

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

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

~~XXXXXXXXXXXX~~ None

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

Reporter's Name, Street, and Mailing Address

I, Gregory J. Meade

Name of the Holding Company Director and Official

Chariman

Title of the Holding Company Director and Official

Citizens National Corporation

Legal Title of Holding Company

620 Broadway

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

Paintsville

KY

41240

City

State

Zip Code

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.

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:

W. David Michael

EVP/CFO

Name

Title

(606)264-3080

Area Code / Phone Number / Extension

(606)789-4440

Area Code / FAX Number

davidm@wercitizens.bank

E-mail Address

www.wercitizens.bank

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

Signature of Holding Company Director and Official

3/18/19
 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. _____

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

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

1. a letter justifying this request is being provided along with the report

2. 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.

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

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Physical Location (if different from mailing address)

Form FR Y-6

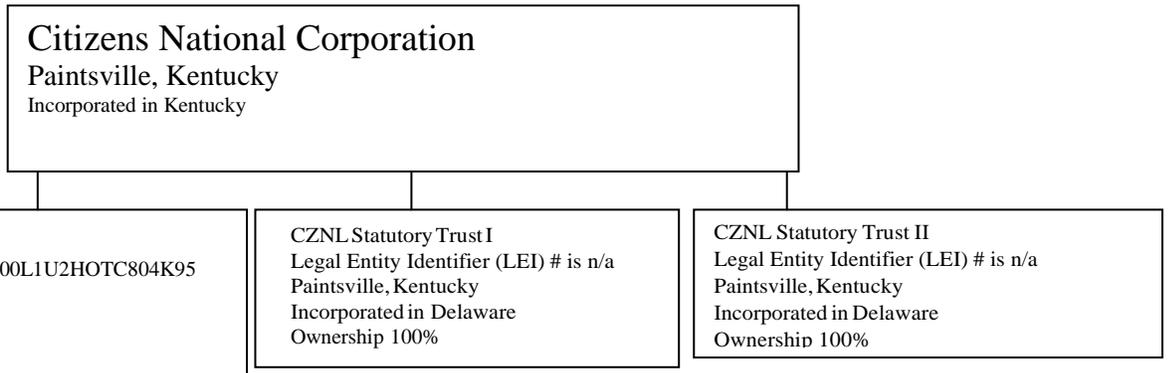
CITIZENS NATIONAL CORPORATION
PAINTSVILLE, KY
FISCAL YEAR ENDING
DECEMBER 31, 2018

Report Item 1

The bank holding company prepares an annual report for its shareholders. A copy will be submitted with filing if available. If not available, the annual report will be sent when available.

Report Item 2

Organization Chart



2b: Submitted on 03/28/2019

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Citizens National Corporation
 Paintsville, Kentucky
 Fiscal Year Ending December 31, 2018

Report Item 3: Securities Holders

Current Securities Holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2018			Securities Holders 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 12-31-2018		
(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
Bob Hutchison Staffordsville, KY	USA	151,858 15%	n/a		
G. Larry Conley Dunwood, GA	USA	132,222 13%			
Lisa Johnson Pikeville, KY	USA	126,457 12%			
Paul D. Brown Staffordsville, KY	USA	65,603 6%			
L. Barrett Frederick West Liberty, KY	USA	64,445 6%			
Lynn D. Mullins Paintsville, KY	USA	55,658 5%			

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Citizens National Corporation
Paintsville, KY
Fiscal Year Ending December 31, 2018

Report Item 4: Insiders

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

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & Address (City, State, Country)	Principal Occupation if other than with holding company	Title & Position with holding company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Securities in holding company	Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	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)
PAUL D. BROWN Staffordsville, KY USA	President Rd Br Wms RE	Director	Director CBK	President Rd Br Wms RE	6%	None	Redd Brown Wms RE Ser Inc 100%
G. LARRY CONLEY Dunwoody, GA USA	Retired	Director	Director CBK	None	13%	None	None
ROBIN T. COOPER Lexington, KY USA	Retired	Director	Director CBK	None	1%	None	None
L. BARRETT FREDERICK West Liberty, KY USA	President Rifle Coal	Director	Director CBK	President and Member Rifle Coal; Windwoods Farm Partner	6%	None	Rifle Coal Member 37.5%; Windwoods Farm Partner 67%

BOB M. HUTCHISON Staffordsville, KY USA	President BBT Corp	Director	Director CBK	Commercial Bank Director; BBT Inc. President; Tug Valley Arch, Inc. President; Prestonsburg Village Arch, Inc. President; Coal Run Arch, Inc. Sec/Treas.; Hutch Chevy Buick GMC President; E.F.E. Services LLC Secretary; Columbus Gasket & Supply President; Hutch Chrysler President; Buck Mart LLC Management Member; Hutch Ford Lincoln President	15%	None	BBT Inc. 51%; Tug Valley Arch, Inc. 51%; Prestonsburg Village Arch, Inc. 51%; CoalRun Arch, Inc. 49%; Hutch Chevy Buick GMC 80%; E.F.E. Services LLC 40%; Coumbus Gasket & Supply 55%; Hutch Chrysler 100%; Buck Mart LLC 100%; Hutch Ford Lincoln 50%;
LISA M. JOHNSON Pikeville, KY USA	Accountant	Director	Director CBK	Accountant	12%	None	Shell Properties 100%
GREGORY J. MEADE Paintsville, KY USA	Owner Operator Gregory J. Meade Ins. Agency Inc.	Director	Director CBK	Owner-Operator Gregory J. Meade Ins. Agency Inc.	3%	None	Gregory J. Meade Ins. Agency Inc. 100%
LYNN D. MULLINS Paintsville, KY USA	Retired	Director	Director CBK	Retired	5%	None	None

MARVIN
B.WALKER
Paintsville, KY
USA

Attorney
Engineer

Director

Director CBK

Elm Street
Resources
Consultant

3%

None

Elm Street Res.
Owned/controlled by
spouse 100%;
United Energy
Systems Inc.
Owned/controlled by
spouse 100%;
eKentucky Advanced
Manufacturing
Institute, Inc. (non-
profit tax exempt
organization)

**Executive
Officer/Residence**

LEISHA MAYNARD Paintsville, KY USA	President & CEO Citizens Bank of Kentucky	President & CEO	President & CEO Citizens Bank of Kentucky	None	0%	None	None
DAVID MICHAEL Louisa, KY USA	EVP/CFO/Treasurer Citizens Bank of Kentucky	EVP/CFO/Treas.	EVP/CFO Citizens Bank of Kentucky	None	0%	None	None

Results: A list of branches for your holding company: CITIZENS NATIONAL CORPORATION (1071623) of PAINTSVILLE, KY.
 The data are as of 12/31/2018. Data reflects information that was received and processed through 03/04/2019.

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)	495419	CITIZENS BANK OF KENTUCKY, INC	620 BROADWAY AVE.	PAINTSVILLE	KY	41240	JOHNSON	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC	495419	
OK		Full Service	420411	ALLEN BRANCH	6474 KY ROUTE 1428	ALLEN	KY	41601	FLOYD	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC	495419	
OK		Full Service	2668570	ASHLAND BRANCH	855 CENTRAL AVENUE	ASHLAND	KY	41101	BOYD	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC	495419	
OK		Full Service	3075531	GRAYSON BRANCH	167 SOUTH CAROL MALONE BOULEVARD	GRAYSON	KY	41143	CARTER	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC	495419	
OK		Full Service	983215	LOUISA BRANCH	3651 US HIGHWAY 2565	LOUISA	KY	41230	LAWRENCE	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC	495419	
OK		Full Service	301819	LEFT BEAVER BRANCH	9674 KY ROUTE 122	MCDOWELL	KY	41669	FLOYD	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC	495419	
OK		Full Service	494917	MAYO PLAZA BRANCH	333 NORTH MAYO TRAIL	PAINTSVILLE	KY	41240	JOHNSON	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC	495419	
OK		Full Service	2380993	PIKEVILLE BRANCH	247 HAMBLEY BOULEVARD	PIKEVILLE	KY	41501	PIKE	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC	495419	
OK		Full Service	3157745	WEDDINGTON PLAZA BRANCH	4367 NORTH MAYO TRAIL	PIKEVILLE	KY	41501	PIKE	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC	495419	
OK		Full Service	2850012	CENTREPOINTE BRANCH	50 FRANKLIN CORNER	PRESTONSBURG	KY	41653	FLOYD	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC	495419	
CLOSE		Full Service	3668081	RUSSELL ROAD BRANCH	320 RUSSELL ROAD	RUSSELL	KY	41169	GREENUP	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC	495419	
OK		Full Service	236210	SALYERSVILLE BRANCH	615 E. MOUNTAIN PARKWAY	SALYERSVILLE	KY	41465	MAGOFFIN	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC	495419	
OK		Full Service	3177378	WINCHESTER BRANCH	695 BULLION BOULEVARD	WINCHESTER	KY	40391	CLARK	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC	495419	