### **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, Andy Baker

Name of the Holding Company Director and Official

Vice 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 concerning that individual.

| ictans in the sport concerning that marriada.      |  |
|--|--|
| ALBAM, VP  |  |
| Signature of Holding Company Director and Official |  |
| 03/22/21   |  |
| 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.   |  |

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.

to, an information collection unless it displays a currently valid OMB control number. Date of Report (top-tier holding company's fiscal year-end): 12/31/2020 Month / Day / Year Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code) Reporter's Name, Street, and Mailing Address Traditional Bancorporation, Inc. Legal Title of Holding Company 49 W. Main St., P O Box 326 (Mailing Address of the Holding Company) Street / P.O. Box Mt. Sterling Kentucky 40353 Zip Code Physical Location (if different from mailing address) Person to whom questions about this report should be directed: Michael Hendrix **CFO** 859-498-0414, 20104 Area Code / Phone Number / Extension 859-497-9283 Area Code / FAX Number mike hendrix@traditionalbank.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? ..... 1=Yes 0 In accordance with the General Instructions for this report (check only one), 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 FR Y-6

## Traditional Bancorporation, Inc Mt. Sterling, Kentucky Fiscal Year Ending December 31, 2020

## **Report Item**

1: Annual Report to Shareholders is not prepared.

2a: Organizational Chart

TRADITIONAL
BANCORPORATION, INC.
LEI – N/A
MT. STERLING, KENTUCKY
INCORPORATED IN
KENTUCKY USA

100%

TRADITIONAL BANK, INC.
LEI –
549300D88XVKM6DJOC77
MT. STERLING, KENTUCKY
INCORPORATED IN
KENTUCKY USA

Subsidiary is 100% owned by Traditional Bancorporation, Inc.

Results: A list of branches for your depository institution TRADITIONAL BANK, NC. (ID\_RSSD 786210). This depository institution is held by TRADITIONAL BANCORPORATION, INC. (1070420) of MOUNT STRELING, KY. The data are as of 12/31/2020. Data reflects information that was received and processed through 01/05/2021.

#### 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 UNINUM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is not required.

| Data Action | 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 |
|-------------|----------------|----------------------------|-----------------|---------------------------------|---------------------------------|----------------|-------|----------|------------|---------------|--------------|----------------|------------------------|----------------------|----------|
| ОК          |                | Full Service (Head Office) | 786210          | TRADITIONAL BANK, INC.          | 49 WEST MAIN ST.                | MOUNT STERLING | кү    | 40353    | MONTGOMERY | UNITED STATES | Not Required | Not Required   | TRADITIONAL BANK, INC. | 786210               |          |
| ОК          |                | Full Service               | 5326769         | ARROWHEAD COURT BRANCH          | 91 ARROWHEAD CT                 | FRANKFORT      | KY    | 40601    | FRANKLIN   | UNITED STATES | Not Required | Not Required   | TRADITIONAL BANK, INC. | 786210               |          |
| ОК          |                | Full Service               | 478711          | MENIFEE COUNTY BRANCH           | 114 MAIN STREET                 | FRENCHBURG     | KY    | 40322    | MENIFEE    | UNITED STATES | Not Required | Not Required   | TRADITIONAL BANK, INC. | 786210               |          |
| ОК          |                | Full Service               | 479213          | JEFFERSONVILLE BRANCH           | 7880 MAIN STREET                | JEFFERSONVILLE | KY    | 40337    | MONTGOMERY | UNITED STATES | Not Required | Not Required   | TRADITIONAL BANK, INC. | 786210               |          |
| ОК          |                | Full Service               | 3313439         | PALOMAR CENTRE BRANCH           | 3720 PALOMAR CENTRE DRIVE       | LEXINGTON      | KY    | 40513    | FAYETTE    | UNITED STATES | Not Required | Not Required   | TRADITIONAL BANK, INC. | 786210               |          |
| ОК          |                | Full Service               | 3408531         | PALUMBO BRANCH                  | 2801 PALUMBO DRIVE              | LEXINGTON      | KY    | 40509    | FAYETTE    | UNITED STATES | Not Required | Not Required   | TRADITIONAL BANK, INC. | 786210               |          |
| OK          |                | Full Service               | 2392857         | SHORT STREET BRANCH             | 163 WEST SHORT STREET SUITE 100 | LEXINGTON      | KY    | 40507    | FAYETTE    | UNITED STATES | Not Required | Not Required   | TRADITIONAL BANK, INC. | 786210               |          |
| ОК          |                | Full Service               | 3669024         | TATES CREEK ROAD BRANCH         | 3353 TATES CREEK RD             | LEXINGTON      | KY    | 40502    | FAYETTE    | UNITED STATES | Not Required | Not Required   | TRADITIONAL BANK, INC. | 786210               |          |
| ОК          |                | Full Service               | 4809845         | ZANDALE BANKING CENTER          | 2197 NICHOLASVILLE ROAD         | LEXINGTON      | KY    | 40503    | FAYETTE    | UNITED STATES | Not Required | Not Required   | TRADITIONAL BANK, INC. | 786210               |          |
| OK          |                | Full Service               | 2538217         | INDIAN MOUND BRANCH             | 7450 INDIAN MOUND DRIVE         | MOUNT STERLING | KY    | 40353    | MONTGOMERY | UNITED STATES | Not Required | Not Required   | TRADITIONAL BANK, INC. | 786210               |          |
| ОК          |                | Full Service               | 964410          | MAYSVILLE ROAD BRANCH           | 637 NORTH MAYSVILLE ROAD        | MOUNT STERLING | KY    | 40353    | MONTGOMERY | UNITED STATES | Not Required | Not Required   | TRADITIONAL BANK, INC. | 786210               |          |
| OK          |                | Full Service               | 480518          | MONTGOMERY SQUARE BRANCH        | 1378 INDIAN MOUND DRIVE         | MOUNT STERLING | KY    | 40353    | MONTGOMERY | UNITED STATES | Not Required | Not Required   | TRADITIONAL BANK, INC. | 786210               |          |
| OK          |                | Full Service               | 3408513         | PARIS BRANCH                    | 3333 LEXINGTON RD               | PARIS          | KY    | 40361    | BOURBON    | UNITED STATES | Not Required | Not Required   | TRADITIONAL BANK, INC. | 786210               | 4        |
| OK          |                | Full Service               | 5219375         | ROCKY DRIVE BRANCH              | 2106 ROCKY DRIVE                | PARIS          | KY    | 40361    | BOURBON    | UNITED STATES | Not Required | Not Required   | TRADITIONAL BANK, INC. | 786210               |          |
| OK          |                | Full Service               | 3290370         | WINCHESTER BRANCH               | 875 COLBY RD                    | WINCHESTER     | KY    | 40391    | CLARK      | UNITED STATES | Not Required | Not Required   | TRADITIONAL BANK, INC. | 786210               |          |
| OK          |                | Full Service               | 5396838         | WINCHESTER WEST BROADWAY BRANCH | 30 WEST BROADWAY                | WINCHESTER     | KY    | 40391    | CLARK      | UNITED STATES | Not Required | Not Required   | TRADITIONAL BANK, INC. | 786210               |          |

## Form FR Y-6 Traditional Bancorporation, Inc. Fiscal Year Ending December 31, 2020

# Report Item 3.1: Shareholders

Current Shareholders with ownership, control or holdings of 5% or more as of fiscal year ending 12/31/20.

| J. Clifton Stilz, Jr.<br>Mt. Sterling, Kentucky | USA | 3,582 – 5.204% Common Stock |
|---|-----|-----------------------------|
| Linda F. Stilz<br>Mt. Sterling, Kentucky        | USA | 3,582 – 5.204% Common Stock |
| Arthur Walker, Jr. Mt. Sterling, Kentucky       | USA | 6,000 – 8.716% Common Stock |

Report Item 3.2: N/A

### Form FR Y-6 Traditional Bancorporation, Inc. Fiscal Year Ending December 31, 2020

### Report Item 4: Insiders

| Report item 4. maiders                        |  |   |  |   |  |  |  |
|---|--|---|--|---|--|--|--|
| Names & Address (1)                           | Principal Occupation<br>if other than with Bank<br>Holding Company (2) | Title & Position with Bank Holding Company (3a) | Title & Position with Subsidiaries (3b)            | Title & Position with Other Businesses (3c)   | Percentage of<br>Voting Shares in<br>Bank Holding Company (4a) | Percentage of<br>Voting Shares in<br>Subsidiaries (4b) | List Names of other Companies and % Ownership (4c)   |
| Amy Mellinger<br>Lexington, KY USA            | Principal Broker   | Director  | Director   | Partner - Fortune Realty, LLC Partner - Fortune Solutions, LLC Partner - Paxton, LLC Partner - Ky Mustard Seed, LLC Partner - MWM Consulting, LLC   | 0.06%  | N/A  | Fortune Realty, LLC (49%) Fortune Solutions, LLC (49%) Paxton, LLC (51%) Ky Mustard Seed, LLC (50%) MWM Consulting, LLC (50%)  |
| E. Daniel Duzyk<br>Lexington, KY USA          | Manufacturing  | Director/Secretary                              | Director   | Partner-Falcon Realty Company, LLC<br>Partner-Trojan, Inc.  | 4.17%  | N/A  | Falcon Realty Company, LLC (12.25%)<br>Trojan, Inc. (24.65%)   |
| Richard P. Fuller<br>Mt. Sterling, KY USA     | N/A  | Director  | Director/Vice President-Commercial Loan Officer II | Member/Owner - Old School Properties, LLC<br>Member/Owner-Triangle Park, LLC<br>Member/Owner - Moco Properties, LLC   | 1.87%  | N/A  | Old School Properties LLC (25%)<br>Triangle Park, LLC (33%)<br>Moco Properties, LLC (25%)  |
| Alan Christopher Peck<br>Mt. Sterling, KY USA | President/CEO<br>Family Connections, Inc.                              | Director  | Director   | President/CEO<br>Family Connections, Inc.   | 0.30%  | N/A  | N/A  |
| Bill Bramblet<br>Mt. Sterling, KY USA         | N/A  | Director/Chairman/President                     | Director/Chairman                                  | N/A   | 1.74%<br>Judith Bramblet (Spouse-0.05%)                        | N/A  | N/A  |
| Arthur Walker, III<br>Mt. Sterling, KY USA    | Construction   | Director  | Director   | Partner - A.W. Walker & Son Partner - Sterling Development, Inc. Member/Manager - Walker Ventures, LLC Member - Walker Ventures III, LLC Member - TFY Aviation, LLC Member - Ashington Facility Land Company Member - 34 West Capital, LLC Member - Walker Land Company II Member - Walker Land OZ Fund Member - Walker Land OZ Fund Member - Walker Land Company III Member - Walker Construction and Materials Member - Walker CM Services Member - Apperson Capital | 0.58%  | N/A  | A. W. Walker & Son (40%) Sterling Development, Inc. (8%) Walker Ventures, LLC (100%) Walker Ventures III, LLC (50%) TFY Aviation, LLC (50%) Washington Facility Land Company (33.3%) 34 West Capital, LLC (100%) Walker Land Company (100%) Commonwealth Infrastructure, LLC (19%) W Principles (99%) Walker Land Company II (100%) Walker Land OZ Fund (95%) Walker Construction and Materials (10%) Walker Cand Company III (38%) Walker CM Services (100%) Apperson Capital (50%) |

| Names & Address (1)   | Principal Occupation<br>if other than with Bank<br>Holding Company (2) | Title & Position<br>with Bank Holding<br>Company (3a) | Title & Position with Subsidiaries (3b) |  |  |
|-----------------------|--|---|---|--|--|
| Brett Setzer          | CEO Brett Construction Co.   | Director  | Director                                |  |  |
| Nicholasville, KY USA |  |   |   |  |  |

| <u>Title &amp; Position</u> with Other Businesses (3c) | Percentage of<br>Yoting Shares in<br>Bank Holding Company (4a) | Percentage of<br>Voting Shares in<br>Subsidiaries (4b) | List Names of<br>other Companies and % Ownership (4c) |                    |
|--|--|--|---|--------------------|
| Chief Executive Officer-Brett Construction Co.         | 0.53%  | N/A  | Brett Construction Co.                                | 55.00%             |
| Managing Member-Setzer Investments, LLC                |  |  | Setzer Investments, LLC                               | 49.50%             |
| Managing Member-Setzer Investments No. 2, LLC          |  |  | Setzer Investments No. 2, LLC                         | 49.50%             |
| Managing Member-Setzer Investments No. 3, LLC          |  |  | Setzer Investments No. 3, LLC                         | 49.50%             |
| Managing Member-Setzer Investments No. 5, LLC          |  |  | Setzer Investments No. 5, LLC                         | 50.00%             |
| Managing Member-Setzer Independence, LLC               |  |  | Setzer Independence, LLC                              | 50.00%             |
| Managing Member-Setzer Properties, LLC                 |  |  | Setzer Properties, LLC                                | 100.00%<br>100.00% |
| Managing Member-Setzer Properties AHN, LLC             |  |  | Setzer Properties AHN, LLC                            |                    |
| Managing Member-Setzer Properties BCWLXK, LLC          |  |  | Setzer Properties BCWLXK, LLC                         | 45.00%             |
| Managing Member-Setzer Properties BGS, LLC             |  |  | Setzer Properties BGS, LLC                            | 87.23%             |
| Managing Member-Setzer Properties BGS II, LLC          |  |  | Setzer Properties BGS II, LLC                         | 100.00%            |
| Member-Setzer Properties BGS III, LLC                  |  |  | Setzer Properties BGS III, LLC                        | 100.00%            |
| Member-Setzer Properties BGS IV, LLC                   |  |  | Setzer Properties BGS IV, LLC                         | 100.00%            |
| Member - Setzer Properties BGS V, LLC                  |  |  | Setzer Properties BGS V, LLC                          | 100.00%            |
|  |  |  | Setzer Properties Cape Fear, LLC                      | 100.00%            |
| Managing Member - Setzer Properties Cape Fear, LLC     |  |  |   | 20.22%             |
| Managing Member-Setzer Properties CLD, LLC             |  |  | Setzer Properties CLD, LLC                            |                    |
| Managing Member-Setzer Properties CHA, LLC             |  |  | Setzer Properties CHA, LLC                            | 28.91%             |
| Managing Member-Setzer Properties CJE, LLC             |  |  | Setzer Properties CJE, LLC                            | 50.00%             |
| Managing Member-Setzer Properties COS, LLC             |  |  | Setzer Properties COS, LLC                            | 27.82%             |
| Managing Member-Setzer Properties DRTA, LLC            |  |  | Setzer Properties DRTA, LLC                           | 24.79%             |
| Managing Member-Setzer Properties FBKS, LLC            |  |  | Setzer Properties FBKS, LLC                           | 37.69%             |
| Member - Setzer Properties Fremont, LLC                |  |  | Setzer Properties Fremont, LLC                        | 70.00%             |
| Managing Member-Setzer Properties FNI, LLC             |  |  | Setzer Properties FNI, LLC                            | 20.09%             |
| Managing Member-Setzer Properties GRB, LLC             |  |  | Setzer Properties GRB, LLC                            | 29.41%             |
| Managing Member - Setzer Properties HRL, LLC           |  |  | Setzer Properties HRL, LLC                            | 21.15%             |
| Managing Member - Setzer Properties LEP, LLC           |  |  | Setzer Properties LEP, LLC                            | 16.69%             |
| Managing Member-Setzer Properties LEX, LLC             |  |  | Setzer Properties LEX, LLC                            | 19.35%             |
| Managing Member-Setzer Properties LMA, LLC             |  |  | Setzer Properties LMA, LLC                            | 25.02%             |
| Managing Member-Setzer Properties LSX, LLC             |  |  | Setzer Properties LSX, LLC                            | 15.00%             |
| Managing Member-Setzer Properties MKE, LLC             |  |  | Setzer Properties MKE, LLC                            | 15.48%             |
| Managing Member-Setzer Properties MTS, LLC             |  |  | Setzer Properties MTS, LLC                            | 90.00%             |
| Managing Member - Setzer Properties MTS II, LLC        |  |  | Setzer Properties MTS II, LLC                         | 100.00%            |
| Managing Member - Setzer Properties NNA, LLC           |  |  | Setzer Properties NNA, LLC                            | 12.50%             |
| Managing Member - Setzer Properties NTP, LLC           |  |  | Setzer Properties NTP, LLC                            | 4.08%              |
|  |  |  | Setzer Properties OKC, LLC                            | 30.99%             |
| Managing Member-Setzer Properties OKC, LLC             |  |  | Setzer Properties RDU, LLC                            | 18.48%             |
| Managing Member-Setzer Properties RDU, LLC             |  |  | Setzer Properties RRTAI, LLC                          | 52.50%             |
| Managing Member-Setzer Properties RRTAI, LLC           |  |  |   |                    |
| Managing Member-Setzer Properties SBN, LLC             |  |  | Setzer Properties SBN, LLC                            | 17.57%             |
| Managing Member-Setzer Properties SMN, LLC             |  |  | Setzer Properties SMN, LLC                            | 18.50%             |
| Managing Member-Setzer Properties TXK, LLC             |  |  | Setzer Properties TXK, LLC                            | 16.58%             |
| Managing Member-Setzer Properties UPW, LLC             |  |  | Setzer Properties UPW, LLC                            | 38.40%             |
| Managing Member - Setzer Properties RDU, LLC           |  |  | Setzer Properties RDU, LLC                            | 18.48%             |
| Managing Member-Setzer Properties WCO, LLC             |  |  | Setzer Properties WCO, LLC                            | 23.28%             |
| Managing Member-Setzer Properties WILM, LLC            |  |  | Setzer Properties WILM, LLC                           | 15.00%             |
| Managing Member-Setzer Properties WIN, LLC             |  |  | Setzer Properties WIN, LLC                            | 15.00%             |
| Managing Member-Setzer Properties WMN, LLC             |  |  | Setzer Properties WMN, LLC                            | 30.36%             |
| Managing Member-Setzer Properties WRN, LLC             |  |  | Setzer Properties WRN, LLC                            | 100.00%            |
| Managing Member - Setzer Properties XAC, LLC           |  |  | Setzer Properties XAC, LLC                            | 33.33%             |
| Member-Setzer Properties XBD, LLC                      |  |  | Setzer Properties XBD, LLC                            | 100.00%            |
| Managing Member - Setzer Properties XBN, LLC           |  |  | Setzer Properties XBN, LLC                            | 13.65%             |
| Managing Member - Setzer Properties XCO, LLC           |  |  | Setzer Properties XCO, LLC                            | 30.60%             |
| Managing Member - Setzer Properties XCU, LLC           |  |  | Setzer Properties XCU, LLC                            | 65.00%             |
|  |  |  | Setzer Properties XFD, LLC                            | 27.97%             |
| Managing Member-Setzer Properties XFD, LLC             |  |  | Setzer Properties XFD, LLC Setzer Properties XGH, LLC | 11.31%             |
| Managing Member-Setzer Properties XGH, LLC             |  |  | Seizer Frogerites AGH, LLG                            | 11.3170            |

Title & Position Names & Address (1) Principal Occupation if other than with Bank with Bank Holding Holding Company (2) Company (3a)

**Brett Setzer Continued** 

Title & Position with Other Businesses (3c)

Title & Position

with Subsidiaries (3b)

Percentage of Voting Shares in Bank Holding Company (4a)

Percentage of Voting Shares in Subsidiaries (4b)

List Names of other Companies and % Ownership (4c)

Setzer Properties XKC, LLC

Setzer Holdings, LLC

TAFL, LLC

SSDMH, LLC

Setzer Management Co., LLC

11.05%

100.00%

100.00%

50.00%

60.00%

| Managing Member - Setzer Properties XKC, LLC Managing Member - Setzer Properties XLX, LLC Managing Member - Setzer Properties XLX, LLC Managing Member - Setzer Properties XSO, LLC Managing Member - Setzer Properties XSP, LLC Managing Member - Setzer Properties XRD, LLC Managing Member - Setzer Properties XRD, LLC Managing Member-Setzer Properties XTM, LLC Managing Member-Setzer Properties XMAC, LLC Managing Member-1365 Cahill, LLC Managing Member-1368 Pasadena, LLC Managing Member - 2200 Camry, LLC Managing Member - 2280, LLC Managing Member-389 Elaine, LLC Managing Member-389 Elaine, LLC Member-APO Holdings, Inc. |
|---|
| Member-APO Holdings, Inc.<br>Partner-Apostle General Partnership  |
| Member - BBD Sewer Line Construction and Restoration, Inc.  |

Member - BBD Holdings, LLC Member-BHG Palomar, LLC Shareholder-BH&S Investments, Inc. Managing Member-Brett Properties No. 1, LLC

Managing Member-BTS Investments, LLC Member-CAS III, LLC Managing Member-Chalk Group, LLC Member-DKBB, LLC Managing Member-DKBB Properties, LLC Managing Member-DKBB Properties II, LLC Managing Member-DKBB SBN, LLC Member-Drakes Ten, LLC Managing Member-Five Fillies Stable, LLC Managing Member-Gyppy, LLC
Managing Member-Maverick Brothers CSP, LLC

Member-RPG, LLC Managing Member-Setzer Aviation, LLC Member-Setzer Holdings, LLC Member-Setzer Management Co., LLC Managing Member-TAFL, LLC Managing Member - SSDMH, LLC

| Selzer Properties Arto, ELO                  | 11.0076 |
|--|---------|
| Setzer Properties XLX, LLC                   | 25.00%  |
| Setzer Properties XOW, LLC                   | 50.00%  |
| Setzer Properties XSO, LLC                   | 25.05%  |
| Setzer Properties XSP, LLC                   | 16.74%  |
| Setzer Properties XSY, LLC                   | 50.00%  |
| Setzer Properties XRD, LLC                   | 50.00%  |
| Setzer Properties XTM, LLC                   | 15.20%  |
| Setzer Properties ZMAC, LLC                  | 20.43%  |
| 1365 Cahill, LLC                             | 50.00%  |
| 166 Pasadena, LLC                            | 25.00%  |
| 2200 Camry, LLC                              | 19.83%  |
| 2280, LLC                                    | 33.33%  |
| 2323, LLC                                    | 50.00%  |
| 389 Elaine, LLC                              | 75.00%  |
| APO Holdings, Inc.                           | 2.33%   |
| Apostle General Partnership                  | 8.33%   |
| BBD Sewer Line Construction and Restoration, |         |
| Inc.   | 33.33%  |
| BBD Holdings, LLC                            | 33.33%  |
| BHG Palomar, LLC                             | 1.00%   |
| BH&S Investments, INC.                       | 33.33%  |
| Brett Properties No. 1, LLC                  |         |
| •  | 75.00%  |
| BTS Investments, LLC                         | 100.00% |
| CAS III, LLC                                 | 33.33%  |
| Chalk Group, LLC                             | 25.00%  |
| DKBB, LLC                                    | 25.00%  |
| DKBB Properties, LLC                         | 55.00%  |
| DKBB Properties II, LLC                      | 55.00%  |
| DKBB SBN, LLC                                | 55.00%  |
| Drakes Ten, LLC                              | 12.50%  |
| Five Fillies Stable, LLC                     | 50.00%  |
| Gyppy, LLC                                   | 50.00%  |
| Maverick Brothers CSP, LLC                   |         |
|  | 45.00%  |
| RPG, LLC                                     | 4.23%   |
| Setzer Aviation, LLC                         | 80.00%  |
|  |         |

| Names & Address (1)                  | Principal Occupation if other than with Bank | Title & Position with Bank Holding    | Title & Position with Subsidiaries (3b)                 | Title 8. Position with Other Businesses (3c)  | Percentage of<br><u>Voting Shares in</u><br>Bank Holding Company (4a) | Percentage of<br>Voting Shares in<br>Subsidiaries (4b) | List Names of other Companies and % Ownership (4c)  |
|--------------------------------------|--|---------------------------------------|---|---|---|--|---|
| Spears Stilz<br>Mt. Sterling, KY USA | Holding Company (2)  N/A                     | Company (3a)  Director                | Director/Sr. VP/Bus. Dev. Commercial Lending Officer II | Partner-Lansdale/Stilz Limited Partnership<br>Partner-T & D Waters, LLC<br>Partner-Kentucky Waters Inc.<br>Sole Member-JHS Hamburger, LLC<br>Partner-Blizzard Ventures, LLC   | 2.72%   | N/A  | Lansdale/Stilz Limited Partnership (50%)<br>T & D Waters, LLC (19.5%)<br>Kentucky Water (16.333%)<br>Blizzard Ventures, LLC (25%)   |
| William Alverson<br>Paris, KY USA    | N/A  | Director                              | Director  | N/A   | 0.55%   | N/A  | N/A   |
| Troy Mulligan<br>Lexington, KY USA   | СРА  | Director                              | Director  | CPA/Shareholder-Radwan, Brown & Co., PSC Member- BRC Realty, LLC Member-Drakes Ten, LLC Member-BHG Palomar, LLC President- Grapestock, LLC Director- Janus Bloodstock, LLC Member-Stetring Brewers, LLC Member-Setzer Properties UPW, LLC President- Vinery, LTD Member-Setzer Properties FBKS, LLC President - Zedan Racing Stable, Inc. Member-Setzer Properties CHA, LLC Member-Chalk Group, LLC Treasurer - RRR Racing, Inc. Treasurer - RRR Racing, Inc. Treasurer - Recing, Inc. Member - Setzer Properties, XTM, LLC Member - Setzer Properties, XTM, LLC Member - Setzer Properties, XKC, LLC | 0.21%   | N/A  | Radwan, Brown & Co., PSC (37%)  RBC Realty, LLC (33%)  Drakes Ten, LLC (20%)  BHG Palomar, LLC (1.5%)  Setzer Properties UPW, LLC (10%)  Setzer Properties FBKS, LLC (7.5%)  Setzer Properties CHA, LLC (2.96%)  Chalk Group, LLC (12.5%)  Setzer Properties XTM, LLC (1.52%)  Setzer Properties XTM, LLC (2.77%) |
| Andy Baker<br>Mt. Sterling, KY USA   | N/A  | Director/Vice Chairman/Vice President | Director/Vice Chairman/CEO                              | N/A   | 0.35%   | N/A  | Baker-Prewitt Properties, LLC (25%)   |