

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

2014 MAR 31 A 10:51
STATISTICS & ANALYSIS
DEPARTMENT

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

I, Robert E. Rout

Name of the Holding Company Director and Official

EVP / Chief Financial Officer

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Robert E. Rout

Signature of Holding Company Director and Official

3/28/14
Date of Signature

For holding companies not registered with the SEC—

Indicate status of Annual Report to Shareholders:

- ☐ is included with the FR Y-6 report
☐ will be sent under separate cover
☐ is not prepared

For Federal Reserve Bank Use Only

RSSD ID
C.I.

1071306

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2013

Month / Day / Year

Reporter's Name, Street, and Mailing Address

First Commonwealth Financial Corporation

Legal Title of Holding Company

601 Philadelphia Street

(Mailing Address of the Holding Company) Street / P.O. Box

Indiana

PA

15701

City

State

Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Morgan Cypher

Assistant Controller - SEC

Name

Title

724-463-5726

Area Code / Phone Number / Extension

724-463-4770

Area Code / FAX Number

mcypher@fcbanking.com

E-mail Address

www.fcbanking.com

Address (URL) for the Holding Company's web page

Does the reporter request confidential treatment for any portion of this submission?

☐ Yes Please identify the report items to which this request applies:

☐ In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

☐ The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

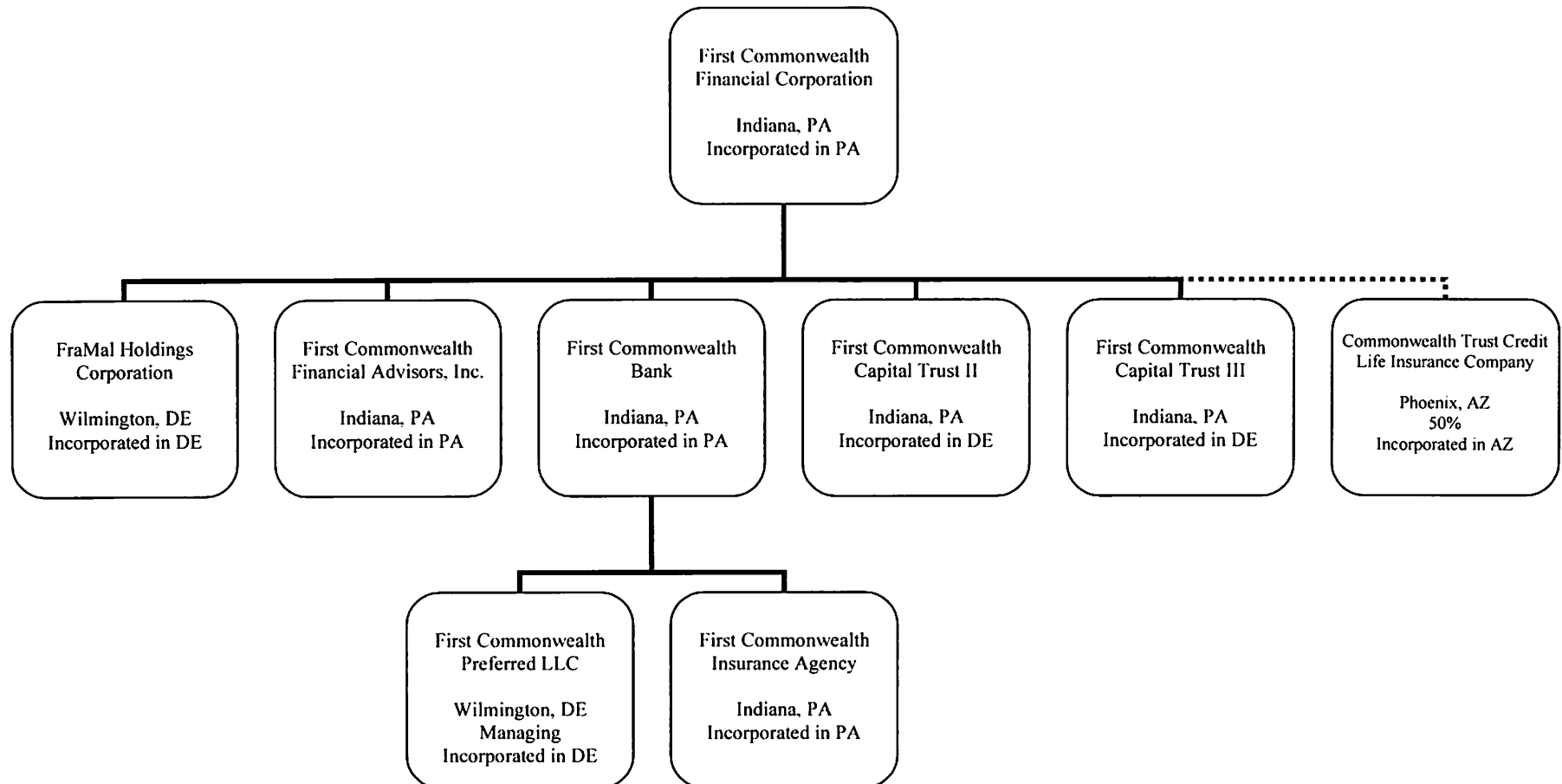
☒ No

FORM FR Y-6, ANNUAL REPORT OF BANK HOLDING COMPANIES

First Commonwealth Financial Corporation
Indiana, Pennsylvania
For the Year Ending December 31, 2013

REPORT ITEM 1, ANNUAL REPORT TO SHAREHOLDERS: Not Applicable

REPORT ITEM 2A, ORGANIZATIONAL CHART:



All are wholly-owned subsidiaries of First Commonwealth Financial Corporation, except First Commonwealth Insurance Agency and First Commonwealth Preferred LLC (which are wholly-owned subsidiaries of First Commonwealth Bank), and Commonwealth Trust Credit Life Insurance Company (which First Commonwealth Financial Corporation has a 50% voting interest).

Results: A list of branches for your depository institution: FIRST COMMONWEALTH BANK (ID_RSSD: 42420).
This depository institution is held by FIRST COMMONWEALTH FINANCIAL CORPORATION (1071306) of INDIANA, PA.
The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

Reconciliation and Verification Steps

1. In the **Data Action** column of each branch row, enter one or more of the actions specified below.
2. If required, enter the date in the **Effective Date** column.

Actions

OK: If the branch information is correct, enter 'OK' in the **Data Action** column.

Change: If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the **Data Action** column and the date when this information first became valid in the **Effective Date** column.

Close: If a branch listed was sold or closed, enter 'Close' in the **Data Action** column and the sale or closure date in the **Effective Date** column.

Delete: If a branch listed was never owned by this depository institution, enter 'Delete' in the **Data Action** column.

Add: If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.

If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:

To satisfy the **FR Y-10 reporting requirements**, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of Change, Close, Delete, or Add.

The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

| Data Action | Effective Date | Branch Service Type | Popular Name | Street Address | City | State | Zip Code | County | Comments |
|-------------|----------------|----------------------------|---|--------------------------------------|---------------|-------|----------|--------------|----------|
| OK | | Full Service (Head Office) | FIRST COMMONWEALTH BANK | 600 PHILADELPHIA ST | INDIANA | PA | 15701 | INDIANA | |
| OK | | Full Service | ALLISON PARK BRANCH | 2724 HARTS RUN RD. | ALLISON PARK | PA | 15101 | ALLEGHENY | |
| OK | | Full Service | LOGAN VALLEY MALL BRANCH | 5580 GOODS LANE, SUITE 1012 | ALTOONA | PA | 16602 | BLAIR | |
| OK | | Full Service | PLEASANT VALLEY BRANCH | 2009 PLEASANT VALLEY BOULEVARD | ALTOONA | PA | 16602 | BLAIR | |
| OK | | Full Service | STATION MEDICAL CENTER OFFICE | 1531 NINTH AVENUE | ALTOONA | PA | 16602 | BLAIR | |
| OK | | Full Service | PLEASANTVILLE BRANCH | 4327 QUAKER VALLEY ROAD | ALUM BANK | PA | 15521 | BEDFORD | |
| OK | | Full Service | BEDFORD BRANCH | 9503 LINCOLN HIGHWAY, LINCOLN CENTER | BEDFORD | PA | 15522 | BEDFORD | |
| OK | | Full Service | BELLWOOD BRANCH | 2984 E PLEASANT VALLEY BLVD | BELLWOOD | PA | 16617 | BLAIR | |
| OK | | Full Service | BESSEMER BRANCH | 409 EAST POLAND AVENUE | BESSEMER | PA | 16112 | LAWRENCE | |
| OK | | Full Service | BLAIRSVILLE OFFICE | 53 E. MARKET STREET | BLAIRSVILLE | PA | 15717 | INDIANA | |
| OK | | Full Service | BRIDGEVILLE BRANCH | 428 STATION ST | BRIDGEVILLE | PA | 15017 | ALLEGHENY | |
| OK | | Full Service | BROCKWAY OFFICE | 1201 EAST MAIN STREET | BROCKWAY | PA | 15824 | JEFFERSON | |
| OK | | Full Service | BROOKVILLE BRANCH | 223 MAIN STREET | BROOKVILLE | PA | 15825 | JEFFERSON | |
| OK | | Full Service | BUTLER BRANCH | 100 NORTH MAIN ST. | BUTLER | PA | 16001 | BUTLER | |
| OK | | Full Service | BUTLER CROSSING BRANCH | 520 BUTLER CROSSING | BUTLER | PA | 16001 | BUTLER | |
| OK | | Full Service | CENTRAL CITY BRANCH | 525 SUNSHINE AVENUE | CENTRAL CITY | PA | 15926 | SOMERSET | |
| OK | | Full Service | CHERRY TREE BRANCH | 11 SOUTH MAIN STREET | CHERRY TREE | PA | 15724 | INDIANA | |
| OK | | Full Service | CLAYSBURG BRANCH | 311 SKI GAP ROAD | CLAYSBURG | PA | 16625 | BLAIR | |
| OK | | Full Service | CLEARFIELD MALL BRANCH | 14303 CLEARFIELD SHAWVILLE HIGHWAY | CLEARFIELD | PA | 16830 | CLEARFIELD | |
| OK | | Full Service | DICK'S SPORTING GOODS HEADQUARTERS OFFICE | 345 COURT STREET | CORAOPOLIS | PA | 15108 | ALLEGHENY | |
| OK | | Full Service | CRANBERRY-FREEDOM SQUARE BRANCH | 1189 FREEDOM ROAD | CRANBERRY TWP | PA | 16066 | BUTLER | |
| OK | | Full Service | DELMONT BRANCH | 38 GREENSBURG STREET | DELMONT | PA | 15626 | WESTMORELAND | |
| OK | | Full Service | SALEM 22 PLAZA BRANCH | 6514 STATE ROUTE 22 | DELMONT | PA | 15626 | WESTMORELAND | |
| OK | | Full Service | DERRY BRANCH | 200 S CHESTNUT ST | DERRY | PA | 15627 | WESTMORELAND | |

| Data Action | Effective Date | Branch Service Type | Popular Name | Street Address | City | State | Zip Code | County | Comments |
|-------------|----------------|---------------------|------------------------------|--|---------------|-------|----------|--------------|--|
| OK | | Full Service | DOWNTOWN DUBOIS OFFICE | 2 EAST LONG AVENUE | DU BOIS | PA | 15801 | CLEARFIELD | |
| OK | | Full Service | NORTH MAIN STREET | 5 NORTH MAIN STREET | DU BOIS | PA | 15801 | CLEARFIELD | |
| OK | | Full Service | DUBOIS MALL OFFICE | 5355 SHAFFER ROAD | DUBOIS | PA | 15801 | CLEARFIELD | |
| OK | | Full Service | DUNCANSVILLE OFFICE | 1525 3RD AVENUE | DUNCANSVILLE | PA | 16635 | BLAIR | |
| OK | | Full Service | EBENSBURG BRANCH | 708 WEST HIGH STREET | EBENSBURG | PA | 15931 | CAMBRIA | |
| OK | | Full Service | ELIZABETH BRANCH | 548 ROCK RUN ROAD | ELIZABETH | PA | 15037 | ALLEGHENY | |
| OK | | Full Service | EXPORT BRANCH | 5780 KENNEDY AVE | EXPORT | PA | 15632 | WESTMORELAND | |
| OK | | Full Service | GIBSONIA OFFICE BRANCH | 5167 WILLIAM FLYNN HIGHWAY | GIBSONIA | PA | 15044 | ALLEGHENY | |
| OK | | Full Service | MT ROYAL BRANCH | 1416 MOUNT ROYAL BOULEVARD | GLENSHAW | PA | 15116 | ALLEGHENY | |
| OK | | Full Service | DOWNTOWN GREENSBURG BRANCH | 111 SOUTH MAIN STREET | GREENSBURG | PA | 15601 | WESTMORELAND | |
| OK | | Full Service | EAST HILLS BRANCH | 750 E PITTSBURGH ST | GREENSBURG | PA | 15601 | WESTMORELAND | |
| OK | | Full Service | GREENGATE BRANCH | 4000 HEMPFIELD PLAZA BLVD, SUITE 901 | GREENSBURG | PA | 15601 | WESTMORELAND | |
| OK | | Full Service | MOUNTAIN VIEW BRANCH | 110 VILLAGE DR | GREENSBURG | PA | 15601 | WESTMORELAND | |
| CHANGE | 12/31/2013 | Full Service | MEADOWS BRANCH | 1913 NORTH JUNIATA STREET | HOLLIDAYSBURG | PA | 16648 | BLAIR | FR Y-10 form submitted online 3/4/2014 |
| OK | | Full Service | JEROME OFFICE | 1653 PENN AVE. | HOLLSOPPLE | PA | 15935 | SOMERSET | |
| OK | | Full Service | HOMER CENTER BRANCH | 2254 ROUTE 119 | HOMER CITY | PA | 15748 | INDIANA | |
| OK | | Full Service | WATERFRONT BRANCH | 500 E WATERFRONT DR | HOMESTEAD | PA | 15120 | ALLEGHENY | |
| OK | | Full Service | HOUTZDALE BRANCH | 709 HANNAH STREET | HOUTZDALE | PA | 16651 | CLEARFIELD | |
| OK | | Full Service | NEW STANTON BRANCH | 803 SOUTH CENTER AVENUE | HUNKER | PA | 15639 | WESTMORELAND | |
| OK | | Limited Service | 119 DRIVE-IN BRANCH | 1090 WAYNE AVENUE | INDIANA | PA | 15701 | INDIANA | |
| OK | | Full Service | DOWNTOWN INDIANA OFFICE | 600 PHILADELPHIA STREET | INDIANA | PA | 15701 | INDIANA | |
| OK | | Full Service | REGENCY MALL BRANCH | 1540 OAKLAND AVENUE, UNIT 4 | INDIANA | PA | 15701 | INDIANA | |
| OK | | Full Service | SOUTHTOWNE PLAZA BRANCH | 3100 OAKLAND AVE., UNIT 27 | INDIANA | PA | 15701 | INDIANA | |
| OK | | Limited Service | WEST END DRIVE-IN BRANCH | 1164 PHILADELPHIA ST | INDIANA | PA | 15701 | INDIANA | |
| OK | | Full Service | JENNERSTOWN BRANCH | 1626 PITT STREET | JENNERSTOWN | PA | 15547 | SOMERSET | |
| OK | | Full Service | 8TH WARD OFFICE | 1047 FRANKLIN STREET | JOHNSTOWN | PA | 15905 | CAMBRIA | |
| OK | | Full Service | BENSCREEK BRANCH | 131 FLEMING AVENUE, BENSCREEK SHOPPING CENTER | JOHNSTOWN | PA | 15905 | CAMBRIA | |
| OK | | Full Service | DOWNTOWN JOHNSTOWN OFFICE | 217 FRANKLIN STREET | JOHNSTOWN | PA | 15901 | CAMBRIA | |
| OK | | Full Service | RICHLAND BRANCH | 1001 SCALP AVENUE | JOHNSTOWN | PA | 15904 | CAMBRIA | |
| OK | | Full Service | UNIVERSITY BRANCH | 3112 ELTON ROAD | JOHNSTOWN | PA | 15904 | CAMBRIA | |
| OK | | Full Service | WESTMONT BRANCH | 1541 MENOHER BOULEVARD | JOHNSTOWN | PA | 15905 | CAMBRIA | |
| OK | | Full Service | KERSEY BRANCH | 367 MAIN STREET | KERSEY | PA | 15846 | ELK | |
| OK | | Full Service | LATROBE OFFICE | 2501 SHARKY'S DRIVE | LATROBE | PA | 15650 | WESTMORELAND | |
| OK | | Full Service | ALLEGHENY TOWNSHIP BRANCH | 1147 SOUTH LEECHBURG HILL | LEECHBURG | PA | 15656 | WESTMORELAND | |
| OK | | Full Service | LEECHBURG BRANCH | 152 MARKET ST | LEECHBURG | PA | 15656 | ARMSTRONG | |
| OK | | Limited Service | PARKS DRIVE-UP BRANCH | 200 MARKET ST | LEECHBURG | PA | 15656 | ARMSTRONG | |
| OK | | Full Service | LIGONIER VALLEY BRANCH | 1506 RT 30 | LIGONIER | PA | 15658 | WESTMORELAND | |
| OK | | Full Service | ADAMS TOWNSHIP OFFICE BRANCH | 6999 CRIDER ROAD | MARS | PA | 16046 | BUTLER | |
| OK | | Full Service | MCDONALD BRANCH | 311 WEST BARR STREET | MCDONALD | PA | 15057 | WASHINGTON | |
| OK | | Full Service | MCKEESPORT BRANCH | 225 FIFTH AVENUE | MCKEESPORT | PA | 15132 | ALLEGHENY | |
| OK | | Full Service | PETERS TOWNSHIP OFFICE | 4198 WASHINGTON ROAD | MCMURRAY | PA | 15317 | WASHINGTON | |
| OK | | Full Service | MONACA BRANCH | 80 WAGNER ROAD | MONACA | PA | 15061 | BEAVER | |
| OK | | Full Service | MUNHALL BRANCH | 4600 MAIN STREET | MUNHALL | PA | 15120 | ALLEGHENY | |

| Data Action | Effective Date | Branch Service Type | Popular Name | Street Address | City | State | Zip Code | County | Comments |
|-------------|----------------|---------------------|--------------------------------|-----------------------------------|------------------|-------|----------|--------------|----------|
| OK | | Full Service | MURRYSVILLE BRANCH | 3880 OLD WILLIAM PENN HIGHWAY | MURRYSVILLE | PA | 15668 | WESTMORELAND | |
| OK | | Full Service | HARRISON TOWNSHIP BRANCH | 1880 HEIGHTS PLAZA | NATRONA HEIGHTS | PA | 15065 | ALLEGHENY | |
| OK | | Full Service | NEW ALEXANDRIA BRANCH | 8291 STATE RTE 22 | NEW ALEXANDRIA | PA | 15670 | WESTMORELAND | |
| OK | | Full Service | NESHANNOCK OFFICE | 3430 WILMINGTON ROAD | NEW CASTLE | PA | 16105 | LAWRENCE | |
| OK | | Full Service | NEW CASTLE BRANCH | 27 EAST WASHINGTON STREET | NEW CASTLE | PA | 16101 | LAWRENCE | |
| OK | | Full Service | UNION SQUARE BRANCH | 2547 WEST STATE ST | NEW CASTLE | PA | 16101 | LAWRENCE | |
| OK | | Full Service | NORTH CAMBRIA BRANCH | 920 PHILADELPHIA AVENUE | NORTHERN CAMBRIA | PA | 15714 | CAMBRIA | |
| OK | | Full Service | IMPERIAL OFFICE | 550 MARKET PLACE DRIVE | OAKDALE | PA | 15071 | ALLEGHENY | |
| OK | | Full Service | OSTERBURG BRANCH | 8470 WILLIAM PENN ROAD | OSTERBURG | PA | 16667 | BEDFORD | |
| OK | | Full Service | PATTON BRANCH | 436 MAGEE AVENUE | PATTON | PA | 16668 | CAMBRIA | |
| OK | | Full Service | BLOOMFIELD BRANCH | 4900 LIBERY AVENUE | PITTSBURGH | PA | 15224 | ALLEGHENY | |
| OK | | Full Service | CASTE VILLAGE BRANCH | BAPTIST AND GROVE ROADS | PITTSBURGH | PA | 15236 | ALLEGHENY | |
| OK | | Full Service | DORMONT OFFICE | 2905 WEST LIBERTY AVE | PITTSBURGH | PA | 15216 | ALLEGHENY | |
| OK | | Full Service | FOREST HILLS BRANCH | 2210 ARDMORE BOULEVARD | PITTSBURGH | PA | 15221 | ALLEGHENY | |
| OK | | Full Service | GRANT STREET OFFICE | 501 GRANT STREET, SUITE 150 | PITTSBURGH | PA | 15219 | ALLEGHENY | |
| OK | | Full Service | GREEN TREE BRANCH | 339 MANSFIELD AVENUE | PITTSBURGH | PA | 15220 | ALLEGHENY | |
| OK | | Full Service | HARMARVILLE BRANCH | 55 ALPHA DRIVE WEST | PITTSBURGH | PA | 15238 | ALLEGHENY | |
| OK | | Full Service | LAWRENCEVILLE BRANCH | 5200 BUTLER ST | PITTSBURGH | PA | 15201 | ALLEGHENY | |
| OK | | Full Service | MT LEBANON BRANCH | 301 MT LEBANON BOULEVARD | PITTSBURGH | PA | 15234 | ALLEGHENY | |
| OK | | Full Service | REGENT SQUARE BRANCH | 1105 SOUTH BRADDOCK AVENUE | PITTSBURGH | PA | 15218 | ALLEGHENY | |
| OK | | Full Service | ROBINSON TOWNSHIP OFFICE | 198 PARK MANOR DRIVE | PITTSBURGH | PA | 15205 | ALLEGHENY | |
| OK | | Full Service | SHALER BRANCH | 900 SAXONBURG BOULEVARD | PITTSBURGH | PA | 15223 | ALLEGHENY | |
| OK | | Full Service | SOUTH SIDE WORKS OFFICE BRANCH | 2501 EAST CARSON STREET | PITTSBURGH | PA | 15203 | ALLEGHENY | |
| OK | | Full Service | SQUIRRELL HILL BRANCH | 5847 FORBES AVENUE | PITTSBURGH | PA | 15217 | ALLEGHENY | |
| OK | | Full Service | WHITEHALL BRANCH | 4750 CLAIRTON BOULEVARD | PITTSBURGH | PA | 15236 | ALLEGHENY | |
| OK | | Full Service | PLUMVILLE BRANCH | 224 MAIN STREET | PLUMVILLE | PA | 16246 | INDIANA | |
| OK | | Full Service | PUNXY PLAZA BRANCH | 573 WEST MAHONING STREET | PUNXSUTAWNEY | PA | 15767 | JEFFERSON | |
| OK | | Full Service | DEER LAKES BRANCH | 744 LITTLE DEER CREEK VALLEY ROAD | RUSSELLTON | PA | 15076 | ALLEGHENY | |
| OK | | Full Service | SAINT MARYS OFFICE | 108 EAST MILL STREET | SAINT MARYS | PA | 15857 | ELK | |
| OK | | Full Service | SARVER BRANCH | 105 CAPITOL PARK DRIVE | SARVER | PA | 16055 | BUTLER | |
| OK | | Full Service | SAXONBURG BRANCH | 125 WEST MAIN STREET | SAXONBURG | PA | 16056 | BUTLER | |
| OK | | Full Service | SOMERSET BRANCH | 2040 NORTH CENTER AVENUE | SOMERSET | PA | 15501 | SOMERSET | |
| OK | | Full Service | SOUTH FORK BRANCH | 427 MAPLE ST | SOUTH FORK | PA | 15956 | CAMBRIA | |
| OK | | Full Service | PITTSBURGH MILLS OFFICE BRANCH | 2000 PITTSBURGH MILLS BOULEVARD | TARENTUM | PA | 15084 | ALLEGHENY | |
| OK | | Full Service | TARENTUM BRANCH | 331 EAST 6TH STREET | TARENTUM | PA | 15084 | ALLEGHENY | |
| OK | | Full Service | VANDERGRIFT OFFICE | 152 GRANT AVENUE | VANDERGRIFT | PA | 15690 | WESTMORELAND | |
| OK | | Full Service | TRINITY POINT BRANCH | 10 TRINTY PLACE | WASHINGTON | PA | 15301 | WASHINGTON | |
| OK | | Full Service | WEEDVILLE OFFICE | 18431 BENNETTS VALLEY HIGHWAY | WEEDVILLE | PA | 15868 | ELK | |
| OK | | Full Service | WEST MIFFLIN BRANCH | 6015 MOUNTAIN VIEW DRIVE | WEST MIFFLIN | PA | 15122 | ALLEGHENY | |
| OK | | Full Service | MCCANDLESS BRANCH | 11 PINE CREEK RD | WEXFORD | PA | 15090 | ALLEGHENY | |
| OK | | Full Service | WEXFORD BRANCH | 1001 VILLAGE RUN ROAD | WEXFORD | PA | 15090 | ALLEGHENY | |
| OK | | Full Service | WHITE OAK BRANCH | 1527 LINCOLN WAY | WHITE OAK | PA | 15131 | ALLEGHENY | |
| OK | | Full Service | WINDBER BRANCH | 1400 GRAHAM AVENUE | WINDBER | PA | 15963 | SOMERSET | |
| OK | | Full Service | YOUNGWOOD BRANCH | 5 S 4TH STREET | YOUNGWOOD | PA | 15697 | WESTMORELAND | |

FORM FR Y-6, ANNUAL REPORT OF BANK HOLDING COMPANIES
First Commonwealth Financial Corporation
Indiana, Pennsylvania
For the Year Ending December 31, 2013

REPORT ITEM 2B, DOMESTIC BRANCH LISTING: Submitted via e-mail on March 4, 2014.

REPORT ITEM 3, SECURITIES HOLDERS:

1(a)(b)(c):

The following table sets forth certain information concerning the persons known by us to be the beneficial owners of more than 5% of the outstanding shares of our common stock. *(Note: All companies listed are incorporated in the USA.)*

| Name and Address | Number of Shares Beneficially Owned | Percentage of Class |
|---|--|------------------------|
| BlackRock, Inc. New York, NY, USA | 8,657,113 ⁽¹⁾ | 9.10% |
| Dimensional Fund Advisors LP Austin, TX, USA | 6,631,375 ⁽²⁾ | 6.96% |
| The Vanguard Group, Inc. Malvern, PA, USA | 6,015,851 ⁽³⁾ | 6.31% |

(1) Based on the information provided pursuant to a statement on Schedule 13G filed with the SEC on January 29, 2014 by BlackRock, Inc. reporting the holdings of BlackRock, Inc. and its subsidiaries as of December 31, 2013. According to the Schedule 13G, BlackRock, Inc. or its subsidiaries held sole voting power with respect to 8,293,445 shares and sole dispositive power over all of the reported shares.

(2) Based on information provided pursuant to a statement on Schedule 13G filed with the SEC on February 10, 2014 by Dimensional Fund Advisors LP reporting holdings, as of December 31, 2013, of certain funds to which Dimensional Fund Advisors LP furnishes investment advice. Dimensional Fund Advisors LP disclaims beneficial ownership of the reported shares. According to the Schedule 13G, Dimensional Fund Advisors LP held sole voting power over 6,398,085 shares and sole dispositive power over all of the reported shares.

(3) Based on information provided pursuant to a statement on Schedule 13G filed with the SEC on February 12, 2014 by The Vanguard Group, Inc. reporting the holdings of The Vanguard Group, Inc. and its subsidiaries as of December 31, 2013. According to the Schedule 13G, The Vanguard Group, Inc. held sole voting power over 149,040 shares, sole dispositive power over 5,877,211 shares and shared dispositive power over 138,640 shares.

2(a)(b)(c): Not Applicable

FORM FR Y-6, ANNUAL REPORT OF BANK HOLDING COMPANIES

First Commonwealth Financial Corporation

Indiana, Pennsylvania

For the Year Ending December 31, 2013

REPORT ITEM 4, INSIDERS:

The following table lists each principal shareholder, director, trustee, partner, executive officer, or person exercising similar functions, regardless of title or compensation of First Commonwealth Financial Corporation ("the Corporation") at December 31, 2013. All voting stock referred to below is common stock of the Corporation because all of the subsidiaries of the Corporation are wholly owned. (Note: * denotes less than 1% and (#) indicates footnote.) (Subsidiary abbreviations: FCFA = First Commonwealth Financial Advisors; FCIA = First Commonwealth Insurance Agency; FCB = First Commonwealth Bank; CTCLIC = Commonwealth Trust Credit Life Insurance Company.)

| Name, Residence, Principal Occupation and Other Directorships (1) | Position with the Corporation and Subsidiaries | Percentage of Outstanding Voting Stock (2) | Ownership of Other Business Companies | |
|---|---|--|---|--------------------------------|
| | | | Company Name | Percent of Total Voting Shares |
| David S. Dahlmann , Greensburg, PA, USA Chairman of the Board, the Corporation, FCB | Chairman of the Board of the Corporation, FCB | * | N/A | N/A |
| T. Michael Price , Johnstown, PA, USA President and Chief Executive Officer, the Corporation; Chief Executive Officer, FCB | President, Director, the Corporation; Director, FCB, FCIA, CTCLIC | * | N/A | N/A |
| Robert E. Rout , Indiana, PA, USA Executive Vice President, Chief Financial Officer and Treasurer, the Corporation | Executive Vice President, Chief Financial Officer, Treasurer of the Corporation, FCB; Treasurer, FCFA, FCIA; President, Director, FraMal Holdings Corporation; Treasurer, Director, CTCLIC. | * | N/A | N/A |
| Matthew C. Tomb , Indiana, PA, USA Executive Vice President, Chief Risk Officer, General Counsel and Secretary, the Corporation | Executive Vice President, Chief Risk Officer, General Counsel, Secretary of the Corporation, FCB; Secretary, FCIA, FCFA | * | N/A | N/A |
| Leonard V. Lombardi , Indiana, PA, USA Executive Vice President, Chief Audit Executive, the Corporation | Executive Vice President, Chief Audit Executive of the Corporation | * | Leonard V. Lombardi (Sole Proprietorship) | N/A |
| I. Robert Emmerich, Jr. , Avon Lake, OH, USA Executive Vice President, Chief Credit Officer, FCB | Executive Vice President, Chief Credit Officer, FCB | * | N/A | N/A |

FORM FR Y-6, ANNUAL REPORT OF BANK HOLDING COMPANIES
First Commonwealth Financial Corporation
Indiana, Pennsylvania
For the Year Ending December 31, 2013

| Name, Residence, Principal Occupation and Other Directorships (1) | Position with the Corporation and Subsidiaries | Percentage of Outstanding Voting Stock (2) | Ownership of Other Business Companies | |
|--|---|--|--|-----------------------------------|
| | | | Company Name | Percent of Total Voting Shares |
| <u>Norman J. Montgomery</u> , Indiana, PA, USA Executive Vice President, Business Integration Group Manager, FCB | Executive Vice President, Business Integration Group Manager, FCB | * | N/A | N/A |
| <u>Jane Grebenc</u> , Highland Heights, OH, USA President, FCB; Executive Vice President, Chief Revenue Officer, the Corporation | President, FCB; Executive Vice President, Chief Revenue Officer, the Corporation; Director, FCB | * | N/A | N/A |
| <u>Johnston A. Glass</u> , Chandler, AZ, USA Retired; Formerly President and Chief Executive Officer, FCB; Vice Chairman, the Corporation | Director of the Corporation, FCB | * | N/A | N/A |
| <u>Ray T. Charley</u> , Greensburg, PA, USA Chief Executive Officer, Thomi Co. | Director of the Corporation, FCB | * (3) | Thomi (Delaware) Corp. Thomi (Pennsylvania) Corp. Charley Family Limited Partnership Thomi Co. Thomi (Murrysville) LLC | 100% 100% 97% 97% 50% |
| <u>James W. Newill</u> , Highland Beach, FL, USA Certified Public Accountant; Formerly President, J.W. Newill Company | Director of the Corporation, FCB | * (5) | N/A | N/A |
| <u>Robert J. Ventura</u> , Pittsburgh, PA, USA Executive Managing Director, Ventura Group, LLC | Director of the Corporation, FCB | * | Ventura Group, LLC | 100% |
| <u>Laurie S. Singer</u> , Allison Park, PA, USA Retired; Formerly President, Allegheny Valley Development Corporation; Business Consultant | Director of the Corporation, FCB | * (6) | N/A | N/A |

FORM FR Y-6, ANNUAL REPORT OF BANK HOLDING COMPANIES
First Commonwealth Financial Corporation
Indiana, Pennsylvania
For the Year Ending December 31, 2013

| Name, Residence, Principal Occupation and Other Directorships (1) | Position with the Corporation and Subsidiaries | Percentage of Outstanding Voting Stock (2) | Ownership of Other Business Companies | |
|---|--|--|--|---|
| | | | Company Name | Percent of Total Voting Shares |
| <u>Julie A. Caponi</u> , Gibsonia, PA, USA Certified Public Accountant; Assistant Treasurer, Alcoa Inc. | Director of the Corporation, FCB | * | N/A | N/A |
| <u>David W. Greenfield</u> , Pittsburgh, PA, USA Retired; Formerly Vice President, Secretary, and General Counsel, Kennametal Inc. | Director of the Corporation, FCB | * | N/A | N/A |
| <u>Robert E. Barrett</u> , Hollsopple, PA, USA Retired; Formerly Vice President and General Manager, Berwind Corporation | Director of FCB | * | N/A | N/A |
| <u>Luke A. Latimer</u> , New Alexandria, PA, USA Executive Vice President and Treasurer, R&L Development; Vice President and Treasurer, Derry International LTD | Director of the Corporation, FCB | * (4) | SML Limited Partnership | 34% |
| <u>Cheryl A. Ebersole</u> , Claysburg, PA, USA Owner, Anterior Marketing Solutions | Director of FCB | * | Anterior Marketing Solutions | 100% |
| <u>James G. Barone</u> , Indiana, PA, USA Retired; Formerly Executive Vice President, Secretary and Treasurer, S&T Bancorp, Inc. | Director of the Corporation, FCB | * | N/A | N/A |
| <u>Beverly A. Fairman</u> , Punxsutawney, PA, USA Owner, Fairlady & Company LLC | Director of FCB | * | Fairman Corporation Fairlady & Company LLC Mahoning & Findley Building LLC | 25% 66 ² / ₃ % 100% |
| <u>Gary R. Claus</u> , Allison Park, PA, USA Certified Public Accountant; Managing Director, Jade Group | Director of the Corporation, FCB | * | N/A | N/A |

FORM FR Y-6, ANNUAL REPORT OF BANK HOLDING COMPANIES
First Commonwealth Financial Corporation
Indiana, Pennsylvania
For the Year Ending December 31, 2013

| Name, Residence, Principal Occupation and Other Directorships (1) | Position with the Corporation and Subsidiaries | Percentage of Outstanding Voting Stock (2) | Ownership of Other Business Companies | |
|--|--|--|---------------------------------------|--------------------------------|
| | | | Company Name | Percent of Total Voting Shares |
| <u>Jon L. Gorney</u> , Avon Lake, OH, USA Retired; Formerly Executive Vice President, PNC | Director of the Corporation | * | N/A | N/A |

- (1) Unless otherwise indicated, the person named in the table above holds sole voting and dispositive power with respect to the shares shown.
- (2) Percentage ownership is calculated based upon 94,207,690 shares of First Commonwealth common stock outstanding on March 3, 2014. Shares issuable upon exercise of outstanding options that are currently exercisable or will become exercisable within 60 days are treated as outstanding for the purpose of computing the beneficial ownership of the person who holds the options, but not for the purpose of computing the percentage ownership of any other person or group.
- (3) Includes 18,000 shares held in a family trust of which Mr. Charley is a trustee and 206,978 shares held in a family trust of which Mr. Charley is a trustee.
- (4) Includes 205,000 shares held by Berkshire Securities Corporation for which Mr. Latimer is deemed to share voting and investment power in his capacity as a Director of Berkshire Securities Corporation. Does not include 7,095 shares held by Mr. Latimer's spouse as to which Mr. Latimer disclaims beneficial ownership.
- (5) Includes 32,144 shares held by family trusts over which Mr. Newill is sole trustee and has sole voting and investment power.
- (6) Does not include 4,100 shares held in a trust for Ms. Singer's spouse as to which Ms. Singer disclaims beneficial ownership.