

FEDERAL RESERVE BANK

2014 MAR 17 A 10:28

STATISTICS & ANALYTICS
 DEPARTMENT

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, Philip J. Sheffel

Reporter's Name, Street, and Mailing Address

The First National Holding Company of Jackson

Name of the Holding Company Director and Official

Legal Title of Holding Company

President

1126 Main Street, P.O. Box 640

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.

Jackson

KY

41339

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:

P.J. Sheffel

Executive Vice President

Name

Title

606-666-8801

Area Code / Phone Number / Extension

606-666-7373

Area Code / FAX Number

pshreffel@bellsouth.net

E-mail Address

Signature of Holding Company Director and Official

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

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

1132168

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:

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

Report Item 1 The BHC is not registered with the SEC.

Report Item 1B The BHC does not prepare an annual report.

Report Item 2 The First National Holding Company of Jackson
1126 Main Street, P.O. Box 640
Jackson, Ky 41339

Owns 100% of the stock of
The First National Bank of Jackson
1126 Main Street
P.O. Box 640
Jackson, Kentucky 41339

The holding company has no other holdings.

Report Item 2a
Report Item 2b

N/A
Domestic Branch Listing
The Lester Smith Parkway Branch
Date Opened: 1985
Street Address: 770 Highway 15 North
City: Jackson
County: Breathitt
State: Kentucky
Country: U.S.A.
Zip Code: 41339
Service Type: Full Service

Report Item 2c thru 2d
Report Item 3 (1)

N/A
Shareholders 5 percent or more

Owner	Shares Owned	% of Total
J Phil Smith Jackson, Kentucky U.S. Citizen	1431	25.55
Hershel Branson Jr. Jackson, Ky U.S. Citizen	360	6.43
Michael L. Miller Living Trust DeLand, Florida U.S. Citizen	376	6.71
David A. Duff Chavies, Kentucky U.S. Citizen	280	5.00

Report Item 3 (2)

NONE

Results: A list of branches for your depository institution: **FIRST NATIONAL BANK OF JACKSON, THE** (ID_RSSD: 620015).
 This depository institution is held by **FIRST NATIONAL HOLDING COMPANY OF JACKSON, THE** (1132168) of JACKSON, 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	12/31/2013	Full Service (Head Office)	620015	FIRST NATIONAL BANK OF JACKSON, THE	1126 MAIN STREET	JACKSON	KY	41339	BREATHITT	UNITED STATES	1743	0	FIRST NATIONAL BANK OF JACKSON, THE	620015	
OK	12/31/2013	Full Service	151014	LESTER SMITH PARKWAY BRANCH, THE	770 HIGHWAY 15 NORTH	JACKSON	KY	41339	BREATHITT	UNITED STATES	193880	1	FIRST NATIONAL BANK OF JACKSON, THE	620015	

Report Item 4:**DIRECTORS & OFFICERS**

<u>Name & Address</u>	<u>Occupation</u>	<u>Title/Pos. Holding Co.</u>	<u>Title/Pos. Subsidiaries</u>	<u>Title/Pos. Other Bus.</u>	<u>% Vot. Shares Holding Co.</u>	<u>% Vol. Shares Subsidiaries</u>	<u>Other Companies % Voting Securities</u>
J.Phil Smith Jackson, Ky	Retired Banker	Chairman	Chairman 1st Nat. Bank		23.86%	None	N/A
Wallace Lemons Jackson, Ky	Retired Banker 1st Nat. Bank	Director	Director 1st. Nat Bk	None	0.45%	None	N/A
Len W. Smith Lexington, Ky	Ret. Social Serv. St.of Ky.	Director	Director 1st. Nat Bk	None	0.18%	None	N/A
Philip Sheffel Jackson, Ky	President First Nat. Bank	Director	President Dir.1st Nat Bk	None	0.18%	None	N/A
Harold Holbrook Jackson, Ky	Retired Banker 1st.Nat.Bank	Director	Director 1st Nat. Bank	None	0.71%	None	N/A
Thomas Davison Jackson, ky	Vice Pres. 1st. Nat. Bank	Director	Vice Pres/Dir. 1st Nat. Bank	None	0.18%	None	N/A
Hilliard Smith Jackson, Ky	Retire College Instructor	Director	Director 1st Nat.Bank	None	0.18%	None	N/A
Charles Derrickson Morehead, Ky	Ret. College President	Director	Director 1st Nat. Bank	None	0.18%	None	N/A

<u>Name &</u>	<u>Occupation</u>	<u>Title/Pos.</u>	<u>Title/Pos.</u>	<u>Title/Pos.</u>	<u>% Vot. Shares</u>	<u>% Vol. Shares</u>	<u>Other Companies</u>
--------------------------	--------------------------	--------------------------	--------------------------	--------------------------	-----------------------------	-----------------------------	-------------------------------

<u>Address</u>		<u>Holding Co.</u>	<u>Subsidiaries</u>	<u>Other Bus.</u>	<u>Holding Co.</u>	<u>Subsidiaries</u>	<u>% Voting Securities</u>
J.Hagan Codell Winchester, Ky	Vice President Traditional Bank	Director	Director 1st Nat.Bank	Vice Pres.Dir. Codell Const. Co.	1.46%	None	N/A
J.Hagan Codell,Jr. Winchester, Ky	Superintendant Codell Const.Co.	Director	Director 1st. Nat. Bank	None	0.21%	None	N/A
Philip J. Sheffel II Jackson, Ky \ Beth D. Lemons Jackson, Ky	Executive V.P. 1st Nat. Bank	Director	Ex V.P. Direct. 1st Nat. Bank	None	0.18%	None	N/A
Beth D. Lemons Jackson, Ky	Exec. Secretary 1st Nat Bank	Director	Exec. Secretary Dir. 1st Nat Bank	None	0.45%	None	N/A
Deborah D. Sheffel Jackson, Ky	Retired Banker	Director	Director 1st Nat.Bank	None	0.18%	None	N/A