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Board of Governors of the Federal Reserve System

2015 JUL 31 PM 4:19



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, 2014

Month / Day / Year

N/A

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

Security Bancorpof Maysville, Inc.

Legal Title of Holding Company

1 West Second Street, P.O. Box 368

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

Maysville, KY

City

State

41056

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

John C. Chamberlain President/CEO

Name

Title

606-564-3304

Area Code / Phone Number / Extension

606-564-4341

Area Code / FAX Number

johnchamberlain@securitybankmaysville.com
E-mail Address

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

1. John C. Chamberlain
Name of the Holding Company Director and Official

President / 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.

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.

PRESIDENT/CEO

Signature of Holding Company Director and Official

7-28-15

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. _____

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

WE DO NOT HAVE AN ANNUAL REPORT
PREPARED.

Item 2(a)

Security Bancorp of Maysville, Inc
Maysville, Ky

INCORPORATED IN KENTUCKY

Owns 100%

Security Bank & Trust Co.
Maysville, Ky

INCORPORATED IN KENTUCKY

FORM FR Y-6

ITEM 3

Betty M. CLarke	May's Lick, KY/USA	130 Shares	16% 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, 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

FORM FR Y-6

Item 4- Directors, Officers, and Principal Securities Holder

	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
William R. Clarke, Jr. Maysville, Ky.		Pres/Chair	Pres/Chair Security Bank	N/A	20%	N/A	N/A
Betty M. Clarke Mayslick, Ky.	Retired	Pri/Sec/Hold	Pri/Sec/Hold Security Bank	N/A	16%	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
John C. Chamberlain Maysville, Ky.		Exec VP	Exec VP Security Bank	N/A	.001%	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

Results: A list of branches for your depository institution: SECURITY BANK AND TRUST COMPANY (ID_RSSD: 835613).
 This depository institution is held by SECURITY BANCORP OF MAYSVILLE, INC. (2952484) of MAYSVILLE, KY.
 The data are as of 12/31/2014. Data reflects information that was received and processed through 07/06/2015.

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)	835613	SECURITY BANK AND TRUST COMPANY	1 WEST 2ND STREET	MAYSVILLE	KY	41056	MASON	UNITED STATES	5170	0	SECURITY BANK AND TRUST COMPANY	835613	
OK		Limited Service	168012	DRIVE-IN BRANCH	120 MARKET STREET	MAYSVILLE	KY	41056	MASON	UNITED STATES	217954	1	SECURITY BANK AND TRUST COMPANY	835613	
OK		Full Service	3669323	U.S. 68 BRANCH	1426 US HIGHWAY 68	MAYSVILLE	KY	41056	MASON	UNITED STATES	217955	2	SECURITY BANK AND TRUST COMPANY	835613	