

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.

I, John G. Kenkel, Jr.

Name of the Holding Company Director and Official

President

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 261, that the Reporter's individual consent to public release of all details in the report concerning that individual.

Signature of Holding Company Director and Official

03/20/2020

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. or S.I. #: _____

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

Victory Bancorp, Inc.

Legal Title of Holding Company

2500 Chamber Center Drive

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

Fort Mitchell

KY

41017

City

State

Zip Code

Same

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Tara Kersting

CFO

Name

Title

859-578-7103

Area Code / Phone Number / Extension

859-578-7103

Area Code / FAX Number

tara.kersting@victorycommunitybank.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."

Form FR Y-6

Victory Bancorp, Inc.

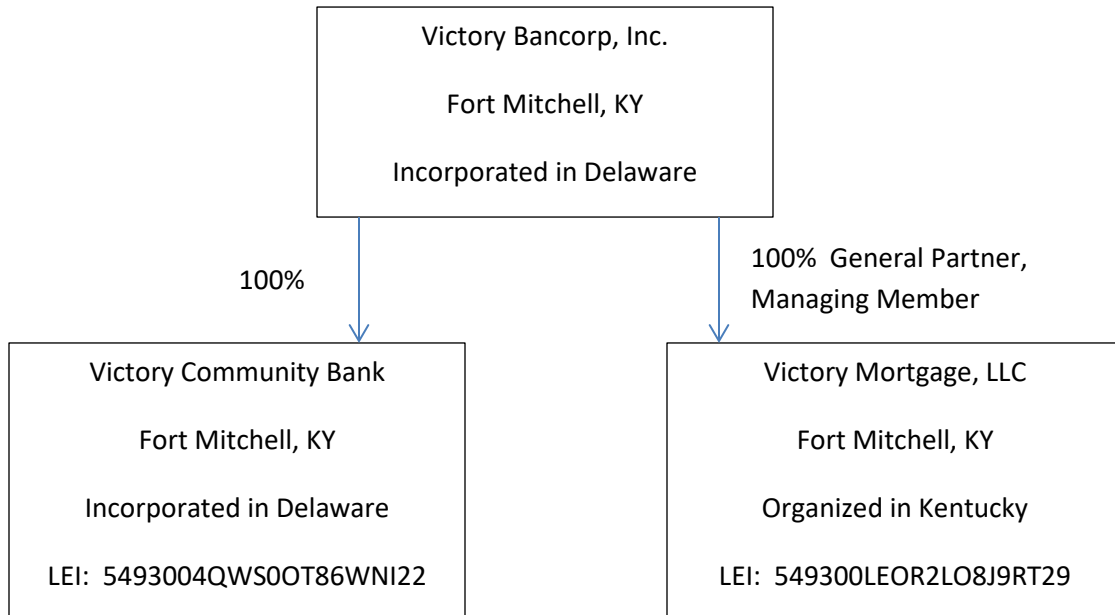
Fort Mitchell, KY

Fiscal Year Ending December 31, 2019

Report Item

1: The savings and loan holding company prepares an annual report for its securities holders and is not registered with the SEC. As specified by the responsible Reserve Bank, one copy is enclosed.

2a: Organizational Chart



LEI is N/A unless otherwise noted.

2b: Domestic branch listing emailed to the Federal Reserve Bank on 3/2/2020.

Form FR Y-6
Victory Bancorp, Inc.
 Fiscal Year Ending December 31, 2019

Report Item 3: Securities holders

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

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2019.			Securities holders not listed in 3(1)(a) through (c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2019.		
(1)(a) Name City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
The Victory Trust Erlanger, KY, USA	USA	1,000 - 50% Common Stock	None		
John G. Kenkel, Jr. Union, KY, USA	USA	640 - 32% Common Stock			

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Victory Bancorp, Inc.
Fiscal Year Ending December 31, 2019

Report Item 4: Insiders

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

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title and Position with 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 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)
John G. Kenkel, III, Ludlow, KY USA	N/A	Board Secretary	Board Secretary (Victory Community Bank) VP Lending - Local Market (Victory Community Bank)	Member - Prime Rental Properties, LLC Member - IWM, LLC	None (he is Beneficiary of The John G. Kenkel, III Irrevocable Trust which is 4.5% shareholder)	None	Prime Rental Properties, LLC (25%)
Tara M. Kersting, Union, KY USA	N/A	Chief Financial Officer	Chief Financial Officer (Victory Community Bank) Chief Financial Officer (Victory Mortgage, LLC)	None	None	None	None
Steven R. Hellmann, Taylor Mill, KY USA	N/A	Vice President	Vice President (Victory Community Bank)	None	None	None	None

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Fiscal Year Ending December 31, 2019

Report Item 4: Insiders

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

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title and Position with 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 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)
Jimmy J Miller, Union, KY USA	Insurance Executive	Director	Director (Victory Community Bank)	President & CEO, Director - Columbus Life Insurance Co.	None	None	BBB Developers LLC (95%)
				Senior Vice President - Western & Southern Life Insurance Co.			LuGab LLC (95%)
				Director - Lafayette Life Insurance Co.			Case 25 LLC (50%)
				Manager/Member - BBB Developers LLC			Sawgrass LLC (100%)
				Manager/Member - LuGab LLC			Longbranch Estates LLC (100%)
				Manager/Member - Case 25 LLC			Manor Lake LLC (100%)
				Manager/Member - Sawgrass LLC			Akin & Miller Land Developers (50%)
				Manager/Member - Longbranch Estates LLC			Akin & Miller Investments, LLC (50%)
				Manager/Member - Manor Lake LLC			TB Miller Signs LLC (90%)
				President - Alson Place Homeowners Association			
Partner - Akin & Miller Land Developers							
Member - Akin & Miller Investments, LLC							
Manager - TB Miller Signs LLC							
Robert C. Hollman, Jr., Union, KY USA	Automation Solutions Executive	Director	Director (Victory Community Bank)	Vice President, Managing Partner - Applied Machine & Motion Control	None	None	Applied Machine & Motion Control (37.5%) Motion Partners LLC (33%)

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Fiscal Year Ending December 31, 2019

Report Item 4: Insiders

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Greg Fischer, Villa Hills, KY USA	Executive - Homebuilding	Director	Director (Victory Community Bank)	Chairman of the Board - Fischer Group, LLC (including supporting entities) Trustee - The Victory Trust Vice President and Chief Operations Officer - Longbranch Development, Inc. Chief Executive Officer - Kensington Development Co. of Ohio, LLC President - Holds Branch Investment Associates, LLC Chief Executive Officer - Erbeck Development Company, Ltd. Vice President and Chief Operations Officer - AF Investments, LLC President - BF Development Associates, Inc. Chairman - Tollgate Development, LLC President - Tuscany Investments, LLC Chairman - Fischer Lending Company, LLC Chairman - Fischer Development Company	None (He is Co-Trustee of The Victory Trust which owns 50% of the voting shares)	None	Fischer Residential Columbus, LLC (50%)
John G. Kenkel, Jr., Union, KY USA	N/A	President & CEO, Director	President & CEO (Victory Community Bank) Member/Manager (Victory Mortgage, LLC)	President - VM, Inc. Member - Bubby, LLC	32%	None	VM, Inc. (25%) Bubby, LLC (50%)

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Fiscal Year Ending December 31, 2019

Report Item 4: Insiders

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(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title and Position with 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 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)
Carlo R. Wessels, Villa Hills, KY USA	Attorney, Real Estate Developer	Chairman of the Board	Chairman of the Board (Victory Community Bank)	Member - The Wessels Co. LLC	None	None	Wessels Properties, LLC (25%)
				Member - Wessels Properties, LLC			Walton Ridge Apartments, LLC (25%)
				Member - Walton Ridge Apartments, LLC			Wessels Construction & Development Company, Inc. (25%)
				Director/Shareholder - Guardian Management & Recreation, Inc.			Devou Village Apartments, LLC (31%)
				Director/Shareholder - Wessels Construction & Development Company, Inc.			Overlook of Ft. Thomas Apartments, LLC (33%)
				Member - Devou Village Apartments, LLC			Turkey Ridge Properties, LLC (50%)
				Member - Overlook of Ft. Thomas Apartments, LLC			Reserve at Meadowood, LLC (33%)
				Member - Hemmer DeFrank Wessels, PLLC			W5 Capital, LLC (35%)
				Member - Turkey Ridge Properties, LLC			
				Member - Reserve at Meadowood, LLC			
Member - W5 Capital, LLC							
The Victory Trust, Erlanger, KY USA	N/A (Trust)	None	None	None	50%	None	