## 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.

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. Ronald A Sutherland

Name of the Holding Company Director and Official

President, CEO

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 and individual consent to public release of all details in the report concerning that individual

For Federal Reserve Bank Use Only  RSSD ID
☐ is included with the FR Y-6 report☐ will be sent under separate cover☐ is not prepared
For holding companies <u>not</u> registered with the SEC- Indicate status of Annual Report to Shareholders:
Date of Signature
12-14-2020
Signature of Holding Company Director and Official
nulAtt
details in the report concerning that individual.
that the Reporter and individual consent to public release of all
"Rules Regarding Availability of Information," 12 C.F.R. Part 261,

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.

of who must file.) The F sor, and an organization to, an information colled OMB control number.	n (or a person)	is not required to res	pond
Date of Report (top-tier	holding compa	ny's fiscal year-end):	
09/30/2020			
Month / Day / Year	***************************************	<del>Colorina di Colorina di Color</del>	
N/A			
Reporter's Legal Entity Identifie	er (LEI) (20-Characte	er LEI Code)	
Reporter's Name, Stree	t, and Mailing A	ddress	
Covington Financial (	Corporation, M	HC	
Legal Title of Holding Company	y		
PO Box 188			
(Mailing Address of the Holding	G Company) Street /	P.O. Box	
Covington	Ohio	<b>4</b> 5318	
City	State	Zip Code	
117 N High St			
Physical Location (if different fi	om mailing address	)	
Person to whom question	ns about this re	port should be direct	ed:
Darlene S Angle		unting Manager	
Name	Title		*********
937-473-2021			
Area Code / Phone Number / E	extension		
937-473-2022			
Area Code / FAX Number			
darlene.angle@covin	gtonsavingsar	idloan.com	
E-mail Address			
N/A			
Address (URL) for the Holding	Company's web pag	ie	
Is confidential treatment r this report submission?		portion of 0=No 1=Yes (	
In accordance with the Ge (check only one),			
a letter justifying this with the report	request is being		. 🗆
2. a letter justifying this			
NOTE: Information for whi	ch confidential trea	atment is being requeste	d

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.

# 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.

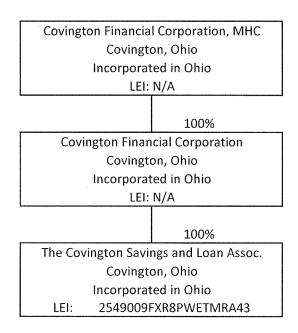
Covington Finance	cial Corporation				
Legal Title of Subsidiary	Holding Company		Legal Title of Subside	diary Holding Company	
PO Box 188					
(Mailing Address of the S	Subsidiary Holding Company)	Street / P.O. Box	(Mailing Address of	the Subsidiary Holding Company) S	Street / P.O. Box
Covington	Ohio	45318		[	<b></b>
City	State	Zip Code	City	State	Zip Code
117 N High St					
	erent from mailing address)		Physical Location (i	if different from mailing address)	
Legal Title of Subsidiary	Holding Company		Legal Title of Subsi	diary Holding Company	
(Mailing Address of the S	Subsidiary Holding Company)	Street / P.O. Box	(Mailing Address of	the Subsidiary Holding Company) S	Street / P.O. Box
		<b>_</b>			<b>⊠</b>
City	State	Zip Code	City	State	Zip Code
Physical Location (if diffe	erent from mailing address)		Physical Location (i	if different from mailing address)	
Legal Title of Subsidiary	Holding Company		Legal Title of Subsi	diary Holding Company	
(Mailing Address of the S	Subsidiary Holding Company)	Street / P.O. Box	(Mailing Address of	f the Subsidiary Holding Company) \$	Street / P.O. Box
				1	<b>অ</b>
City	State	Zip Code	City	State	Zip Code
Physical Location (if diffe	erent from mailing address)		Physical Location (	if different from mailing address)	
Legal Title of Subsidiary	Holding Company		Legal Title of Subsi	idiary Holding Company	:
Logar This or Casordiary	Trojung company		Ecgai Title of Outsi	losary Holding Company	
(Mailing Address of the S	Subsidiary Holding Company)	<del></del>	(Mailing Address of	f the Subsidiary Holding Company) \$	······
City	State	Zip Code	City	State	Zip Code
Physical Location (if diffe	erent from mailing address)	· · · · · · · · · · · · · · · · · · ·	Physical Location (	if different from mailing address	

## Covington Financial Corporation, MHC Covington, Ohio Fiscal Year Ending September 30, 2020

## Report Item

1: The Savings and loan holding company does not prepare an annual report as it has no stock holders and is not registered with the SEC.

## 2a: Organizational Chart



2b: Domestic branch listing provided to the Federal Reserve Bank.

3: NA

Legal Title of Holding Company: Covington Financial Corporation MHC Fiscal Year End: 09/30/2020

#### Report Item 3: Securities Holders 1(a)(b)(c) and 2(a)(b)(c)

\*\*\*Instructions: Please complete all items in red, in addition to including all applicable securities holders for items 1 and 2 for each holding company in your organization. If there are none for either item, please include "None" or "N/A."

(Please see Appendix A of the report instructions for an example of how to report items 1 and 2.) Once complete, please print sheet and include in your hardcopy of the report.

\*\*\*Data Entry Tip: If you would like to add a line break within an individual cell, select Alt + Enter at the space where you would like the line break.

Institution's Note: (If you would like to include a note, please add it here.)

urrent securities holders with ownership, cont	rol, or holdings of 5% or more with power to	vote as of fiscal year ending 09-30-2020.	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 09-30-2020.						
a) ame, City, State, Country /A	1(b) Country of Citizenship or Incorporation	(1c) Number and Percentage of Each Class of Voting Securities (Please Include type of security.)	2(a) Name, City, State, Country	2(b) Country of Citizenship or incorporation	2(c) Number and Percentage of Each Class of Voting Securities (Please include type of security.)				
<b>n</b>	- F	<u> </u>	N/A		The control of the co				
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		Page 1997 Control of the State		S. A. Carlotte, Co. 10, 10, 10, 10, 10, 10, 10, 10, 10, 10,	40.000				

Legal Title of Holding Company: Covington Financial Corporation MHC Fiscal Year End: 09/30/2020

### Report Item 4: Insiders

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

\*\*\*Instructions: Please complete all ikens in red, in addition to including all applicable insiders for items 1, 2, 3, and 4 for each holding company in your organization. If a certain item is not applicable to an insider, please include "None" or "N/A."

(Please see Appendix A of the report instructions for an example of how to report items 1, 2, 3, and 4.) Once complete, please print sheet and include in your hardcopy of the report.

\*\*\*Data Entry Tip: If you would like to and a line to redav within an individual cell, select All + Enter at the space where you would like the line break.

Institution's Note: (If you would like to include a note, please add it here.)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Companies (Include names of other companies)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) Ust 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)
Ronald Sutherland, Covington, OH USA	N/A	President/Director	President & Director (Covington Financial Corporation)	na	na	na .	na
					114		
William Weikert, Covington, OH USA	Manufacturer, Plastics,	Director	Director (Covington Financial Corporation)	Partner (New Tech Plastics Inc.)	na	na	na
John J Meyer, Covington, OH USA	Consultant	Vice Chairman	Vice Chairman (Covington Financial Corporation)	Owner (Eagletaunch LLC	na	na	na
R Doug Haines, Troy, OH 45373	Technology	Director	Director (Covington Financial Corporation)	Partner (Marias Technology)	na	na	na
Robert W Rudy, Troy, OH USA					Viga time take the Carlottino.		
RODERT W KUDY, ITOY, OH USA	Grain Elevator Owner	Chairman	Chairman (Covington Financial Corporation	Owner (Rudy Inc.)	na	fha .	na.
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						CONTRACTOR INCOME.	
	A DANGE SHOTE RESERVES OF THE SECOND STATES						
		77					

Legal Title of Holding Company: Covington Financial Corporation Fiscal Year End: 09/30/2020

#### Report Item 3: Securities Holders 1(a)(b)(c) and 2(a)(b)(c)

- \*\*\*Instructions: Please complete all items in red, in addition to including all applicable securities holders for items 1 and 2 for each holding company in your organization. If there are none for either item, please include "None" or "N/A."

  (Please see Appendix A of the report instructions for an example of how to report items 1 and 2.) Once complete, please print sheet and include in your hardcopy of the report.
- \*\*Data Entry Tip: If you would like to add a line break within an individual cell, select Alt + Enter at the space where you would like the line break.
  Institution's Note: (If you would like to include a note, please add it here.)

Current securities holders with ownership, contri	ol, or holdings of 5% or more with power to v	ote as of fiscal year ending 09-30-2020.	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 09-30-2020.							
1(a) Name, City, State, Country	Current securities holders with ownership, control, or holdings of 5% or more with power to vote a  1(a) 1(b) 1(b) 1(c) Num Name, City, State, Country. Covington Financial Corporation, MHC United States 1009		2(a) Name, City, State, Country	2(b) Country of Citizenship or Incorporation	2(c) Number and Percentage of Each Class of Voting Securities (Please include type of security.)					
Covingtore Financias Corporation, winc	United states	100% Common Stock	N/A							
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i Maria Sansaliya i Amaria Maria (1986) ya Mari										
					Inger Control of the					
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Legal Title of Holding Company: Covington Financial Corporation Fiscal Year End: 09/30/2020

Report Item 4: Insiders

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

\*\*Instructions: Please complete all items in red, in addition to including all applicable insiders for Items 1, 2, 3, and 4 for each holding company in your organization. If a certain item is not applicable to an insider, please include "None" or "N/A."

(Please see Appendix A of the report instructions for an example of how to report Items 1, 2, 3, and 4 J. Once complete, please print sheet and include in your hardcopy of the report.

\*\*\*Data Entry Tip: If you would like to add all ine break within an individual cell, select Alt + Enter at the space where you would like the line break.

Institution's Note: (If you would like to include a note, please add in here.)

(1) Name, City, State, Country	Principal Occupation if other than with Holding (3)(a) Title & Position with Subsidiaries Tompany Title & Position with Holding Company (include names of subsidiaries) (1)		(3)(c) Title & Position with Other Companies (Include names of other companies)	(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 name of companies and percentage of voting securities held)	
Ronald Sutherland, Covington, OH USA	N/A	President/Director	President, CEO & Director (Covington Savings and Loan)	па	na	na	na:
William Weikert, Covington, OH USA	Manufacturer, Plastics	Director	Director (Covington Savings and Loan)	Partner (New Tech Plastics Inc.)	na	na	na
John J Meyer, Coylington, OH USA	Consultant	Vice Chairman	Vice Chairman (Covington Savings and Loan)	Owner (EagleLaunch LLC)	na	na	nä
R Doug Haines, Troy, OH 45373	Technology	Director	Director (Covington Savings and Loan)	Partner (Marias Technology)	na	na	na
Robert W Rudy, Tray, OH USA	Grain Elevator Owner	Chairman	Chairman (Covington Savings and Loan)	Owner (fludy Inc.)	па	na	na
							737
					S Valor and a second second		
		Bildred O					
10.00							

Results: A list of branches for your depository institutionOVINGTON SAVINGS AND LOAN ASSOCIATION, THE (ID RSSD 835079).

This depository institution is held bCOVINGTON FINANCIAL CORPORATION, MHC (3828120) of COVINGTON, OH.

The data are as of 09/30/2020. Data reflects information that was received and processed through 2/16/2020.

#### **Reconciliation and Verification Steps**

- 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 th Effective Datecolumn.

#### **Actions**

OK: If the branch information is correct, enteoK' in the Data Action column.

Change: If the branch information is incorrect or incomplete, revise the data, entenange' in the Data Action column and the date when this information first became valid in telective Datecolumn.

Close: If a branch listed was sold or closed, ente 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, entition, entition the Data Action column.

Add: If a reportable branch is missing, insert a row, add the branch data, and entedd' in the Data Action column and the opening or acquisition date in the Heffective 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 withData 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.

<b>Data Action</b>	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
				COVINGTON SAVINGS AND LOAN									COVINGTON SAVINGS AND LOAN		
ОК	9/30/2020	Full Service (Head Office)	835079	ASSOCIATION, THE	117 N HIGH ST	COVINGTON	ОН	45318	MIAMI	UNITED STATES	40897	0	ASSOCIATION, THE	835079	,
													COVINGTON SAVINGS AND LOAN		
OK	9/30/2020	Full Service	4146719	BRADFORD BRANCH	223 N MIAMI AVE	BRADFORD	ОН	45308	DARKE	UNITED STATES	264849	3	ASSOCIATION, THE	835079	
													COVINGTON SAVINGS AND LOAN		
ОК	9/30/2020	Full Service	4146728	BROADWAY BRANCH	700 E BROADWAY ST	COVINGTON	ОН	45318	MIAMI	UNITED STATES	264847	1	ASSOCIATION, THE	835079	