

Board of Governors of the Federal Reserve System

FEDERAL RESERVE BANK
OF CLEVELAND



Annual Report of Holding Companies

2014 APR 2 A 11: 04
FR Y-6

STATISTICS & ANALYSIS
DEPARTMENT

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, C. K. Stacy
Name of the Holding Company Director and Official
President
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Mountain Bancorp, Inc.

Legal Title of Holding Company

P.O. Box 309

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

West Liberty KY 41472-1057

City State Zip Code

204 Court Street

Physical location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Jodi Stacy Vice President

Name Title

606-743-3141

Area Code / Phone Number / Extension

606-743-2416

Area Code / FAX Number

jstacy@bankofthemountains.com

E-mail 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.

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

Signature of Holding Company Director and Official

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.

1071249

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

For Use By Tiered Holding Companies

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

<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical location (if different from mailing address)</p>	<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical location (if different from mailing address)</p>
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ANNUAL REPORT OF BANK HOLDING COMPANIES - FR Y-6

Mountain Bancorp, Inc.
West Liberty, Kentucky
Year Ending December 31, 2013

Report Item 1:

- a. Not applicable.

Report Item 2(a) Organizational Chart



Item 2(b). Submitted via e-mail

Results: A list of branches for your holding company: MOUNTAIN BANCORP, INC (1071249) of WEST LIBERTY, 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)	422116	BANK OF THE MOUNTAINS, INC.	204 COURT STREET	WEST LIBERTY	KY	41472	MORGAN	UNITED STATES	14673	0	BANK OF THE MOUNTAINS, INC.	422116	
ok		Full Service	421614	EZEL BANKING BRANCH	38 MEETING HOUSE BRANCH ROAD	EZEL	KY	41472	MORGAN	UNITED STATES	252471	1	BANK OF THE MOUNTAINS, INC.	422116	
ok		Full Service	2425737	INDEX BANKING CENR	1645 WEST MAIN STREET	WEST LIBERTY	KY	41472	MORGAN	UNITED STATES	252472	2	BANK OF THE MOUNTAINS, INC.	422116	

Mountain Bancorp, Inc.
West Liberty, Kentucky
Year Ending December 31, 2013

Report Item 3(1): Shareholders

(A) Name and Address	(B) Country	(C) Number of Shares and Percentage of Voting Securities Owned				
		<u>A - Common</u>	<u>B - Common</u>	<u>C - Common</u>	<u>A - Preferred</u>	<u>B - Preferred</u>
C.K. Stacy West Liberty, KY USA	USA	2,672 100%	2,156.3 72.64%	43,454.7 85.60%	None	None
Joe Stacy West Liberty, KY USA	USA	None	None	None	6,561 100%	840 100%

Report Item 3(2): Shareholders

None

Mountain Bancorp, Inc.
West Liberty, Kentucky
Year Ending December 31, 2013

Report Item 4: Directors and Officers

(1) Name and <u>Address</u>	(2) Other Principal <u>Occupation</u>	(3)(A) in Bank <u>Holding Co.</u>	(3)(B) Title/Position in all <u>Subsidiaries</u>	(3)(C) <u>Other</u>	(4)(A) Percentages in Bank <u>Holding Co.</u>	(4)(B) Percentages in all <u>Subsidiaries</u>	(4)(C) <u>Other</u>
C.K. Stacy West Liberty, KY USA	N/A	Director President	Bank of the Mountains Director President Mountain Mortgage, Inc. Director Secretary	N/A	Common - A 100% Common - B 72.64% Common - C 85.60%	None	None
Joe Stacy West Liberty, KY USA.	N/A	Chairman Director	Bank of the Mountains Chairman Director	N/A	Preferred - A 100% Preferred - B 100%	None	None
Robert Hutchinson West Liberty, KY USA.	Attorney	Director	Bank of the Mountains Director	N/A	Common - B 1.7%	None	None
Alden Collins Wrigley, KY USA	N/A	Director Secretary	Bank of the Mountains Director Vice President	N/A	Common - B 0.2%	None	None