

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

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FEDERAL RESERVE BANK
OF CLEVELAND

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, 2015

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

CNB Holdings, Inc.

Legal Title of Holding Company

100 East Main Street/P.O. Box 329

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

McConnelsville

OH

43756

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Michael T. Vynalek

President & COO

Name

Title

740-962-4565

Area Code / Phone Number / Extension

740-962-6432

Area Code / FAX Number

mike.vynalek@cnb-online.net

E-mail Address

www.cnb-online.net

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

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

I, **Michael T. Vynalek**

Name of the Holding Company Director and Official

President & COO

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.

Signature of Holding Company Director and Official

07/12/2016

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.

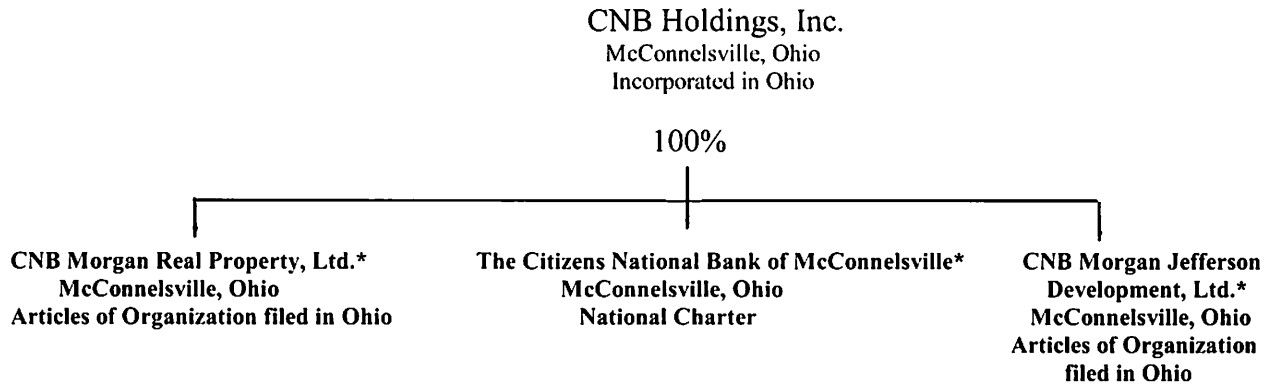
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Form FR Y-6

CNB Holdings, Inc.
McConnelsville, Ohio
Fiscal Year Ending December 31, 2015

Report Item

1. CNB Holdings, Inc. does prepare an annual report for its shareholders. Attached is a copy of the annual report.
2. Organizational Chart



Report Item 3: Shareholders

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12/31/2015.

(1) (a) Name, City, State:	(1)(b) Country of Citizenship	(1)(c) Number and Each Class of Voting Securities
Robert J. Christie, McConnelsville, OH	USA	13,018 – 6 % Common Stock
John S. Christie, Columbus, OH	USA	13,752 – 6 % Common Stock
Mary C. McIntyre, Vienna, VA	USA	14,688 – 6 % Common Stock

Shareholders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-15.

(2) (a), (b), and (c): N/A

**Form FR Y-6
CNB Holdings, Inc.**

Fiscal Year Ending December 31, 2015

Report Item 4: Insiders

(1)(2)(3)(a)(b)(c) and (4)(a)(b)(c)

(1) Name & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Co.	(3)(a) Title & Position with BHC	(3)(b) Title & Position with Subsidiary	(3)(c) Title & Position with other businesses	(4)(a) Percentage of Voting Shares in BHC	(4)(b) Percentage of Voting Shares in Subsidiary	(4)(c) Names of companies or partnerships 25% or more of voting securities are held.
William R. Allen McConnelsville, Oh	Retired	Director	Director Citizens National Bank of McConnelsville	N/A	.94 %	None	N/A
Terry L. Bragg McConnelsville, Oh	Retail Merchant	Director & Vice Chairman	Director & Vice Chairman Citizens National Bank of McConnelsville	President	4.00 %	None	N/A
John K. Christie* Columbus, Oh	Attorney	Director	Director Citizens National Bank of McConnelsville	Attorney-At-Law	.70 %	None	John K. Christie, LLC. (100%)
Robert J. Christie* McConnelsville, Oh	Attorney & Bank CEO	Director & Chairman	Director & Chairman Citizens National Bank of McConnelsville	President & Secretary Attorney-At-Law	5.67%	None	Kennebec, Inc. (33.3%) Robert J. Christie, LLC. (100%)
Alyce P. Lutz Philo, Oh	Retired	Director	Director Citizens National Bank of McConnelsville	N/A	.65 %	None	N/A
Philip L. Tome Fort Myers, Fl	Retired	Director & Secretary	Director & Secretary Citizens National Bank of McConnelsvill	N/A	2.57 %	None	N/A
Michael T. Vynalek McConnelsville, Oh	N/A	Director & President	Director, President & COO Citizens National Bank of McConnelsville	N/A	1.87 %	None	N/A

**Form FR Y-6
CNB Holdings, Inc.**

Fiscal Year Ending December 31, 2015

Report Item 4: Directors and Officers (Continued)

(1)(2)(3)(a)(b)(c) and (4)(a)(b)(c)

(1) Name & Address	(2) Principal Occupation	(3)(a) Title & Position with BHC	(3)(b) Title & Position with Subsidiary	(3)(c) Title & Position with other businesses	(4)(a) Percentage of Voting Shares in BHC	(4)(b) Percentage of Voting Shares in Subsidiary	(4)(c) Names of companies or partnerships 25% or more of voting securities are held.
Darl E. Hann Malta, Oh	Merchant	Director	Director Citizens National Bank of McConnelsville	President Owner Part Owner President	2.36 %	None	Hann Manufacturing, Inc. (100%) Hann Malta Ltd. (100%) DSC North 60 Service (60%) Ohio Hardwood & Plywood (100%)
Gary E. Hamilton Zanesville, Oh	CPA	Director	Director Citizens National Bank of McConnelsville	General Partner	.05%	None	Hamilton, Waltman, Obenour Melsheimer & Assoc., LLC (25%)
Matthew A. Carpenter Chandlersville, Oh	N/A	Vice President	Vice President Citizens National Bank of McConnelsville	N/A	.53%	None	N/A
John S. Christie* Columbus, Oh	N/A	N/A	N/A	Vice President	5.99%	None	Kennebec, Inc. (33.3%)
Mary C. McIntyre* Vienna, Va	N/A	N/A	N/A	N/A	5.99%	None	Kennebec, Inc. (33.3%)
Marcia E. Christie* McConnelsville, Oh	N/A	N/A	N/A	N/A	2.62%	None	N/A
Andrew E. Christie* San Diego, Ca	N/A	N/A	N/A	N/A	.70%	None	N/A
Michael T. Christie* New Albany, Oh	N/A	N/A	N/A	N/A	.70%	None	N/A
Lindsey T. Burt* Columbus, Oh	N/A	N/A	N/A	N/A	.35%	None	N/A

**Form FR Y-6
CNB Holdings, Inc.**

Fiscal Year Ending December 31, 2015

Report Item 4: Directors and Officers (Continued)

(1)(2)(3)(a)(b)(c) and (4)(a)(b)(c)

(1) Name & Address	(2) Principal Occupation	(3)(a) Title & Position with BHC	(3)(b) Title & Position with Subsidiary	(3)(c) Title & Position with other businesses	(4)(a) Percentage of Voting Shares in BHC	(4)(b) Percentage of Voting Shares in Subsidiary	(4)(c) Names of companies or partnerships 25% or more of voting securities are held.
Robert M. Christie* Columbus, Oh	N/A	N/A	N/A	N/A	.35%	None	N/A
Sara Jo Christie* Columbus, Oh	N/A	N/A	N/A	N/A	.35%	None	N/A

*Common family members.

Results: A list of branches for your depository institution: **CITIZENS NATIONAL BANK OF MCCONNELSVILLE, THE (ID_RSSD: 685023)**.
 This depository institution is held by **CNB HOLDINGS, INC. (2951106)** of **MCCONNELSVILLE, OH**.
 The data are as of **12/31/2015**. Data reflects information that was received and processed through **01/07/2016**.

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)	685023	CITIZENS NATIONAL BANK OF MCCONNELSVILLE, THE	100 EAST MAIN STREET	MCCONNELSVILLE	OH	43756	MORGAN	UNITED STATES	4448	0	CITIZENS NATIONAL BANK OF MCCONNELSVILLE, THE	685023	
OK		Full Service	2566854	DUNCAN FALLS BRANCH	401 MAIN STREET	DUNCAN FALLS	OH	43734	MUSKINGUM	UNITED STATES	211694	1	CITIZENS NATIONAL BANK OF MCCONNELSVILLE, THE	685023	