#### **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.

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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 "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.

that the Reporter <u>and</u> individual consent to public release of all details in the report concerning that individual.
Niell A
Signature of Holding Company Director and Official
(2-13-2)
Date of Signature
For holding companies <u>not</u> 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

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.

		splays a currently valid							
Date of Report (top	o-tier holding company	's fiscal year-end):							
September 30.	September 30, 2021								
Month / Day / Year									
N/A									
Reporter's Legal Entity Id	entifier (LEI) (20-Character L	.El Code)							
Reporter's Name, S	treet, and Mailing Add	ress							
Covington Financi	ial Corporation, MH	o.							
Legal Title of Holding Cor									
PO Box 188									
	olding Company) Street / P.C	D. Box							
Covington	ОН	45318							
City	State	Zip Code							
117 N High St									
	rent from mailing address)								
Darlene S Angle Name 937-473-2021	estions about this repo Accour Title	nting Manager							
Area Code / Phone Numb	or / Evtension								
937-473-2022	Jei / Exterision								
Area Code / FAX Number	f								
	ovingtonsavingsandl	oan com							
E-mail Address	2411910110041119001101	Odin. GOIII							
N/A									
	Iding Company's web page								
	ent requested for any por								
In accordance with th (check only one),	e General Instructions for	this report							
	this request is being pro								
2. a letter justifying	g this request has been p	rovided separately							
NOTE: Information fo	r which confidential treatm	nent is being requested							

must be provided separately and labeled

as "confidential."

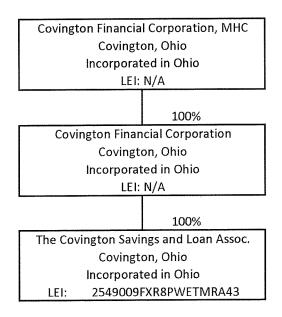
Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments 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.

# Covington Financial Corporation, MHC Covington, Ohio Fiscal Year Ending September 30, 2021

### 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

Results: A list of branches for your depository institution: COVINGTON SAVINGS AND LOAN ASSOCIATION, THE (ID\_RSSD: 835079). This depository institution is held by COVINGTON FINANCIAL CORPORATION, MHC (3828120) of COVINGTON, OH. The data are as of 09/30/2021. Data reflects information that was received and processed through 12/13/2021.

#### 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.

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 FRY-10 report may be submitted in a hardcopy format or via the FRY-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.

peroverse and the second	leres and the second second	Branch ID RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Ticas come	Head Office ID_RSSD*	Comments
Data Action	Effective Date Branch Service Type		COVINGTON SAVINGS AND LOAN		1	<del></del>				l'''''		COVINGTON SAVINGS AND LOAN		
l.,,	9/30/2021 Full Service (Head Office)		ASSOCIATION, THE	117 N HIGH ST	COVINGTON	он	45318	MAMI	UNITED STATES	40897		ASSOCIATION, THE	835079	1
OK	9/30/2021 Full Service (Head Office)	833073	A330CMTON, THE	1277777777	1	1						COVINGTON SAVINGS AND LOAN		
l	0.720.72024 5-415	4146710	BRADFORD BRANCH	223 N MIAMI AVE	BRADFORD	ОН	45308	DARKE	UNITED STATES	264849		ASSOCIATION, THE	835079	-
OK	9/30/2021 Full Service	4140, 12	BIOGRICAL SIGNACII			1		1				COVINGTON SAVINGS AND LOAN		1
OK	9/30/2021 Full Service	4146728	BROADWAY BRANCH	700 E BROADWAY ST	COVINGTON	он	45318	MAMI	UNITED STATES	264847		ASSOCIATION, THE	835079	1

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Legal Title of Holding Company: Covington Financial Corporation MHC Fiscal Year End: 09/30/2021

#### 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 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.)

22.00			Securities holders not listed in S(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 09-30-2021.					
Current securities holders with ownership, contr	ol, or holdings of 5% or more with power to	vote as of liscal year ending 09-30-2021.			2(c)			
1(a) Name, City, State, Country N/A	1(b) Country of Citizenship or Incorporation	1(c) Number and Percentage of Each Class of Voting Securities (Please Indude 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 (Plaase indude type of security.)			
N/A			N/A		Sections (1993) Indigue Ape of Section 2			
				50 to 10				
			Zacili da di					
					<u> </u>			
L	L	1	<u> </u>					

#### Form FR Y-6 Legal Title of Holding Company: Covington Financial Corporation MHC Fiscal Year End: 09/30/2021

# Report Item 4: Insiders 1, 2, 3(a)(b)(c), and 4(a)(b)(c)

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

[Please exe 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 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 on outs, please add in 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) Tale & 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 Subadiarie: (Include names of subsidiaries)	[4](c) List Names of Other Companies (includes partnerships) if 25% or more of Voting Securities are theid (list names of companies and percentage of voting Securities held)
Ronald Sutherland: Coving ton, DH USA	N/A	President/Director	President & Director (Covington Financial Corporation)	ne	na .	na	ns
William Welkert, Covington, OHUSA	Manufacturer, Plastics,	Director	Director (Covington Financial Corporation)	Partner (New Tech Plastics Inc.)	na	na	na
John J Meyer, Covington; OR USA	Consultant	Vice Chairman	Vice Chairman (Covington Financial Corporation)	Owner (EagleLaunch LLC	DB:	75g	roa.
R Boug Haines, Troy, OH USA	Technology	Director	Director (Covington Financial Corporation)	Partner (Marias Technology)	na	na	02
Robert W Rudy, Troy, OH LISA	Stain Elevator Owner	Chairman	Chairman (Covington Financial Corporation	Owner (Radylinc.)		Ž.	116
						19.	Fite:
	**						

Legal Title of Holding Company: Covington Financial Corporation Fiscal Year End; 09/30/2021

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."

(Pleas 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, contr	ol, or holdings of 5% or more with power to	vote as of fiscal year ending 09-30-2021	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 89-30-2021.					
1(a) Name, City, State, Country	1(b) Country of Citizenship or Incorporation	I(c) Number and Percentage of Each Class of Voting Securities (Please Indude type of security.)	2(a) Neme, City, Stare, Country	Z(b) Country of Citizenship or incorporation	2(r) Number and Percentage of Each Class of Voting Securities (Please Indude type of security.)			
Covington Financial Corporation, MHC, Covington, OH USA	United States	100% Common Stack	N/A					

Legal Title of Holding Company: Covington Financial Corporation Fiscal Year End: 09/30/2021

#### Report Item 4: Insiders

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

\*\*\*Instructions: Please complete all Items in rev\_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."

(Flease lee 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 add a line break within an individual cell, is elect Alt + Enter at the space where you would like the line break.

Institution's Note: (if you would like to include on 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 Subadiaries (include names of subadiaries)	[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 yoting securities held)
Ronald Sutherland, Coving ton, OH USA	N/A	President/Director	President, CEO & Director (Covington Savings and Loan)	ne	rsi	ra	CO CO
William Weikert, Covington, OH USA	Manufacturer, Plastics	Director	Director (Covington Savings and Loan)	Partner (New Tech Plastics Inc.)	na	Da	na na
John J Meyer, Chilington, ORUSA	Consultant	Vice Chairman	Vice Chairman (Covington Savings and Loan)		Pai		
R Doug Harnes, Troy, OH U SA	Technology	Director	Director (Covington Savings and Loan)			3.49	
		-0.		Partner (Marias Technology)	Pa	na	In8
Robert W.Rudy, Troy, OH U.S.	Srain Elevator Owner	Cheliman.	Chairman (Covington Sedings and Loan)	Owner (Rudy Inc.)	tos .	ma	rya
					/		
							^