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 5c(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. §§ 3108(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 chair of the board must sign the report. If the holding company is an ESOP/ESOT formed as a corporation or an LLC, see the General Instructions for the authorized individual who must sign the report.

Ronald A Sutherland
President, CEO

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.

Signature of Holding Company Director and Official

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.

Date of Report (top-tier holding company’s fiscal year-end):
September 30, 2021

Month / Day / Year
N/A

Reporters's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporters's Name, Street, and Mailing Address

Covington Financial Corporation, MHC
Legal Title of Holding Company
PO Box 188
(Mailing Address of the Holding Company) Street / P.O. Box
Covington
OH 45318
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Darlene A Angle
Accounting Manager
Name Title
937-473-2021
Area Code / Phone Number / Extension
937-473-2022
Area Code / FAX Number
darlene.angle@covingtonsavingsandloan.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? 0
C=No 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.

☐ 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.
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

```
Covington Financial Corporation, MHC
Covington, Ohio
Incorporated in Ohio
LEI: N/A

100%

Covington Financial Corporation
Covington, Ohio
Incorporated in Ohio
LEI: N/A

100%

The Covington Savings and Loan Assoc.
Covington, Ohio
Incorporated in Ohio
LEI: 2549009FXR8PWETMRA43
```

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: 815079).

This depository institution is held by COVINGTON FINANCIAL CORPORATION, MHC (162524), of COVINGTON, KY.

The data as of 09/28/2021. Data reflects information that was received and processed through 12/31/2020.

Renewal 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, enter the date, enter "Change" in the Data Action column and the date when the information last became valid in the Effective Date column.
- Delete: If a branch location was sold or closed, enter "Delete" in the Data Action column and the date of closure in the Effective Date column.
- Add: If a reversible branch is coming, enter a date and the date closing or acquisition date in the Effective Date column.

If printing this list, you may need to adjust your page setup to fit the report. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure:
When you are finished, send a copy to your FID contact. See the detailed instructions on this site for more information.

If you are e-mailing this to your FID 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 submit the FR Y-10 Domestic Branch Schedule for each branch with a Data Action of Change, Delete, or Add.
The FR Y-10 report may be submitted in a spreadsheet format via the FR Y-10 Online application - https://www.federalreserve.gov/

FDIC UNIFORM 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>Search Service Type</th>
<th>Branch ID - RSSD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC Uniform*</th>
<th>Office Number</th>
<th>Head Office</th>
<th>Head Office ID - RSSD*</th>
<th>Concerns</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td>09/28/2021</td>
<td>Full Service</td>
<td>815078</td>
<td>COVINGTON SAVINGS AND LOAN ASSOCIATION, THE</td>
<td>112 N HIGH ST</td>
<td>COVINGTON</td>
<td>OH</td>
<td>43522</td>
<td>PARMA</td>
<td>UNITED STATES</td>
<td>48897</td>
<td>COVINGTON SAVINGS AND LOAN ASSOCIATION, THE</td>
<td>815078</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>09/20/2021</td>
<td>Full Service</td>
<td>4164733</td>
<td>BROADWAY BRANCH</td>
<td>123 N MAIN AVE</td>
<td>BROWNSB</td>
<td>OH</td>
<td>43509</td>
<td>PARMA</td>
<td>UNITED STATES</td>
<td>264888</td>
<td>COVINGTON SAVINGS AND LOAN ASSOCIATION, THE</td>
<td>815078</td>
<td></td>
<td></td>
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<td></td>
</tr>
</tbody>
</table>

* FDIC UNIFORM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.
### Form FR Y-6

**Legal Title of Holding Company:** Arvest Financial Corporation MHC

**Fiscal Year End:** 06/30/2021

**Report Item 3: Securities Holders**

<table>
<thead>
<tr>
<th>Securities Holders with Ownership, Control, or Holdings of 5% or more with Power to Vote as of Fiscal Year Ending 06-30-2013</th>
<th>Securities Holders not listed in 311(a) through 311(c) that had Ownership, Control, or Holdings of 5% or more with Power to Vote during the Fiscal Year Ending 06-30-2013</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Name, City, State, Country</strong></td>
<td><strong>Name, City, State, Country</strong></td>
</tr>
<tr>
<td><strong>% of Holding</strong></td>
<td><strong>% of Holding</strong></td>
</tr>
<tr>
<td><strong>Country of Citizenship or Incorporation</strong></td>
<td><strong>Country of Citizenship or Incorporation</strong></td>
</tr>
<tr>
<td><strong>Number and Percentage of Class of Voting Securities (Please indicate type of security)</strong></td>
<td><strong>Number and Percentage of Class of Voting Securities (Please indicate type of security)</strong></td>
</tr>
<tr>
<td><strong>Number of Shares or Principal Amount</strong></td>
<td><strong>Number of Shares or Principal Amount</strong></td>
</tr>
</tbody>
</table>
### Form FR Y-6

**Legal Title of Holding Company:** Covington Financial Corporation

**Fiscal Year End:** 06/30/2021

**Report Item 3: Securities Holders**

**1(b)(1) and 1(b)(2)**

**Instructions:** Please complete all items in 1(a), 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.”

**Data Entry Tips:** If you would like to add a line break within an individual cell, select all text at the space where you would like the line break.

**Holder’s Note:** If you would like to include a note, please place it here.

<table>
<thead>
<tr>
<th>Current securities holders with ownership, control, or holding of 1% or more with power to vote as of fiscal year ending 06/30/2021</th>
<th>Securities holders as listed in 1(a)(i) through 1(a)(v) that had ownership, control, or holding of 1% or more with power to vote during the fiscal year ending 06/30/2021</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Name, City, State, Country</strong></td>
<td><strong>Name, City, State, Country</strong></td>
</tr>
<tr>
<td><strong>Title and Position of Bank/Organization</strong></td>
<td><strong>Title and Position of Bank/Organization</strong></td>
</tr>
<tr>
<td><strong>Address and Telephone</strong></td>
<td><strong>Address and Telephone</strong></td>
</tr>
<tr>
<td><strong>Date of acquisition or conversion</strong></td>
<td><strong>Date of acquisition or conversion</strong></td>
</tr>
<tr>
<td><strong>Share and percentage of each class of voting securities described in item 1(a)(i) held or owned</strong></td>
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</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Co-owners of record, if any</th>
<th>Co-owners of record, if any</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Date of acquisition or conversion</strong></td>
<td><strong>Date of acquisition or conversion</strong></td>
</tr>
<tr>
<td><strong>Share and percentage of each class of voting securities described in item 1(a)(i) held or owned</strong></td>
<td><strong>Share and percentage of each class of voting securities described in item 1(a)(i) held or owned</strong></td>
</tr>
</tbody>
</table>

*Please indicate type of security.*