

Board of Governors of the Federal Reserve System

FEDERAL RESERVE BANK
OF CLEVELAND



Annual Report of Holding Companies—FR Y-6

2014 MAR 13 10:55:02
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

William R. Clarke, Jr.
Name of the Holding Company Director and Official
President
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
Security Bancorp or Maysville, Inc.
Legal Title of Holding Company
1 West 2nd St. P.O. Box 368
(Mailing Address of the Holding Company) Street / P.O. Box
Maysville Ky 41056
City State Zip Code

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:
William R. Clarke, Jr. President
Name Title
606/564-3304
Area Code / Phone Number / Extension
606/564-4341
Area Code / FAX Number
billclarke@securitybankmaysville.com
E-mail Address

[Signature]
Signature of Holding Company Director and Official
3-7-2014
Date of Signature

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

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

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 Federal Reserve Bank Use Only
RSSD ID 2952484
C.I. _____

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.

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

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Physical location (if different from mailing address)

WE DO NOT HAVE AN ANNUAL REPORT
PREPARED.

Security Bancorp of Maysville, Inc
Maysville, Ky

INCORPORATED IN KENTUCKY

Owns 100%

Security Bank & Trust Co.
Maysville, Ky

INCORPORATED IN KENTUCKY

FORM FRY-6

ITEM 3

Betty M. Clarke	May's Lick, Ky/USA	45 Shares	6% Common
James L. Clarke	Maysville, Ky/USA	69 Shares	9% Common
J. Kirk Clarke	Maysville, Ky/USA	69 Shares	9% Common
Robert A. Clarke	Maysville, Ky/USA	68 Shares	8% Common
Thomas R. Clarke	Maysville, Ky/USA	68 Shares	8% Common
William R. Clarke	May's Lick, Ky/USA	85 Shares	11% Common
William R. Clarke, Jr.	Maysville, Ky/USA	161 Shares	20% Common
Charles E. Fowler	Maysville, Ky/USA	41 Shares	5% Common

FORM FR Y-6

3(2)

NONE

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Item 4-Directors and Officers

	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
William R. Clarke May's Lick, Ky		Chairman	Chairman Security Bank	N/A	11%	N/A	N/A
William R. Clarke, Jr. Maysville, Ky		President	President Security Bank	N/A	20%	N/A	N/A
J. Kirk Clarke Maysville, Ky	Attorney	Director	Director Security Bank	N/A	9%	N/A	N/A
Charles E. Fowler Maysville, Ky		Vice Pres	Vice Pres Security Bank	N/A	5%	N/A	N/A
William C. McNeill Maysville, Ky	Retired	Director	Director Security Bank	N/A	2%	N/A	N/A
Larry R. Jacobs Maysville, Ky	Retired	Director	Director Security Bank	N/A	1%	N/A	N/A
William R. Moran Maysville, Ky	Retired	Director	Director Security Bank	N/A	1%	N/A	N/A