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. §§ 310(a) and 310(b)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611(a)); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(b)(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, Robert D. Neff
Name of the Holding Company Director and Official

Secretary/Treasurer
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 251, 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

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

RSSID 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 bank 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

Reporters’ Legal Entity Identifier (LEI) (20-character LEI code)
N/A

Reporters’ Name, Street, and Mailing Address

The Citizens Bancorp of Morehead, Incorporated
Legal Title of Holding Company

114 West Main Street/PO Box 1026
Mailing Address of the Holding Company Street / P.O. Box
Morehead KY 40351
City State Zip Code

Physical Location (if different from mailing address)
114 West Main Street Morehead KY 40351

Person to whom questions about this report should be directed:
Robin Brown
Name
AVP
Title

606-780-00000 116
Area Code / Phone Number / Extension

606-784-4816
Area Code / FAX Number

rbrown@tcbanytime.com
E-mail Address

N/A
Address (URL) for the Holding Company’s web page

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

☑ No
☐ 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."

Public reporting burden for this information collection is estimated to vary from 1.3 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.
Form FRY-6
The Citizens Bancorp of Morehead, Inc.
Fiscal Year Ending December 31, 2019

Report Item 2: Organization Chart

1. The Citizens Bancorp of Morehead, Incorporated
   Morehead, Kentucky USA
   State of Incorporation: Kentucky
   
   100%

2. The Citizens Bank
   Morehead, Kentucky USA
   State of Incorporation: Kentucky

The Citizens Bancorp of Morehead, Incorporated owns 100% of the subsidiary bank, The Citizens Bank, Morehead, Kentucky.

/S/ Robert D. Neff, Secretary-Treasurer

Date: 01/15/2020
### 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**

<table>
<thead>
<tr>
<th>Name &amp; Address (City, State, Country)</th>
<th>Country of Citizenship or Incorporation</th>
<th>(1) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>The Hutchinson Family Trust</td>
<td>USA</td>
<td>15,331.24 70%</td>
</tr>
<tr>
<td>Susan J Neff, Trustee</td>
<td>USA</td>
<td>1,848.44 8.44%</td>
</tr>
<tr>
<td>Morehead KY</td>
<td>USA</td>
<td></td>
</tr>
<tr>
<td>Susan J Neff</td>
<td>USA</td>
<td>120.00 0.54%</td>
</tr>
<tr>
<td>Morehead KY</td>
<td>USA</td>
<td></td>
</tr>
<tr>
<td>Robert D Neff</td>
<td>USA</td>
<td>1,514.89 6.92%</td>
</tr>
<tr>
<td>Morehead KY</td>
<td>USA</td>
<td></td>
</tr>
<tr>
<td>Heather J H Neff Perkins</td>
<td>USA</td>
<td>1,467.06 6.70%</td>
</tr>
<tr>
<td>Morehead KY</td>
<td>USA</td>
<td></td>
</tr>
<tr>
<td>Ryan D Neff</td>
<td>USA</td>
<td>1,619.60</td>
</tr>
<tr>
<td>Morehead KY</td>
<td>USA</td>
<td></td>
</tr>
<tr>
<td>Jennifer Markwell</td>
<td>USA</td>
<td></td>
</tr>
</tbody>
</table>

**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**

<table>
<thead>
<tr>
<th>Name &amp; Address (City, State, Country)</th>
<th>Country of Citizenship or Incorporation</th>
<th>(2) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### Report Item 4: Insiders
(1)(a)(b)(c) and (2)(a)(b)(c)

<table>
<thead>
<tr>
<th>Names &amp; Address (City, State, Country)</th>
<th>Principal Occupation if other than with holding company</th>
<th>Title &amp; Position with holding company</th>
<th>Title &amp; Position with Subsidiaries (include names of subsidiaries)</th>
<th>Title &amp; Position with Other Businesses (include names of other businesses)</th>
<th>Percentage of Voting Securities in holding company</th>
<th>Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)</th>
<th>Percentage of Voting Securities held</th>
</tr>
</thead>
<tbody>
<tr>
<td>Susan J Neff</td>
<td>N/A</td>
<td>Chairman, President &amp; Director</td>
<td>Chairman of Board &amp; Director The Citizens Bank</td>
<td>None</td>
<td>8.44%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>The Hutchinson Family Trust</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>70.00%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Susan J Neff, Trustee</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Morehead KY</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Robert D Neff</td>
<td>N/A</td>
<td>Secretary/Treasurer &amp; Director</td>
<td>President/CEO The Citizens Bank</td>
<td>None</td>
<td>0.54%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Morehead KY</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Heather J H Neff Perkins</td>
<td>N/A</td>
<td>Director</td>
<td>Director The Citizens Bank</td>
<td>Secretary/Treasurer Sphinx Inc</td>
<td>6.92%</td>
<td>None</td>
<td>Sphinx Inc 33.33%</td>
</tr>
<tr>
<td>Morehead KY</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ryan D Neff</td>
<td>N/A</td>
<td>Director</td>
<td>Director The Citizens Bank</td>
<td>Vice President Sphinx Inc</td>
<td>6.70%</td>
<td>None</td>
<td>Sphinx Inc 33.33%</td>
</tr>
<tr>
<td>Morehead KY</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Jennifer Markwell</td>
<td>N/A</td>
<td>Director</td>
<td>Director The Citizens Bank</td>
<td>President Sphinx Inc</td>
<td>7.40%</td>
<td>None</td>
<td>Sphinx Inc 33.33%</td>
</tr>
<tr>
<td>Morehead KY</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total: 100% - 21,901.33 Shares Outstanding
4,080.00 Treasury Stock
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_RSSID columns are for reference only. Verification of these values is not required.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSSID</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNNUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSID*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service (Head Office)</td>
<td>962313</td>
<td>CITIZENS BANK, THE</td>
<td>214 WEST MAIN STREET</td>
<td>MOREHEAD</td>
<td>KY</td>
<td>40351</td>
<td>ROWAN</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>CITIZENS BANK, THE</td>
<td>962313</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>657413</td>
<td>TRADEMORE BRANCH</td>
<td>100 KROGER CENTER</td>
<td>MOREHEAD</td>
<td>KY</td>
<td>40351</td>
<td>ROWAN</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>CITIZENS BANK, THE</td>
<td>962313</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>970516</td>
<td>MAIN STREET BRANCH</td>
<td>22 EAST MAIN STREET</td>
<td>OWINGSVILLE</td>
<td>KY</td>
<td>40360</td>
<td>BATH</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>CITIZENS BANK, THE</td>
<td>962313</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>484611</td>
<td>CITIZENS BANK BRANCH</td>
<td>648 MAIN STREET</td>
<td>SHARPSBURG</td>
<td>KY</td>
<td>40374</td>
<td>BATH</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>CITIZENS BANK, THE</td>
<td>962313</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>512595</td>
<td>WEST LIBERTY BRANCH</td>
<td>335 PRESTONBURG ROAD</td>
<td>WEST LIBERTY</td>
<td>KY</td>
<td>41472</td>
<td>MORGAN</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>CITIZENS BANK, THE</td>
<td>962313</td>
<td></td>
</tr>
</tbody>
</table>