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. §§ 246(a)(1), 602, and 611a); and sections 113, 165, 312, 318, and 609 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1650a(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.

1. Charles Beach III
   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 and individual consent to public release of all details in the report pertaining that individual.

Signature of Holding Company Director and Official

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

R E S S O D
C.I.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2020

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
PO 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 (if different from mailing address)

Person to whom questions about this report should be directed:
Michael Pierce
Name
Secretary
Title

859-552-6665
Area Code / Phone Number / Extension
859-744-2380
Area Code / FAX Number
mpierce@mymetronet.net
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? 0=No 1=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.
Results: A list of branches for your depository institution: PEOPLES EXCHANGE BANK (ID_RSSD: 129910).
This depository institution is held by GENBEACH CO., INC. (1246944) of WINCHESTER, KY.
The data are as of 03/31/2021. Data reflects information that was received and processed through 04/20/

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.
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.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page layout.

Submission Procedure
When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for the FR Y-10 process.

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 the FR Y-10 report.

The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - https://y1

FDIC UNINUM, Office Number, and ID_RSSD 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_RSSD*</th>
<th>Popular Name</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service (Head Office)</td>
<td>129910</td>
<td>PEOPLES EXCHANGE BANK</td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>130112</td>
<td>BEATTYVILLE OFFICE</td>
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<tr>
<td>OK</td>
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<td>3516388</td>
<td>CLAY CITY OFFICE</td>
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<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>3276945</td>
<td>GEORGETOWN BRANCH</td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>639642</td>
<td>LEXINGTON MAIN</td>
</tr>
<tr>
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<td>2969790</td>
<td>STONEWALL BRANCH</td>
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<tr>
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<td></td>
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<td>3943788</td>
<td>MOUNT STERLING BRANCH</td>
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<tr>
<td>OK</td>
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<td>3516454</td>
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<tr>
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<td>STANTON BRANCH</td>
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<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>3516623</td>
<td>WINCHESTER BRANCH</td>
</tr>
</tbody>
</table>
The Date of Data Action column and the date when this information first became valid in the Effective Date column.

date in the Effective Date column.

column and the opening or acquisition date in the Effective Date column.

Please provide more information.

For each branch with a Data Action of Change, Close, Delete, or Add.

101 North Main
WINCHESTER KY 40380 CLARK
HIGHWAY 52 & HIGHWAY 11 BEATTYVILLE KY 41311 LEE
5377 MAIN STREET CLAY CITY KY 40312 POWELL
923 S BROADWAY GEORGETOWN KY 40324 SCOTT
901 RICHMOND RD. LEXINGTON KY 40502 FAYETTE
3101 CLAYS MILL ROAD, UNIT 100 LEXINGTON KY 40503 FAYETTE
212 APPERSON HEIGHTS MOUNT STERLING KY 40353 MONTGOMERY
560 INDIAN MOUND DRIVE MOUNT STERLING KY 40353 MONTGOMERY
53 E. PENDLETON ST. STANTON KY 40380 POWELL
175 BROOKS PLACE WAY WINCHESTER KY 40391 CLARK
<table>
<thead>
<tr>
<th>Country</th>
<th>FDIC UNINUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
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<td>Not Required</td>
<td>PEOPLES EXCHANGE BANK</td>
<td>129910</td>
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<tr>
<td>UNITED STATES</td>
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<td>Not Required</td>
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<td>PEOPLES EXCHANGE BANK</td>
<td>129910</td>
</tr>
</tbody>
</table>
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. Combined family voting includes all listed in Item 3(1) which comprises 100% of voting stock.

(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

   (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%
(7)  (1) Michael Pierce  
     Lexington, KY  
     USA  

(2) None  

(3) (a) Secretary, Director  
     (b) N/A  
     (c) N/A  

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