

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)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. 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 and top-tier savings and loan 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 chairman of the board must sign the report.

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

December 31, 2013

Month / Day / Year

I, Nelson L. Person

Reporter's Name, Street, and Mailing Address

Apollo Bancorp, Inc.

Legal Title of Holding Company

201 N Warren Avenue PO Box 247

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

Apollo	PA	15613
City	State	Zip Code

Name of the Holding Company Director and Official

President and 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.

Physical location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Carolyn R. Bash Assistant Treasurer

Name Title

724-478-3151 231

Area Code / Phone Number / Extension

724-478-1118

Area Code / FAX Number

carolyn@apollotrust.com

E-mail Address

www.apollotrust.com

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

Signature of Holding Company Director and Official

03/25/2014

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 1139000
 C.I. _____

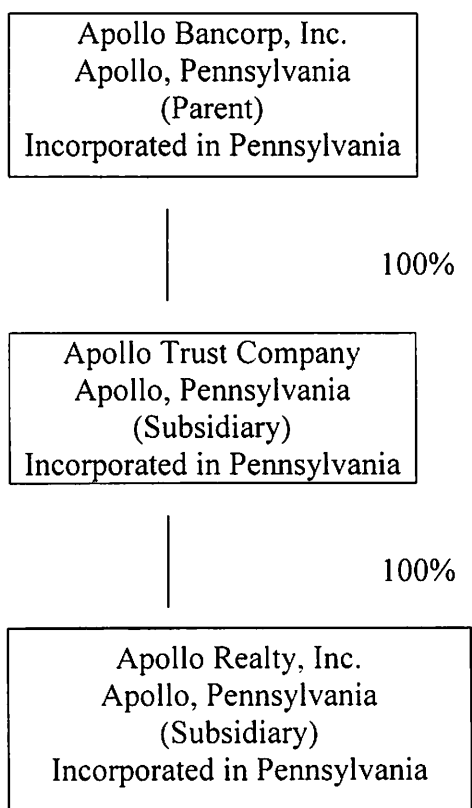
Does the reporter request confidential treatment for any portion of this submission?

- Yes Please identify the report items to which this request applies:
 Item 3 and Item 4
- In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
- The information for which confidential treatment is sought is being submitted separately labeled "Confidential."
- No

APOLLO BANCORP, INC.
FORM FR Y-6
2013

REPORT ITEM 1: The bank holding company does prepare an annual report for its shareholders. Two copies are enclosed.

REPORT ITEM 2a: Organization Chart



REPORT ITEM 2b: Domestic Branch Listing

Branch listing was verified and emailed on February 27, 2014.

Results: A list of branches for your depository institution: APOLLO TRUST COMPANY (ID_RSSD: 368522).
 This depository institution is held by APOLLO BANCORP, INC. (1139000) of APOLLO, PA.
 The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

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
OK		Full Service (Head Office)	368522	APOLLO TRUST COMPANY	201 NO. WARREN AVE	APOLLO	PA	15613	ARMSTRONG	UNITED STATES	4085	0	APOLLO TRUST COMPANY	368522	
OK		Full Service	108429	NORTH WASHINGTON BRANCH	697 SPORTSMAN DRIVE	APOLLO	PA	15613	WESTMORELAND	UNITED STATES	208631	3	APOLLO TRUST COMPANY	368522	
OK		Limited Service	107927	SECOND STREET BRANCH	312 NORTH SECOND STREET	APOLLO	PA	15613	ARMSTRONG	UNITED STATES	208632	4	APOLLO TRUST COMPANY	368522	
OK		Full Service	2520454	ALLEGHENY TOWNSHIP BRANCH	501 HYDE PARK ROAD	LEECHBURG	PA	15656	WESTMORELAND	UNITED STATES	208633	5	APOLLO TRUST COMPANY	368522	
OK		Full Service	399227	NORTH APOLLO BRANCH	2113 RIVER ROAD	NORTH APOLLO	PA	15673	ARMSTRONG	UNITED STATES	208629	1	APOLLO TRUST COMPANY	368522	
OK		Full Service	276421	SPRING CHURCH BRANCH	1696 STATE RT 56	SPRING CHURCH	PA	15686	ARMSTRONG	UNITED STATES	208530	2	APOLLO TRUST COMPANY	368522	