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 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 245(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, 1650a(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 an LLC, see the General Instructions for the authorized individual who must sign the report.

Charles Beach III
President
Name of the Holding Company Director and Officer
atteat 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 "Rulings 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.

Signature of Holding Company Director and Officer
Charles Beach III
8/19/20

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.

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.

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

Month / Day / Year:
N/A

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

Reporter's Name, Street, and Mailing Address

Genbeach Co, Inc
Legal Title of Holding Company

P O Box 4040
(Mailing Address of the Holding Company) Street / P.O. Box
Winchester KY 40392
City State Zip Code

101 North Main Street, Winchester, KY 40392
Physical Location (different from mailing address)

Person to whom questions about this report should be directed:

Michael Pierce
Secretary
Name: 859-744-9400
Area Code / Phone Number / Extension

Area Code / FAX Number
859-744-2380

E-mail Address
mrpierce@mymetronet.net

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

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

In accordance with the General Instructions for this report

☐ 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 to 5 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
Item 1

Not applicable.

Item 2(a) Organization Chart:

Genbeach Co., Inc.
Winchester, Kentucky
State of Incorporation – Kentucky
LEI is n/a, unless noted
Owns 100% of:

Peoples Exchange Bank
Winchester, Kentucky
State of Incorporation – Kentucky
LEI: 549300Q3RKNDNMSDEE10

Item 2(b) See attached

Item 3(1):

(1) a. Charles Beach III.
    Lexington, Kentucky

    b. USA

    c. 391.17 shares common stock - representing 47% of voting rights.

(2) a. Charles Beach IV
    Lexington, KY

    b. USA

    c. 157.27 shares common stock – representing 19% of voting rights
(3) a. Taylor B. Moloney  
   Nashville, TN  

b. USA  

c. 157.27 shares common stock – representing 19% of voting rights  

(4) a. Helen P. Beach  
   Lexington, KY  

b. USA  

c. 124 shares common stock – representing 15% of voting rights  

Item 3(2): Not applicable  

Item 4:  

(1) (1) Charles Beach, III  
   Beattyville, KY  
   USA  

(2) None  

(3) (a) Director, President  
   (b) Director, Peoples Exchange Bank  
   (c) Director, Kentucky Housing Corp  

(4) (a) 47%  
   (b) 0%  
   (c) C. Beach, III Enterprises, LLC, 100%  
      Beach Car Wash, 100%  

(2) (1) Charles Beach IV  
   Lexington, KY  
   USA  

(2) None  

(3) (a) Director  
   (b) Director, Peoples Exchange Bank  
   (c) N/A  

(4) (a) 19%  
   (b) 0%  
   (c) N/A
(3) (1) Whit Moloney  
Nashville, TN  
USA

(2) Investment Banking Executive

(3) (a) Director  
(b) Director, Peoples Exchange Bank  
(c) N/A

(4) (a) 0%  
(b) 0%  
(c) N/A

(4) (1) Walter Byrne  
Lexington, KY  
USA

(2) Law Firm Partner

(3) (a) Director  
(b) Director, Peoples Exchange Bank  
(c) Partner, Stoll, Keenon, Ogden PLLC

(4) (a) 0%  
(b) 0%  
(c) N/A

(5) (1) Taylor B. Moloney  
Nashville, TN  
USA

(2) Sales Executive

(3) (a) N/A  
(b) N/A  
(c) N/A

(4) (a) 19%  
(b) 0%  
(c) N/A

(6) (1) Helen P. Beach  
Lexington, KY  
USA

(2) None

(3) (a) N/A  
(b) N/A  
(c) N/A

(4) (a) 15%  
(b) 0%  
(c) N/A
(7)  (1) Michael Pierce  
      Lexington, KY  
      USA

(2) None

(3) (a) Secretary, Director  
     (b) CFO, Peoples Exchange Bank  
     (c) N/A

(4) (a) 0%  
     (b) 0%  
     (c) N/A
### 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 UNNUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.*

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<th>County</th>
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