

# 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 conserving that individual

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 <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  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.

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Date of Report (top-t	ier holding com	pany's fis	cal year-e	end):					
Month / Day / Year									
NA									
Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)									
Reporter's Name, Str	eet, and Mailing	Address							
Covington Financia	l Corporation,	MHC							
Legal Title of Holding Comp	any								
PO Box 188									
(Mailing Address of the Hold	ding Company) Stree	et / P.O. Box	74						
Covington	Ohio		45318						
City	State		Zip Code						
117 N High St				4					
Physical Location (if differen	nt from mailing addre	ess)							
Person to whom ques	stions about this	report sh	ould be d	irected:					
Darlene Angle		• • • • • • • • • • • • • • • • • • • •	Manage						
Name	Title								
937-473-2021		14.							
Area Code / Phone Number	/ Extension	19.00 T	70.5						
937-473-2022		Trafiat							
Area Code / FAX Number		10kg 11.							
darlene.angle@cov	vingtonsavings	andloan.	.com						
E-mail Address		100							
		4 % 1							
Address (URL) for the Holdi	ng Company's web p	page							
Is confidential treatmer this report submission?			of 0=No 1=Yes	0					
In accordance with the (check only one),	General Instruction	ns for this r	eport						
a letter justifying the with the report			l along	🗆					
2. a letter justifying the	his request has be	en provide	ed separate	ely 🔲 🛭					
NOTE: Information for with must be provided as "confidential."	ed separately and la	reatment is abeled	s being requ	uested					
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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

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Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

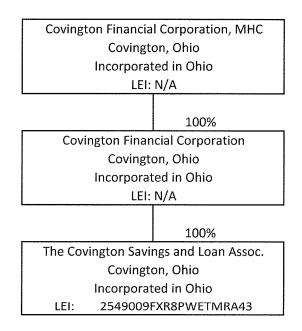
Covington Financia	I Corporation				± of the transfer
Legal Title of Subsidiary Ho	lding Company		Legal Title of Subs	idiary Holding Company	
PO Box 188					
(Mailing Address of the Sub	sidiary Holding Company)	Street / P.O. Box	(Mailing Address o	f the Subsidiary Holding Compa	iny) Street / P.O. Box
Covington	Ohio	₹ 45318			<b>▼</b>
City	State	Zip Code	City	State	Zip Code
117 N High St					
Physical Location (if differen	nt from mailing address)		Physical Location (	(if different from mailing address	<b>)</b> ,
:	***************************************				
Legal Title of Subsidiary Ho	lding Company		Legal Title of Subs	idiary Holding Company	<u> </u>
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(Mailing Address of the Sub-	sidiary Holding Company)	Street / P.O. Box	(Mailing Address o	f the Subsidiary Holding Compa	iny) Street / P.O. Box
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City	State	Zip Code	City	State	Zip Code
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(Mailing Address of the Sub-	sidiany Holding Company)	Street / P.O. Box	(Mailing Address of	f the Subsidiary Holding Compa	ny) Street / P.O. Boy
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(Mailing Address of the Subs	sidiary Holding Company)	Street / P.O. Box	(Mailing Address of	f the Subsidiary Holding Compa	ny) Street / P.O. Box
City	State	Zip Code	City	State	Zip Code
		•	· -		
Physical Location (if differen	t from mailing address)		Physical Location (	if different from mailing address	)
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## Covington Financial Corporation, MHC Covington, Ohio Fiscal Year Ending September 30, 2022

## 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: CDVINGTON SAVINGS AND LOAN ASSOCIATION, THE (ID\_RSSD: 835079). This depository institution is held by CDVINGTON FINANCIAL CORPORATION, MHC (3828120) of CDVINGTON, OH. The data are as of 09/30/2022. Data reflects information that was received and processed through 11/23/2022.

#### 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.

#### Action

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.

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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 R5SD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
Para mana			COVINGTON SAVINGS AND LOAN									COVINGTON SAVINGS AND LOAN		1 1
OK	9/30/2022 Full Service (Head Office)	835079	ASSOCIATION, THE	117 N HIGH ST	COVINGTON	он	45318	MIAMI	UNITED STATES	40897		ASSOCIATION, THE	835079	1
10		1										COVINGTON SAVINGS AND LOAN		1 1
OK	9/30/2022 Full Service	4146719	BRADFORD BRANCH	223 N MIAMI AVE	BRADFORD	он	45308	DARKE	UNITED STATES	264849		ASSOCIATION, THE	835079	,
011	3733743311 (313433)											COVINGTON SAVINGS AND LOAN		1
ок	9/30/2022 Full Service	4146728	BROADWAY BRANCH	700 E BROADWAY ST	COVINGTON	он	45318	MIAMI	UNITED STATES	264847	1	ASSOCIATION, THE	835079	

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Legal Title of Holding Company: Covington Financial Corporation MHC Fiscal Year End: 09/30/2022

#### 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, control	, or holdings of 5% or more with power to v	ote 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 09-30-2021.				
	1(b) Country of Citizenship or Incorporation	1(c) Number and Percentage of Each Class of Voting Securities (Please include type of security.)	2(a) Name, City, State, Country	Z[b] Country of Citizenship or incorporation	2(c) Number and Percentage of Each Class of Voting Securities (Please include type of security.)		
N/A			NA				
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Legal Title of Holding Company: Covington Financial Corporation MHC Fiscal Year End: 09/30/2022

Report Item 4: Insiders

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

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(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) List 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, Vandalia, OH USA	N/A	President/Director	President & Director (Covington Financial Corporation)	na	nā.	na	na na	
William Weikert, Covington, OH USA	Manufacturer, Plastics,	Director	Director (Covington Financial Corporation)	Partner (New Tech Plastics Inc.)	па	na	na	
John J Meyer, Cavington, OH USA	Consultant	Vice Chairman	Vice Chairman (Covington Financial Corporation)	Owner (CagleLaunch LLC	na)	na	na	
Jody J Baehringer, Covington, OH USA	Insurance	Director	Director (Covington Financial Corporation)	President/Co-Owner (Miami Valley Insurance Agency)	na	na	na	
Robert W Rudy, Troy, OH USA	Grain Elevator Owner	Chakman	Chairman (Covington Financial Corporation	Owner (Rudy Inc.)	na	na	na	
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<sup>\*\*\*</sup>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 "Nene" 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 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 and it here.)

Legal Title of Holding Company: Covington Financial Corporation Fiscal Year End: 09/30/2022

#### 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, contro	l, or holdings of 5% or more with power to v	ote 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 09-30-2021.					
1(a) Name, City, State, Country	1(b) Country of Citizenship or incorporation	1(c)	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.)			
Covington Financial Corporation, MHC, Covington, OH- USA	United States	100% Common Stock	N/A					
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Legal Title of Holding Company: Covington Financial Corporation Fiscal Year End: 09/30/2022

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.] Once complete, please print sheet and include in your hardcopy of the report.

(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) List 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, Vandalia, OH USA	N/A	President/Director	President, CEO & Director (Covington Savings and Loan)	na	na	па	na
William Welkert, Covington, OH USA	Manufacturer, Plastics	Director	Director (Covington Savings and Loan)	Partner (New Tech Plastics Inc.)	na	Ina	na
John J Meyer, Covington, OH USA	Consultant	Vice Chairman	Vice Chairman (Covington Savings and Loan)				
				President/Co-Owner (Miami Valley	na	PA:	08
Jody J Boehringer, Covington, OH USA	Insurance	Director	Director (Covington Savings and Loan)	Insurance Agency)	na	na	na
Robert W Rudy, Tray, OH USA	Grain Elevator Owner	Chairman	Chairman (Covington Savings and Loan)	Owner (Rudy Inc.)	na	па	na
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