

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)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). 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, top-tier savings and loan holding companies, and U.S. intermediate 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. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

Date of Report (top-tier holding company's fiscal year-end):

**December 31, 2016**

Month / Day / Year

None

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

Reporter's Name, Street, and Mailing Address

Somerset Trust Holding Company

Legal Title of Holding Company

151 W. Main Street

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

<u>Somerset</u>	<u>PA</u>	<u>15501</u>
City	State	Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Sandy Dusack Controller

Name Title

814-443-9368

Area Code / Phone Number / Extension

814-443-9220

Area Code / FAX Number

dusack@somersettrust.com

E-mail Address

www.somersettrust.com

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

I, Thomas J. Cook, Esq.

Name of the Holding Company Director and Official

Secretary

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]*

Signature of Holding Company Director and Official

03/29/2017

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. \_\_\_\_\_

Is confidential treatment requested for any portion of this report submission? .....	0=No 1=Yes	<input type="checkbox"/> 0
In accordance with the General Instructions for this report (check only one),		
1. a letter justifying this request is being provided along with the report .....	<input type="checkbox"/>	
2. a letter justifying this request has been provided separately .....	<input type="checkbox"/>	
NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."		

## 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.

None

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Legal Title of Subsidiary Holding Company

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

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City State Zip Code

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Physical Location (if different from mailing address)

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Physical Location (if different from mailing address)

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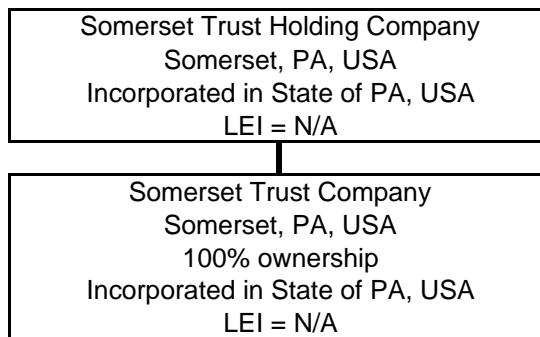
# Form FR Y-6

Somerset Trust Holding Company  
Somerset, Pennsylvania  
Fiscal Year Ending December 31, 2016

Report Item :

1 Annual report for shareholders received by FRB Cleveland on 03/29/17.

2a Organization Chart :



2b Domestic Branch Listing

3 Security Holders (5% or more voting power) - None

4 Insiders

4c Insiders - voting shares at other companies additional information

Branch Locations per <http://structurelists.federalreserve.gov/>

**Results:** A list of branches for your depository institution **SOMERSET TRUST COMPANY (ID: RSSD 212522)**.  
 This depository institution is held by **SOMERSET TRUST HOLDING COMPANY (2914857)** of **SOMERSET, PA**.  
 The data are as of **12/31/2016**. Data reflects information that was received and processed through **01/10/2017**.

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*
Full Service (Head Office)	212522	SOMERSET TRUST COMPANY	151 WEST MAIN STREET	SOMERSET	PA	15501	SOMERSET	UNITED STATES	7096	0	SOMERSET TRUST COMPANY	212522
Full Service	4527297	GRANTSVILLE PLAZA BRANCH	3245 CHESTNUT RIDGE ROAD	GRANTSVILLE	MD	21536	GARRETT	UNITED STATES	Not Required	Not Required	SOMERSET TRUST COMPANY	212522
Full Service	4897066	SOMERSET TRUST COMPANY - BEDFORD OFFICE	8796 LINCOLN HIGHWAY	BEDFORD	PA	15522	BEDFORD	UNITED STATES	Not Required	Not Required	SOMERSET TRUST COMPANY	212522
Full Service	1878541	BERLIN OFFICE	420 MAIN STREET	BERLIN	PA	15530	SOMERSET	UNITED STATES	224033	5	SOMERSET TRUST COMPANY	212522
Full Service	4463742	BOSWELL OFFICE	210 OHIO STREET	BOSWELL	PA	15531	SOMERSET	UNITED STATES	535761	25	SOMERSET TRUST COMPANY	212522
Full Service	4095947	CHAMPION OFFICE	1446 COUNTY LINE ROAD	CHAMPION	PA	15622	WESTMORELAND	UNITED STATES	510538	18	SOMERSET TRUST COMPANY	212522
Full Service	3358476	CONFLUENCE OFFICE	612 LOGAN PLACE	CONFLUENCE	PA	15424	SOMERSET	UNITED STATES	361905	10	SOMERSET TRUST COMPANY	212522
Full Service	4763077	CONNELLSVILLE OFFICE AT THE TRAIN STATION COMPLEX	904 WEST CRAWFORD AVENUE	CONNELLSVILLE	PA	15425	FAYETTE	UNITED STATES	Not Required	Not Required	SOMERSET TRUST COMPANY	212522
Full Service	4576866	PECHIN IN-STORE BRANCH	300 LAUREL DRIVE	CONNELLSVILLE	PA	15425	FAYETTE	UNITED STATES	Not Required	Not Required	SOMERSET TRUST COMPANY	212522
Full Service	4489939	SOMERSET TRUST COMPANY-CONNELLSVILLE BRANCH INSIDE WAL-MART	1450 MORRELL AVENUE	CONNELLSVILLE	PA	15425	FAYETTE	UNITED STATES	Not Required	Not Required	SOMERSET TRUST COMPANY	212522
Full Service	4365499	FISHERTOWN OFFICE	2095 QUAKER VALLEY RD	FISHERTOWN	PA	15539	BEDFORD	UNITED STATES	527648	22	SOMERSET TRUST COMPANY	212522
Full Service	2862828	HOOVERVILLE OFFICE	803 BARN STREET	HOOVERVILLE	PA	15936	SOMERSET	UNITED STATES	224036	8	SOMERSET TRUST COMPANY	212522
Full Service	4587460	SOMERSET TRUST COMPANY - HOPWOOD OFFICE	1176 NATIONAL PIKE	HOPWOOD	PA	15445	FAYETTE	UNITED STATES	Not Required	Not Required	SOMERSET TRUST COMPANY	212522
Limited Service	3649606	ALLEGHENY LUTHERAN HOME	807 GOUCHER STREET	JOHNSTOWN	PA	15905	CAMBRIA	UNITED STATES	453445	16	SOMERSET TRUST COMPANY	212522
Full Service	3358449	GIANT EAGLE OFFICE	344 GOUCHER STREET	JOHNSTOWN	PA	15905	CAMBRIA	UNITED STATES	365303	13	SOMERSET TRUST COMPANY	212522
Full Service	3358467	JOHNSTOWN OFFICE	116 MARKET STREET	JOHNSTOWN	PA	15901	CAMBRIA	UNITED STATES	224034	6	SOMERSET TRUST COMPANY	212522
Full Service	3358430	RICHLAND OFFICE	1416 SCALP AVENUE	JOHNSTOWN	PA	15904	CAMBRIA	UNITED STATES	224030	2	SOMERSET TRUST COMPANY	212522
Full Service	4935463	SOMERSET TRUST COMPANY - RICHLAND IN-STORE BRANCH	1513 SCALP AVE	JOHNSTOWN	PA	15904	CAMBRIA	UNITED STATES	Not Required	Not Required	SOMERSET TRUST COMPANY	212522
Full Service	4894560	SOMERSET TRUST COMPANY-UPJ CAMPUS BRANCH	450 SCHOOLHOUSE ROAD	JOHNSTOWN	PA	15904	CAMBRIA	UNITED STATES	Not Required	Not Required	SOMERSET TRUST COMPANY	212522
Full Service	4095956	VINCO OFFICE	2690 WILLIAM PENN AVENUE SUITE 5	JOHNSTOWN	PA	15909	CAMBRIA	UNITED STATES	509364	17	SOMERSET TRUST COMPANY	212522
Full Service	4207441	WESTWOOD OFFICE	1739 LYTER DR	JOHNSTOWN	PA	15905	CAMBRIA	UNITED STATES	513634	19	SOMERSET TRUST COMPANY	212522
Full Service	4229322	LIGONIER MAIN	228 W MAIN ST	LIGONIER	PA	15658	WESTMORELAND	UNITED STATES	526957	21	SOMERSET TRUST COMPANY	212522
Full Service	4385563	OAK GROVE OFFICE	3720 STATE ROUTE 711	LIGONIER	PA	15658	WESTMORELAND	UNITED STATES	531908	24	SOMERSET TRUST COMPANY	212522
Full Service	4416515	NATIONAL PIKE BRANCH	4640 NATIONAL PIKE	MARKLEYSBURG	PA	15459	FAYETTE	UNITED STATES	531638	23	SOMERSET TRUST COMPANY	212522
Full Service	3358494	MEYERSDALE OFFICE BRANCH	151 CENTER STREET	MEYERSDALE	PA	15552	SOMERSET	UNITED STATES	357049	9	SOMERSET TRUST COMPANY	212522
Limited Service	2828619	MEYERSDALE SOUTHSIDE OFFICE	7109 MASON DIXON HIGHWAY	MEYERSDALE	PA	15552	SOMERSET	UNITED STATES	453444	15	SOMERSET TRUST COMPANY	212522
Full Service	4720922	SOMERSET TRUST COMPANY - MT. PLEASANT BRANCH	2100 SUMMIT RIDGE PLAZA	MOUNT PLEASANT	PA	15666	WESTMORELAND	UNITED STATES	Not Required	Not Required	SOMERSET TRUST COMPANY	212522
Full Service	3358506	GLADES PIKE OFFICE	4185 GLADES PIKE	SOMERSET	PA	15501	SOMERSET	UNITED STATES	224035	7	SOMERSET TRUST COMPANY	212522
Full Service	3397130	SOMERSET CROSSING	2028 NORTH CENTER AVENUE	SOMERSET	PA	15501	SOMERSET	UNITED STATES	446241	14	SOMERSET TRUST COMPANY	212522
Full Service	3649615	SOMERSET PLAZA OFFICE	1614 NORTH CENTER AVENUE	SOMERSET	PA	15501	SOMERSET	UNITED STATES	Not Required	Not Required	SOMERSET TRUST COMPANY	212522
Trust	3689853	TRUST DEPARTMENT HISTORIC BUILDING	131 NORTH CENTER AVENUE	SOMERSET	PA	15501	SOMERSET	UNITED STATES	224031	3	SOMERSET TRUST COMPANY	212522
Full Service	4846961	SOMERSET TRUST COMPANY-YOUNGWOOD OFFICE	250 SOUTH 3RD ST	YOUNGWOOD	PA	15697	WESTMORELAND	UNITED STATES	Not Required	Not Required	SOMERSET TRUST COMPANY	212522

**Form FR Y-6**  
**Somerset Trust Holding Company**  
**Fiscal Year Ending 12/31/2016**

Report Item 4: Directors and Officers, Insiders

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with other Businesses	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in subsidiaries	(4)(c) Percentage of Voting Shares of other companies if 25% or more of voting securities held
G. Henry Cook Somerset, PA, USA	N/A	Chairman, President & CEO	President, CEO & Director Somerset Trust Co.	N/A	1.48%	N/A	N/A
Thomas J. Cook, Esq Ligonier, PA, USA	N/A	Exec VP & Secretary	Ex. VP, Secretary & Director Somerset Trust Co.	Partner - Gub Group	1.52%	N/A	25%
Andrew F. Cook Somerset, PA, USA	N/A	Sr. Vice President	Sr. VP & Branch Development, Security & Facilities Officer, & Director Somerset Trust Co.	N/A	1.37%	N/A	
Sean C. Isgan Somerset, PA, USA	President CME Management, LLC	Director	Director Somerset Trust Co.	President - CME Management, LLC Partner - CME Engineering, LP Partner - CME Operations, LP Partner - CME Laboratories, LP President - Beechtree Holdings, Inc. Vice President - Wye Oak Holdings, LLC Manager - Whitetail Holdings, LLC Partner - Dogwood Holdings, LP	0.04%	N/A	50% 50% 50% 50% 50% 100% 50%
Vickie L. Beer Sipesville, PA USA	President Beer, Ream & Co., P.C.	Director	Director Somerset Trust Co.	President - Beer Ream Co. Partner - Beer/Ream Joint Venture	0.19%	N/A	45% 50%
Barbara Wheeler Davies Somerset, PA, USA	Partner Wheeler Davies, LLC	Director	Director Somerset Trust Co.	Partner - Wheeler Davies, LLC	0.32%	N/A	25%
Richard C. Yeager Johnstown, PA, USA	President Big City Consultants, LLC	Director	Director Somerset Trust Co.	Partner - Big City Consultants, LLC Partner - Ferndale Storage, LLC Partner - Atlee Realty, LLC	0.34%	N/A	50% 50% 50%
Troy A. Miller Somerset, PA, USA	President Luther P. Miller, Inc.	Director	Director Somerset Trust Co.	President - Luther P Miller, Inc	0.02%	N/A	30%
John M. Kriak Johnstown, PA, USA	President Group Genesis, LLC	Director	Director Somerset Trust Co.	President - Group Genesis, LLC	0.14%	N/A	100%
Jon C. Clapper Meyersdale, PA, USA	President Clappers Industries, Inc.	Director	Director Somerset Trust Co.	President - Clapper's Industries, Inc. Secretary/Treasurer - Clappers Building Materials, Inc	0.24%	N/A	50% 50%
James G. Knepper, Jr. Somerset, PA, USA	President The Knepper Agency Inc.	Director	Director Somerset Trust Co.	Owner/President - Knepper Insurance Group	0.22%	N/A	100%
J. Scott Roberts Johnstown, PA, USA	Owner Sun Storm, LLC	Director	Director Somerset Trust Co.	Owner - SunStorm, LLC	0.01%	N/A	50%

<b>DIRECTOR</b>	<b>PRINCIPAL BUSINESS AFFILIATIONS</b>	<b>CAPACITY</b>	<b>%</b>
G. Henry Cook	Somerset Trust Company	President/CEO/Director	<2
Thomas J. Cook	Somerset Trust Company	Executive Vice	<2
		President/Secretary/Director	
	GUB Group	Partner	25
	Ligonier Country Market	Board President	0
	Fort Ligonier	Trustee	0
Andrew F. Cook	Somerset Trust Company	Sr. VP & Branch Development, Security & Facilities Officer/Director	<2
Vickie L. Beer	Beer Ream Co.	President	45
	Beer / Ream Joint Venture	Partner	50
Jon Clapper	Clappers Industries, Inc.	President	50
	Clappers Building Materials, Inc.	Secretary / Treasurer	50
	Lakeside Estates, LLC	Partner	8.33
Barbara Davies	Wheeler Family Partnership	Partner	25
	Wheeler Family Charitable Trust	Director	0
	Randy Davies Seller Rep Account		14.6
Sean Isgan	CME Management, LLC	President	50
	CME Engineering, LP	Partner	50
	CME Operations, LP	Partner	50
	CME Laboratories, LP	Partner	50
	Beechtree Holdings, Inc.	President	50
	Wye Oak Holdings, LLC	Vice President	50
	Whitetail Holdings, LLC	Manager	100
	Dogwood Holdings, LP	Partner	50
James Knepper, Jr.	Knepper Insurance Group	Owner / President	100
	Tableland, Inc.	Board member	
	Laurel Arts, Inc.	Board member	
John Kriak	Laurel Holdings, Inc.	Director	2
	Quintech Electronics & Communication, Inc	Director / CFO	2
	Community Foundation of the Alleghenies	Director	
	Group Genesis, LLC	President	100
Troy Miller	Luther P Miller, Inc.	President	30
Scott Roberts	SunStorm, LLC	Owner	50
Richard Yeager	Big City Consultants, LLC	Partner	50
	Ferndale Storage, LLC	Partner	50
	Atlee Realty, LLC	Partner	50

<b>DIRECTOR</b>	<b>PRINCIPAL BUSINESS AFFILIATIONS</b>	<b>CAPACITY</b>	<b>%</b>
G. Henry Cook	Somerset Trust Company	President & CEO/Director	<2
Thomas J. Cook	Somerset Trust Company	Executive Vice President & Secretary/Director	<2
	GUB Group	Partner	25
	Ligonier Country Market	Board President	0
	Fort Ligonier	Trustee	0
Andrew F. Cook	Somerset Trust Company	Sr. VP & Branch Development, Security & Facilities Officer/Director	<2
Larry Barron	Somerset Trust Company	Sr. VP & General Counsel	<1
Alan Brick	Somerset Trust Company	Sr. VP & Regional Branch Administrator	<1
	Trinity UCC Endowment	Board member	0
	Berlin Historical Society Endowment	Board member	0
Joseph Crowley	Somerset Trust Company	Sr. VP & Sr. Loan Officer	<1
Robert Enos	Somerset Trust Company	Sr. VP & Sr. Loan Officer	<1
John Gill	Somerset Trust Company	Sr. VP, Chief Operating & Risk Officer	<1
David Hudak	Somerset Trust Company	Sr. VP, CFO & Treasurer	<1
	PA Bankers Association	Member Services Committee	0
	Federal Home Loan Bank	Member Advisory Board	0
	Richland School District	Board member	0
	United Way	Board & Finance Committee	0
	Salvation Army	Board member	0
William Locher	Somerset Trust Company	Sr. VP & Sr. Loan Officer	<1
	JARI	Vice Chairman & Board member	0
	Johnstown Symphony Orchestra	Director Emeritus	0
Roberta Lohr	Somerset Trust Company	Sr. VP & Marketing Officer	<1
John Malone	Somerset Trust Company	Sr. VP & Loan Officer	<1
	Private Industry Council	Board Chairman	0
	Uniontown Hospital	Board Finance Committee	0
	Carnegie Library	Chairman, Board of Trustees	0
	St. Vincent College	Adjunct Faculty	0
	Dunbar Twp. Municipal Authority	Board Chairman	0
Ann Persun	Somerset Trust Company	Sr. VP & Trust Officer	<1
	Somerset Area Food Pantry	Treasurer	0
	Children's Aid Society	Foundation Trustee	0
Susan Powell	Somerset Trust Company	Sr. VP & Sr. Auditor	<1
Gloria Pritts	Somerset Trust Company	Sr. VP & Human Resources Officer	<1
	Laurel Hill Trout Farm, Inc.	Vice President	48
	Mt Zion Lutheran Church	Member & Finance	0
	Bakersville Community Grove	Treasurer	0
	EMAR	Secretary & Board member	0
	SAWIB	Board member	0
	Laurel Mountain Mission Team	Team leader	0
	ACM Advisory Board	Member	0
	Somerset County Chamber of Commerce Education Committee	Co-chair	0
	Success in Somerset County	Chair	0
	Friends of Laurel Hill	Volunteer	0
	Perkins Committee	Member	0

Bruce Shipley	Somerset Trust Company	Sr. VP & Sr. Loan Officer, Business Development	<1
	Somerset Hospital	President / Chairman	0
	Somerset Hospital Foundation	Chairman	0
	Somerset Health Services	Board member	0
	Somerset Med Services	Chairman	0
	Somerset County General Authority	Vice Chairman	0
Michael Whipkey	Somerset Trust Company	Sr. VP, Compliance & Privacy Officer	<1
	Somerset Hospital Veterans Implementation Committee	Board member	0