

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

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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)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). 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, top-tier savings and loan holding companies, and U.S. intermediate 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. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

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

December 31, 2018

Month / Day / Year

NONE

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

I, THOMAS N. RICHARDS

Name of the Holding Company Director and Official

SECRETARY

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.

BATH COUNTY BANKING COMPANY

Legal Title of Holding Company

49 MAIN STREET/P.O. BOX 575

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

OWINGSVILLE

KY

40360

City

State

Zip Code

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

JOHN M. SPEARS

CPA

Name

Title

606-329-1811

Area Code / Phone Number / Extension

606-329-0590

Area Code / FAX Number

JSPEARS@KSGGCPA.COM

E-mail Address

Signature of Holding Company Director and Official

3-12-19

Date of Signature

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

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.

1071735

Is confidential treatment requested for any portion of this report submission? 0=No 1=Yes 0

In accordance with the General Instructions for this report (check only one),

- a letter justifying this request is being provided along with the report
- a letter justifying this request has been provided separately ...

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

<hr/> <p>Legal Title of Subsidiary Holding Company</p> <hr/> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <hr/> <p>City State Zip Code</p> <hr/> <p>Physical Location (if different from mailing address)</p> <hr/>	<hr/> <p>Legal Title of Subsidiary Holding Company</p> <hr/> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <hr/> <p>City State Zip Code</p> <hr/> <p>Physical Location (if different from mailing address)</p> <hr/>
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**FORM FR Y-6
BATH COUNTY BANKING COMPANY
OWINGSVILLE, KENTUCKY
FISCAL YEAR ENDING DECEMBER 31, 2018**

REPORT ITEM

- 1: N/A - See Front Page
- 2: Organizational Chart

LEI is N/A unless noted

**BATH COUNTY BANKING COMPANY
OWINGSVILLE, KENTUCKY
INCORPORATED IN KENTUCKY**

100%

**OWINGSVILLE BANKING COMPANY
OWINGSVILLE, KENTUCKY
INCORPORATED IN KENTUCKY**

FORM FR Y-6
December 31, 2018

Report Item 3: Securities Holders
(1)(a) (1)(b) (1)(c) (2)(a) (2)(b) (2)(c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12/31/18

Shareholders not listed in (3)(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12/31/18

(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
J. Morrow Richards Lexington, KY	USA	844 – 79.08% (Common stock includes 169 shares owned by Ella L. Richards Residuary Trust, J. Morrow Richards holds voting power in his position as Trustee of the trust)	N/A	N/A	N/A
Owingsville Cemetery Company Owingsville, KY	USA	67 – 6.28% Common Stock			

**FORM FR Y-6
December 31, 2018**

Report Item 4: Insiders

(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1) Names & Address (City, State, Country)	(2) Principal Occupation if Other than with Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (list names of companies and percentage of voting securities held)
J. Morrow Richards Lexington, KY	N/A	Chairman, President & Director	Chairman & Director (Owingsville Banking Company)	N/A	79.08%	N/A	N/A
Michael Q. Shields Mt. Sterling, KY	N/A	Vice President & Director	Director (Owingsville Banking Company)	N/A	.1%	N/A	N/A
Earl Rogers, Jr. Owingsville, KY	Farmer	Director	Director (Owingsville Banking Company)	N/A	.1%	N/A	N/A
Thomas N. Richards Lexington, KY	N/A	Secretary	Executive Vice- President, CEO & Director (Owingsville Banking Company)	N/A	.1%	N/A	N/A

Results: A list of branches for your depository institution: **OWINGSVILLE BANKING COMPANY (ID_RSSD: 492810)**.
 This depository institution is held by **BATH COUNTY BANKING COMPANY (1071735)** of **OWINGSVILLE, KY**.
 The data are as of **12/31/2018**. Data reflects information that was received and processed through **01/06/2019**.

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	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	492810	OWINGSVILLE BANKING COMPANY	49 WEST MAIN STREET	OWINGSVILLE	KY	40360	BATH	UNITED STATES	Not Required	Not Required	OWINGSVILLE BANKING COMPANY	492810	
OK		Full Service	1214402	BRENDAN BRANCH	33 MILLER SHOPPING PLAZA	OWINGSVILLE	KY	40360	BATH	UNITED STATES	Not Required	Not Required	OWINGSVILLE BANKING COMPANY	492810	
OK		Full Service	3745861	SALT LICK BRANCH	21 MAIN STREET	SALT LICK	KY	40371	BATH	UNITED STATES	Not Required	Not Required	OWINGSVILLE BANKING COMPANY	492810	