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. §§ 3105(a) and 3105(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611); and sections 113, 165, 312, 518, and 808 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850ac(c)(1), and 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

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.

I, Rex Greer
Name of the Holding Company Director and Officer
President and Chairman of the Board
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 281, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Signature of Holding Company Director and Official
3/27/2020
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.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2019

Month / Day / Year

None

Reporters Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporters Name, Street, and Mailing Address

First National Financial Corporation

120 Town Square
(Mailing Address of the Holding Company) Street / P.O. Box
Manchester

Kentucky

40962

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
William Lucas Shepherd
Name
SEVP CEO
Title

606-598-5111
Area Code / Phone Number / Extension

606-598-1451
Area Code / FAX Number

shepherd@fnbmkny.com
E-mail Address

www.fnbmkny.com
Address (URL) for the Holding Company's web page

Is confidential treatment requested for any portion of this report submission? ☐ ☑

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.

Public reporting burden for this information collection is estimated to vary from 1.5 to 101 hours per response, with an average of 5.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

12/2019
1. Annual Report to Shareholders – To be sent later.
2. Organization Chart – Attached
   2b. Branches
3. Shareholders – See Attached
4. Insiders – See Attached
Report Item 2: Organization Chart

ORGANIZATION CHART

FIRST NATIONAL FINANCIAL CORPORATION
120 TOWN SQUARE
MANCHESTER, KY 40962
STATE OF INCORPORATION: KENTUCKY
LEI STATUS: N/A

OWNS 100 % OF

THE FIRST NATIONAL BANK OF MANCHESTER
120 TOWN SQUARE
MANCHESTER, KY 40962
STATE OF INCORPORATION: FEDERALLY CHARTERED
LEI STATUS: N/A
Results: A list of branches for your depository institution: FIRST NATIONAL BANK OF MANCHESTER, THE (ID_RSSD 719610).

This depository institution is held by FIRST NATIONAL FINANCIAL CORPORATION (1427220) of MANCHESTER, KY.

The data are as of 12/31/2019. Data reflects information that was received and processed through 03/21/2019.

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.

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<tr>
<th>State</th>
<th>Action</th>
<th>Branch Service Type</th>
<th>Branch ID_RSSD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>Country</th>
<th>FDIC UNINUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Hold Office ID_RSSD*</th>
<th>Comments</th>
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</thead>
<tbody>
<tr>
<td>KY</td>
<td>OK</td>
<td>Full Service (Head Office)</td>
<td>719610</td>
<td>FIRST NATIONAL BANK OF MANCHESTER, THE</td>
<td>120 TOWN SQUARE</td>
<td>MANCHESTER</td>
<td>KY</td>
<td>40962</td>
<td>UNITED STATES</td>
<td>1750</td>
<td>719610</td>
<td>0</td>
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<tr>
<td>KY</td>
<td>OK</td>
<td>Full Service</td>
<td>303723</td>
<td>LONDON BRANCH</td>
<td>403 NORTH MAIN STREET</td>
<td>LONDON</td>
<td>KY</td>
<td>40741</td>
<td>UNITED STATES</td>
<td>36026</td>
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<td>228112</td>
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<td>DANIEL BOONE PARKWAY &amp; HIGHWAY 421/80</td>
<td>MANCHESTER</td>
<td>KY</td>
<td>40962</td>
<td>UNITED STATES</td>
<td>19393</td>
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<td>0</td>
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<td>KY</td>
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<td>165413</td>
<td>NORTH MANCHESTER BRANCH</td>
<td>421 RICHMOND ROAD</td>
<td>MANCHESTER</td>
<td>KY</td>
<td>40962</td>
<td>UNITED STATES</td>
<td>193929</td>
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<td>KY</td>
<td>CLOSED</td>
<td>Full Service</td>
<td>184722</td>
<td>PARK VALLEY BRANCH</td>
<td>US HIGHWAY 421 &amp; GARRARD SHOPPING CENTER</td>
<td>GARRARD</td>
<td>KY</td>
<td>40941</td>
<td>UNITED STATES</td>
<td>193931</td>
<td>719610</td>
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<td>FIRST NATIONAL BANK OF MANCHESTER, THE</td>
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Branches that have been closed
- 31-Jul-16
- 31-Oct-16

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<tr>
<th>State</th>
<th>Action</th>
<th>Branch Service Type</th>
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<th>State</th>
<th>Zip Code</th>
<th>Country</th>
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<th>Office Number*</th>
<th>Head Office</th>
<th>Hold Office ID_RSSD*</th>
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<td>Name</td>
<td>City</td>
<td>Country</td>
<td>Shares</td>
<td>Percentage</td>
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<tr>
<td>Jerry Greer</td>
<td>East Bernstadt, Ky.</td>
<td>USA</td>
<td>1810.34</td>
<td>15.775%</td>
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<tr>
<td>Jerry or Carolyn Greer</td>
<td>East Bernstadt, KY</td>
<td>USA</td>
<td>273</td>
<td>2.379%</td>
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<tr>
<td>Randell Greer</td>
<td>London, KY</td>
<td>USA</td>
<td>1258.34</td>
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<tr>
<td>Rex Greer</td>
<td>London, KY</td>
<td>USA</td>
<td>2959.66</td>
<td>21.085%</td>
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3(2) N/A
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<th>NAME AND ADDRESS</th>
<th>OCCUPATION</th>
<th>PRINCIPAL</th>
<th>TITLE WITH</th>
<th>TITLE WITH</th>
<th>TITLE WITH</th>
<th>Percent of Voting</th>
<th>DIRECT</th>
<th>OTHER CO. IF OWNED MORE THAN 25%</th>
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</thead>
<tbody>
<tr>
<td>MICHAEL D BAKER</td>
<td>COUNTY CLERK</td>
<td>DIRECTOR</td>
<td>DIRECTOR</td>
<td>None</td>
<td>0.087%</td>
<td>NONE</td>
<td>NONE</td>
<td>NONE</td>
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<td>MANCHESTER, KY/US</td>
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<tr>
<td>JAMES DOBSON</td>
<td>RETIRED</td>
<td>DIRECTOR</td>
<td>DIRECTOR</td>
<td>Dobson Investment Properties-Member</td>
<td>0.087%</td>
<td>None</td>
<td>DOBSON INVESTMENT PROPERTIES LLC 100%</td>
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<tr>
<td>CHARLES GOINS</td>
<td>RETIRED</td>
<td>DIRECTOR</td>
<td>DIRECTOR</td>
<td>GOINS RENTAL LLC - Member</td>
<td>1.743%</td>
<td>None</td>
<td>Goins Rental LLC 33.33%</td>
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<tr>
<td>JERRY GREER/ CAROLYN GREER</td>
<td>CONTRACTOR</td>
<td>DIRECTOR</td>
<td>DIRECTOR</td>
<td>Director-CVNE/CVFC</td>
<td>18.154%</td>
<td>None</td>
<td>G AND G FARMS - PARTNERSHIP 25%</td>
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<tr>
<td>DON RUSSELL ROBERTS</td>
<td>ENGINEER</td>
<td>NONE</td>
<td>DIRECTOR</td>
<td>President &amp; Director - Liberty Worship Center Inc</td>
<td>1.743%</td>
<td>None</td>
<td>Logos Engineering 100%</td>
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<td>RANDALL GREER/ BRENDA GREER</td>
<td>RETIRED</td>
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<td>NONE</td>
<td>None</td>
<td>10.965%</td>
<td>NONE</td>
<td>NONE</td>
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<td>LONDON, KY/US</td>
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