

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) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)); section 10(b)(2) of the Home Owners' Loan Act (12 U.S.C. § 1467a(b)(2)); sections 102 (a)(1), 165, and 618 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (12 U.S.C. §§ 5311(a)(1), 5365, and 1850a(c)(1)); and sections 8(a) and 13(a) of the International Banking Act of 1978 (12 U.S.C. §§ 3106(a) and 3108(a)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

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.

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 Employee Stock Ownership Plan/Employee Stock Ownership Trust (ESOP/ESOT) formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I, Jack E. Whitaker

Name of the Holding Company Director and Official (FDHC C490)

Chairman of the Board & CEO

Title of the Holding Company Director and Official (FDHC C491)

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.

Jack E. Whitaker

Signature of Holding Company Director and Official (FDHC H321)

03/26/2025

Date of Signature (FDHC J196)

For Federal Reserve Bank Use Only

RSSD ID **1966671**

C.I. _____

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

12/31/2024

Month / Day / Year (FDHC 9999)

Reporter's Name, Street, and Mailing Address

WHITAKER BANK CORPORATION OF KENTUCKY

Legal Title of Holding Company (FDHC 9017)

2750 PARIS PIKE

(Mailing Address of the Holding Company) Street / P.O. Box (FDHC 9110)

LEXINGTON

KY

40511

City (FDHC F206)

State (FDHC F207)

Zip Code (FDHC F208)

Physical Location (if different from mailing address) Street / P.O. Box (FDHC 9028)

City (FDHC 9130)

State (FDHC 9200)

Zip Code (FDHC 9220)

Person to whom questions about this report should be directed:

PENNY CRABTREE

VP & FINANCIAL SERVICES MANAGER

Name (FDHC 8901)

Title (FDHC C496)

(859)293-6005 ext: 1207

Area Code / Phone Number / Extension (FDHC 8902)

(859)294-3942

Area Code / FAX Number (FDHC 9116)

PCRABTREE@WHITAKERBANK.COM

E-mail Address (FDHC 4086)

WWW.WHITAKERBANK.COM

Address (URL) for the Holding Company's web page (FDHC 4087)

Is confidential treatment requested for any portion of this report submission?

0=No	FDHC
1=Yes	C447

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 (FDHC KY38)

2. a letter justifying this request has been provided separately (FDHC KY38)

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

Report Item 1: Annual Report to Shareholders

For holding companies not registered with the U.S. Securities and Exchange Commission (SEC), **indicate the status of Annual Report to Shareholders:**

is included with the FR Y-6 report (FDHC PV65)
 will be sent under separate cover (FDHC PV65)
 is not prepared (FDHC PV65)

Checklist

The checklist below is provided to assist the holding company in filing all the necessary responses and verifying changes from the prior year to the various report items. The completed checklist should be submitted with the report. Please see section A of the General Instructions for additional guidance.

Verification of Changes

All Reporters must respond to the following questions by checking the Yes or No box below, as appropriate.

Did the holding company have changes to any reportable FR Y-6 items (2a, 2b, 3, or 4) from the prior year? (Reporters must verify their item 2a, organization chart and 2b, domestic branch listing in Structure Central).

Yes No (FDHC PV66)

Complete the remaining checklist for Report Items 2a, 2b, 3, and 4. See section A of the General Instructions for additional information.

Report Item 2a: Organization Chart

Yes No (FDHC PV67)

If checked Yes, the Reporter must report any changes to their organization chart as specified in Report Item 2a instructions.

Report Item 2b: Domestic Branch Listing

Yes No (FDHC PV68)

If checked Yes, the Reporter must report any changes to their domestic branch listing as specified in Report Item 2b instructions.

Report Item 3: Securities Holders

Yes No (FDHC PV69)

If checked Yes, the Reporter must submit the information as specified in Report Item 3 instructions.

Report Item 4: Insiders

Yes No (FDHC PV70)

If checked Yes, the Reporter must submit the information as specified in Report Item 4 instructions.

Legal Name of Holding Company: Whitaker Bank
Corporation of
Kentucky

FDHCPV98

Item 4(1)(a)	Item 4(1)(b)	Item 4(1)(c)	Item 4(1)(d)	Item 4(2)	Item 4(3)(a)	Item 4(3)(b)
Name	City	State	Country	Principal Occupation if other than with holding company	Title or Position with the Holding Company	Percentage of each class of voting securities owned, controlled, or held with power to vote in the holding company (including options, warrants or other securities or rights that can be converted into or exercised for voting securities)
FDHCPV99	FDHCPW00	FDHCPW01	FDHCPW02	FDHCPW03	FDHCPW04	FDHCPW05
Jack E. Whitaker	Lexington	KY	USA	Holding company organization, coal lands, and real estate, respectively	Chairman, CEO & Stockholder	6.78%
Jack E. Whitaker, Advisory Trustee for:						Advisory Trustee-100.00%
(u/a 1989 Trusts)						(as Advisory Trustee, must act in concert with
Anna Whitaker Lake						one of the other two
Jacquelin Whitaker Murphy						Advisory Trustees in
Elmer Keith Whitaker						order to override
John L. Whitaker, Jr.						decisions of the Primary
Rebecca Whitaker Doehring						Trustee, Kentucky Trust Co)
Jack L. Whitaker, Co-Trustee for John L. Whitaker, Jr.						
Irrevoc Family GSTT Trust dated July 31, 2019						
Mitchell Durham	Fort Thomas	KY	USA	None	CFO	0.00%
Elmer Keith Whitaker	Sadieville	KY	USA	None	Director, President & Stockholder	
Elmer Keith Whitaker, Advisory Trustee for:						Advisory Trustee-93.22%
(u/a 1989 Trusts)						(as Advisory Trustee, must act in concert with
Anna Whitaker Lake						one of the other two
Jacquelin Whitaker Murphy						Advisory Trustees in
Elmer Keith Whitaker						order to override
John L. Whitaker						decisions of the Primary
Rebecca Whitaker Dowhring						Trustee, Kentucky Trust Co)
Anna Whitaker Lake	Berea	KY	USA	None	Director, Vice President & Stockholder	
Advisory Trustee for:						Advisory Trustee-55.93%
(u/a 1989 Trusts)						(as Advisory Trustee,

Anna Whitaker Lake						must act in concert with
John L. Whitaker, Jr.						one of the other two
Rebecca Whitaker Doehring						Advisory Trustees in
						order to override
Anna Whitaker Lake, Co-Trustee						decisions of the Primary
for John L. Whitaker, Jr.						Trustee, Kentucky Trust Co)
Irrevoc Family GSTT Trust						
dated July 31, 2019						
Jacquelin Whitaker Murphy	Paris	KY	USA	None	Director and Stockholder	
Advisory Trustee for:						Advisory Trustee-37.29%
(u/a 1989 Trusts)						(as Advisory Trustee,
Jacquelin Whitaker Murphy						must act in concert with
Elmer Keith Whitaker						one of the other two
						Advisory Trustees in
						order to override
						decisions of the Primary
						Trustee, Kentucky Trust Co)
Frank L. Wilford	Lexington	KY	USA	Retired	Director	0.00%

Legal Name of Holding Company: Whitaker Bank Corporation of
Kentucky

FDHCPV98

Item 4(1)(a) FDHCPV99	Item 4(4)(a) FDHCPW06	Item 4(4)(b) FDHCPW07	Item 4(4)(c) FDHCPW08
Name	Title or Position with direct and indirect subsidiaries	Name of direct and indirect subsidiaries in which Insider has a title or position or ownership in	Percentage of each class of voting securities owned, controlled, or held with power to vote in subsidiaries of the holding company (including options, warrants or other securities or rights that can be converted into or exercised for voting securities)
Jack E. Whitaker	Vice-Chairman of Board	Whitaker Bank, Inc.	None
Elmer Keith Whitaker	Director, President & CEO	Whitaker Bank, Inc.	None
Elmer Keith Whitaker	Director	Kentucky Trust Company	None

Legal Name of Holding Company: Whitaker Bank Corporation of Kentucky
 FDHCPV98

Item 4(1)(a)	Item 4(5)(a)	Item 4(5)(b)	Item 4(5)(c)
FDHCPV99	FDHCPW09	FDHCPW10	FDHCPW11
Name	Title or Position with any other company in which the person is a director, trustee, partner, or executive officer.	Name of any other company in which the person is a director, trustee, partner, or executive officer, or owns, controls, or holds with power to vote 25% or more or its outstanding voting securities or proportionate in a partnership.	Percentage of each class of voting securities owned, controlled, or held with power to vote in any other company (including options, warrants or other securities or rights that can be converted into or exercised for voting securities), or proportionate interest held in a partnership, if 25% or more
Jack E. Whitaker	Stockholder, President, Director	W.G. Coal Sales, Inc.	53%
	Stockholder, President, Director	Hazard Coal Co.	26%
	Stockholder, Secretary, Director	Kentucky Union Co.	27%
	Member, Manager	Kycoga Co., LLC	50%
	General Partner, Trustee of Limited Partner	Whitaker Land Co., Ltd.	100%
	Trustee of Member, Manager	Whitaker Trust, LLC	100%
	Member, Manager	JW Farms, LLC	100%
	Shareholder	Royal Land LLC	100%
	Member, Manager	East KY Holdings, LLC	100%
	Member, Manager	Central KY Holdings, LLC	100%
	President, Director	Whitaker Foundation, Inc.	None
	Member	M2 Water Solutions	Less than 25%
Mitchell Durham	Director, Treasurer	Hazard Coal Corporation	
	Director, Treasurer	Kentucky Union Co.	
	Treasurer	W.G. Coal Sales, Inc.	
Elmer Keith Whitaker	Director	W.G. Coal Sales, Inc.	53%
	Director	Hazard Coal Co.	26%
	Director	Kentucky Union Co.	27%
	Class B Member, Trustee	Kycoga Co., LLC	50%
	Limited Partner	Whitaker Land Co., Ltd.	100%
	Member	Whitaker Trust, LLC	100%
	Limited Partner	Royal Land LLC	100%
	Member	Double Deuce Farm, LLC	100%
	Member	EK Photography, LLC	100%
	Member	M2 Water Solutions	Less than 25%
	Member	Red River Property Holding Group, LLC	Less than 25%
Anna Whitaker Lake		W.G. Coal Sales, Inc.	53%
		Hazard Coal Co.	26%
		Kentucky Union Co.	27%
		Kycoga Co., LLC	50%
	Limited Partner	Whitaker Land Co., Ltd.	100%
	Member	Whitaker Trust, LLC	100%

	Limited Partner	Royal Land LLC	100%
	Voting Member	Four Great Lakes, LLC	25%
Jacquelin Whitaker Murphy		W.G. Coal Sales, Inc.	53%
		Hazard Coal Co.	26%
		Kentucky Union Co.	27%
		Kycoga Co., LLC	50%
	Limited Partner	Whitaker Land Co., Ltd.	100%
	Member	Whitaker Trust, LLC	100%
	Limited Partner	Royal Land LLC	100%
	Member	Land Dev. Co. LLC	25%
	Member	Stoneleigh Farm, LLC	100%
	Spouse of Member	Bluegrass Gun & Range, LLC	67%
	Spouse of Member	BudsGunShop, LLC	33%