

Board of Governors of the Federal Reserve System

FEDERAL RESERVE BANK  
OF CLEVELAND

2014 MAR 28 A 11:00

STATISTICS & ANALYSIS  
DEPARTMENT



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, Luther Deaton, Jr.

Reporter's Name, Street, and Mailing Address

Central Bancshares, Inc.

Name of the Holding Company Director and Official

Legal Title of Holding Company

President and CEO

300 West Vine Street

Title of the Holding Company Director and Official

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

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.

Lexington

KY

40507

City

State

Zip Code

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:

Edward Barnes

SVP

Name

Title

859-253-6309

Area Code / Phone Number / Extension

859-253-6459

Area Code / FAX Number

ebarnes@centralbank.com

E-mail Address

www.centralbank.com

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

Signature of Holding Company Director and Official

March 27, 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

C.I.

2158156

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

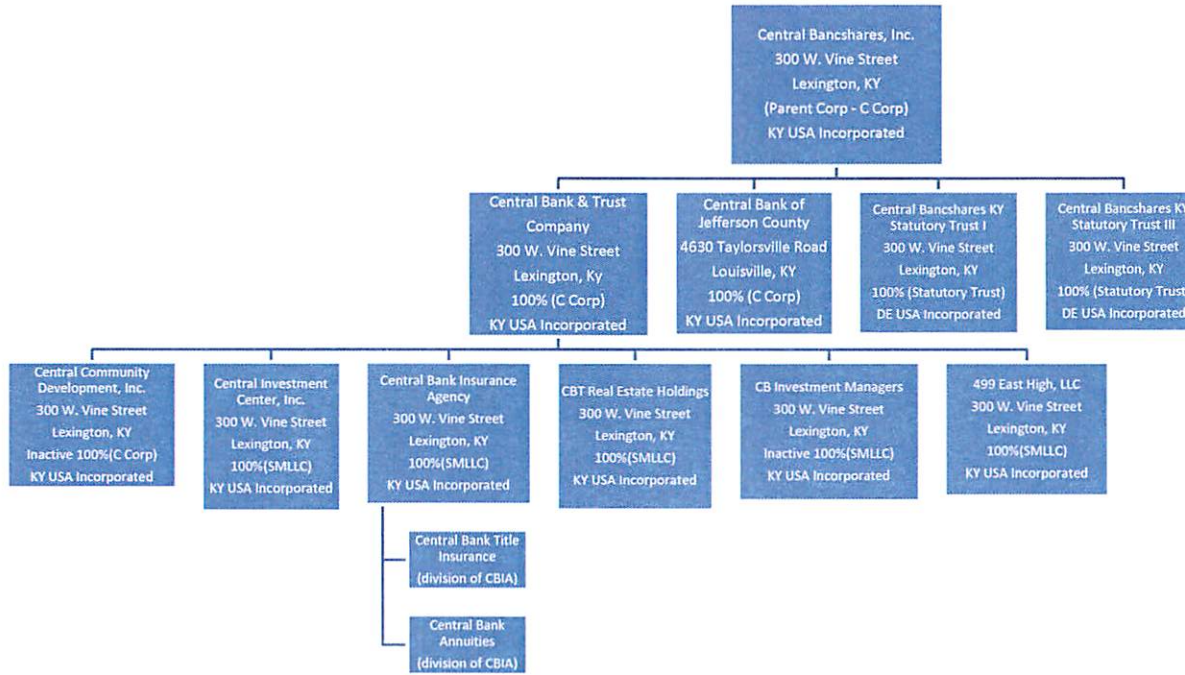
Yes Please identify the report items to which this request applies:

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

Central Bancshares, Inc.  
 Organizational Chart  
 as of 12/31/2013





Results: A list of branches for your holding company: CENTRAL BANK OF KENTON, INC. (2158150) in LEXINGTON, KY.  
 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) | 1007015         | CENTRAL BANK & TRUST COMPANY     | 300 W. VINE ST./KINCAID TOWERS   | LEXINGTON       | KY    | 40507    | FAYETTE   | UNITED STATES | 10059        | 0              | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 2727525         | BEREA BRANCH                     | 101 BRENTWOOD STREET             | BEREA           | KY    | 40403    | MADISON   | UNITED STATES | 458831       | 24             | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 3942996         | CRESTVIEW HILLS BRANCH           | 2850 TURKEY FOOT                 | CRESTVIEW HILLS | KY    | 41017    | KENTON    | UNITED STATES | 493833       | 28             | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 3675360         | TURFWAY ROAD BRANCH              | 7310 TURFWAY ROAD                | FLORENCE        | KY    | 41042    | BOONE     | UNITED STATES | 453450       | 22             | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 3675427         | FORT MITCHELL BRANCH             | 2075 DIXIE HIGHWAY               | FORT MITCHELL   | KY    | 41017    | KENTON    | UNITED STATES | 466429       | 26             | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 3482522         | CHERRY BLOSSOM BRANCH            | 410 CONNECTOR RD                 | GEORGETOWN      | KY    | 40324    | SCOTT     | UNITED STATES | 363799       | 32             | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 3128576         | GEORGETOWN MAIN BRANCH           | 100 WEST MAIN STREET             | GEORGETOWN      | KY    | 40324    | SCOTT     | UNITED STATES | 363697       | 31             | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 3675397         | ANDOVER BANKING CENTER BRANCH    | 3101 MAPLELEAF DRIVE             | LEXINGTON       | KY    | 40509    | FAYETTE   | UNITED STATES | 235565       | 19             | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 628413          | EASTLAND BANKING CENTER          | 649 EAST NEW CIRCLE ROAD         | LEXINGTON       | KY    | 40505    | FAYETTE   | UNITED STATES | 508429       | 29             | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 3675418         | HARRODSBURG ROAD BRANCH          | 3700 PALOMAR CENTER              | LEXINGTON       | KY    | 40513    | FAYETTE   | UNITED STATES | 235564       | 18             | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 823311          | NICHOLASVILLE ROAD BRANCH        | 100 EAST REYNOLDS ROAD           | LEXINGTON       | KY    | 40517    | FAYETTE   | UNITED STATES | 235556       | 4              | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 707318          | NORTH PARK BRANCH                | 515 NEW CIRCLE ROAD              | LEXINGTON       | KY    | 40505    | FAYETTE   | UNITED STATES | 235559       | 7              | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 822819          | RICHMOND ROAD BRANCH             | 2233 RICHMOND ROAD               | LEXINGTON       | KY    | 40502    | FAYETTE   | UNITED STATES | 235557       | 5              | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 3943005         | SIR BARTON BRANCH                | 2443 SIR BARTON WAY, SUITE 175   | LEXINGTON       | KY    | 40509    | FAYETTE   | UNITED STATES | 493374       | 27             | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 706816          | SOUTHLAND BRANCH                 | 256 SOUTHLAND AVE                | LEXINGTON       | KY    | 40503    | FAYETTE   | UNITED STATES | 235555       | 3              | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 217415          | TATES CREEK CENTRE BRANCH        | 4090 TATES CREEK CENTRE DRIVE    | LEXINGTON       | KY    | 40517    | FAYETTE   | UNITED STATES | 235562       | 16             | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 771319          | TATES CREEK ROAD BRANCH          | 3270 TATES CREEK ROAD            | LEXINGTON       | KY    | 40502    | FAYETTE   | UNITED STATES | 235560       | 8              | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 155218          | VERSAILLES ROAD BRANCH           | 2347 VERSAILLES ROAD             | LEXINGTON       | KY    | 40504    | FAYETTE   | UNITED STATES | 235558       | 6              | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 3482513         | KEENE ROAD BRANCH                | 1471 KEENE ROAD                  | NICHOLASVILLE   | KY    | 40356    | JESSAMINE | UNITED STATES | 495713       | 33             | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 2650306         | NICHOLASVILLE BRANCH             | 301 NORTH MAIN STREET            | NICHOLASVILLE   | KY    | 40356    | JESSAMINE | UNITED STATES | 60640        | 30             | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 3675445         | RICHMOND BRANCH                  | 350 WEST MAIN STREET             | RICHMOND        | KY    | 40475    | MADISON   | UNITED STATES | 466428       | 25             | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 348074          | NORTH MAPLE BRANCH               | 43 NORTH MAPLE STREET            | WINCHESTER      | KY    | 40391    | CLARK     | UNITED STATES | 43390        | 20             | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service               | 2727534         | PIONEER DRIVE BRANCH             | 1110 PIONEER DRIVE               | WINCHESTER      | KY    | 40391    | CLARK     | UNITED STATES | 280775       | 21             | CENTRAL BANK & TRUST COMPANY     | 1007015              |          |
| OK          |                | Full Service (Head Office) | 2435660         | CENTRAL BANK OF JEFFERSON COUNTY | 4630 TAYLORSVILLE ROAD           | LOUISVILLE      | KY    | 40220    | JEFFERSON | UNITED STATES | 56300        | 0              | CENTRAL BANK OF JEFFERSON COUNTY | 2435660              |          |
| OK          |                | Full Service               | 3504741         | HURSTBOURNE PLAZA BRANCH         | 9300 SHELBYVILLE ROAD, SUITE 100 | LOUISVILLE      | KY    | 40222    | JEFFERSON | UNITED STATES | 362701       | 1              | CENTRAL BANK OF JEFFERSON COUNTY | 2435660              |          |
| OK          |                | Full Service               | 3637032         | WATERFRONT PLAZA BRANCH          | 321 WEST MAIN STREET             | LOUISVILLE      | KY    | 40202    | JEFFERSON | UNITED STATES | 466285       | 3              | CENTRAL BANK OF JEFFERSON COUNTY | 2435660              |          |