	
	(a) [ ]			
2	(b) [ ]			
	SEC US	E ONI	Y:	
3				
	CITIZENSHIP OR PLACE OF ORGANIZATION:			
			ors LLC - Delaware , LP - Delaware	
	Minerva GP, LP - Delaware Minerva GP, Inc Pennsylvania			
4			- U.S. Citizen	
4			SOLE VOTING POWER:	
			SOLE VOING FOWER.	
			Minerva Advisors LLC* - 182,166 Minerva Group, LP - 182,166 Minerva GP, LP* - 182,166 Minerva GP, Inc.* - 182,166 David P. Cohen* - 182,166	
		5	*Each of these reporting persons is deemed a beneficial owner of the 182,166 shares of the Issuer held by Minerva Group, LP.	
			SHARED VOTING POWER:	
			Minerva Advisors LLC - 69,089 David P. Cohen** - 69,089	
		6	**David P. Cohen is deemed a beneficial owner of the 69,089 shares of the Issuer beneficially owned by Minerva Advisors LI	
			SOLE DISPOSITIVE POWER:	
			Minerva Advisors LLC* - 182,166 Minerva Group, LP - 182,166 Minerva GP, LP* - 182,166 Minerva GP, Inc.* - 182,166 David P. Cohen* - 182,166	
NII IN AID	ED OF	7	*Each of these reporting persons is deemed a beneficial owner of the 182,166 shares of the Issuer held by Minerva Group, LP.	
SHA	BER OF ARES		SHARED DISPOSITIVE POWER:	
	ICIALLY ED BY		Minerva Advisors LLC - 69,089	
EACH			David P. Cohen** - 69,089	
PER	RTING SON TH:	8	**David P. Cohen is deemed a beneficial owner of the 69,089 shares of the Issuer beneficially owned by Minerva Advisors Ll	
			E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:	

Ì	Minerva GP, Inc.* - 182,166			
	David P. Cohen* - 251,255			
	*Each of these reporting persons is deemed a beneficial owner of the 182,166 shares of the Issuer held by Minerva Group, LP. David P. Cohen i also deemed a beneficial owner of the 251,255 shares of the Issuer beneficially owned by Minerva Advisors LLC.			
	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):			
10				
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):			
11	Minerva Advisors LLC* - 5.3% Minerva Group, LP - 3.9% Minerva GP, LP* - 3.9% Minerva GP, Inc.* - 3.9% David P. Cohen* - 5.3%  *Each of these reporting persons is deemed a beneficial owner of the 3.9% of the shares of the Issuer held by Minerva Group, LP. David P. Cohen is also deemed a beneficial owner of the 5.3% of the shares of the Issuer beneficially owned by Minerva Advisors LLC.  Based on a total of 4,707,875 shares of the Issuer's Common Stock outstanding as of November 11, 2019, as reported in the Issuer's Quarterly Report on Form 10-Q for the period ended September 30, 2019.			
	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):			
12	Minerva Advisors LLC - IA Minerva Group, LP - PN Minerva GP, LP - PN Minerva GP, Inc CO David P. Cohen - IN			

#### **SCHEDULE 13G**

Minerva Advisors LLC, Minerva Group, LP, and Minerva GP, LP are organized under Delaware law.

This statement is not filed pursuant to Rules 13d-1(b), 13d-2(b) or 13d-2(c).

### Pathfinder Bancorp, Inc. Item 1(b) Address of Issuer's Principal Executive Offices. 214 West First Street Oswego, NY 13126 Item 2(a) Name of Person Filing. Minerva Advisors LLC Minerva Group, LP Minerva GP, LP Minerva GP, Inc. David P. Cohen Item 2(b) Address of Principal Business Office or, if none, Residence. 50 Monument Road, Suite 201 Bala Cynwyd, PA 19004 Item 2(c) Citizenship. David P. Cohen is a U.S. Citizen.

Minerva GP, Inc. is organized under Pennsylvania law.

Title of Class of Securities.

**CUSIP Number.** 

70319R109

Common Stock, par value \$.01

Item 1(a)

Item 2(d)

Item 2(e)

Item 3

Name of Issuer.

#### Item 4 Ownership.

#### (a) Amount beneficially owned:

Minerva Advisors LLC\* - 251,255 Minerva Group, LP - 182,166 Minerva GP, LP\* - 182,166 Minerva GP, Inc.\* - 182,166 David P. Cohen\* - 251,255

\*Each of these reporting persons is deemed a beneficial owner of the 182,166 shares of the Issuer held by Minerva Group, LP. David P. Cohen is also deemed a beneficial owner of the 251,255 shares of the Issuer beneficially owned by Minerva Advisors LLC.

#### (b)Percent of Class:

Minerva Advisors LLC\* - 5.3% Minerva Group, LP - 3.9% Minerva GP, LP\* - 3.9% Minerva GP, Inc.\* - 3.9% David P. Cohen\* - 5.3%

\*Each of these reporting persons is deemed a beneficial owner of the 3.9% of the shares of the Issuer held by Minerva Group, LP. David P. Cohen is also deemed a beneficial owner of the 5.3% of the shares of the Issuer beneficially owned by Minerva Advisors LLC.

Based on a total of 4,707,875 shares of the Issuer's Common Stock outstanding as of November 11, 2019, as reported in the Issuer's Quarterly Report on Form 10-Q for the period ended September 30, 2019.

#### (c) Number of Shares as to which the person has:

(i) Sole power to vote or to direct the vote:

Minerva Advisors LLC\* - 182,166 Minerva Group, LP - 182,166 Minerva GP, LP\* - 182,166 Minerva GP, Inc.\* - 182,166 David P. Cohen\* - 182,166

\*Each of these reporting persons is deemed a beneficial owner of the 182,166 shares of the Issuer held by Minerva Group, LP.

(ii) Shared power to vote or to direct the vote:

Minerva Advisors LLC - 69,089 David P. Cohen\*\* - 69,089

\*\*David P. Cohen is deemed a beneficial owner of the 69,089 shares of the Issuer beneficially owned by Minerva Advisors LLC.

(iii) Sole power to dispose or to direct the disposition of:

Minerva Advisors LLC\* - 182,166 Minerva Group, LP - 182,166 Minerva GP, LP\* - 182,166 Minerva GP, Inc.\* - 182,166 David P. Cohen\* - 182,166

\*Each of these reporting persons is deemed a beneficial owner of the 182,166 shares of the Issuer held by Minerva Group, LP.

(iv) Shared power to dispose or to direct the disposition of:

Minerva Advisors LLC - 69,089 David P. Cohen\*\* - 69,089

\*\*David P. Cohen is deemed a beneficial owner of the 69,089 shares of the Issuer beneficially owned by Minerva Advisors LLC.

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

Not applicable.

#### Item 6 Ownership of More Than Five Percent on Behalf of Another Person.

Not applicable.

## Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported On By the Parent Holding Company or Control Person.

Not applicable.

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

Not applicable.

#### Item 9 Notice of Dissolution of Group.

Not applicable.

#### Item 10 Certification.

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

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

#### MINERVA ADVISORS LLC

Date: February 11, 2020

By: David P. Cohen, President

By: /s/ Beth N. Lowson

Name: Beth N. Lowson Title: Attorney-In-Fact The Nelson Law Firm, LLC 445 Hamilton Avenue

**Suite 1102** 

White Plains, NY 10601

#### MINERVA GROUP, LP

Date: February 11, 2020

By: MINERVA GP, LP, its General Partner

By: MINERVA GP, INC., its General Partner

By: David P. Cohen, President

By: /s/ Beth N. Lowson

Name: Beth N. Lowson Title: Attorney-In-Fact The Nelson Law Firm, LLC 445 Hamilton Avenue

**Suite 1102** 

White Plains, NY 10601

#### MINERVA GP, LP

Date: February 11, 2020

By: MINERVA GP, INC., its General Partner

By: David P. Cohen, President

By: /s/ Beth N. Lowson

Name: Beth N. Lowson Title: Attorney-In-Fact The Nelson Law Firm, LLC 445 Hamilton Avenue

**Suite 1102** 

White Plains, NY 10601

#### MINERVA GP, INC.

Date: February 11, 2020

By: David P. Cohen

By: /s/ Beth N. Lowson

Name: Beth N. Lowson Title: Attorney-In-Fact The Nelson Law Firm, LLC 445 Hamilton Avenue

Suite 1102

White Plains, NY 10601

#### DAVID P. COHEN

Date: February 11, 2020

By: /s/ Beth N. Lowson

Name: Beth N. Lowson Title: Attorney-In-Fact The Nelson Law Firm, LLC 445 Hamilton Avenue

Suite 1102

White Plains, NY 10601



#### **POWER OF ATTORNEY**

The undersigned does hereby constitute and appoint Stephen J. Nelson, Mary Anne Mayo, and Beth N. Lowson, each of The Nelson Law Firm, LLC, One North Broadway, Suite 712, White Plains, NY 10601, signing singly, with full power of substitution, as the true and lawful attorney of the undersigned, and authorizes and designates each of them to sign on behalf of the undersigned, and to file filings and any amendments thereto made by or on behalf of the undersigned in respect of the beneficial ownership of equity securities held by the undersigned, directly, indirectly or beneficially, pursuant to Sections 13(d), 13(f), 13(g) and 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules and regulations thereunder. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with Sections 13(d), 13(f), 13(g) or 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until withdrawn by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 5th day of February, 2016.

By: /s/ David P. Cohen

David P. Cohen