

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.

I, **Gregory J. Meade**

Name of the Holding Company Director and Official

Chairman

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.

Gregory J. Meade
 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. _____

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

December 31, 2017

Month / Day / Year

549300L1U2HOTC8O4K95

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

Reporter's Name, Street, and Mailing Address

Citizens National Corporation

Legal Title of Holding Company

620 Broadway

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

Paintsville

KY

41240

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

W. David Michael

EVP/CFO

Name

Title

(606)264-3080

Area Code / Phone Number / Extension

(606)789-4440

Area Code / FAX Number

davidm@wercitizens.bank

E-mail Address

www.wercitizens.bank

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

Is confidential treatment requested for any portion of this report submission? 0=No 1=Yes

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
- 2. a letter justifying this request has been provided separately ...

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

Form FR Y-6

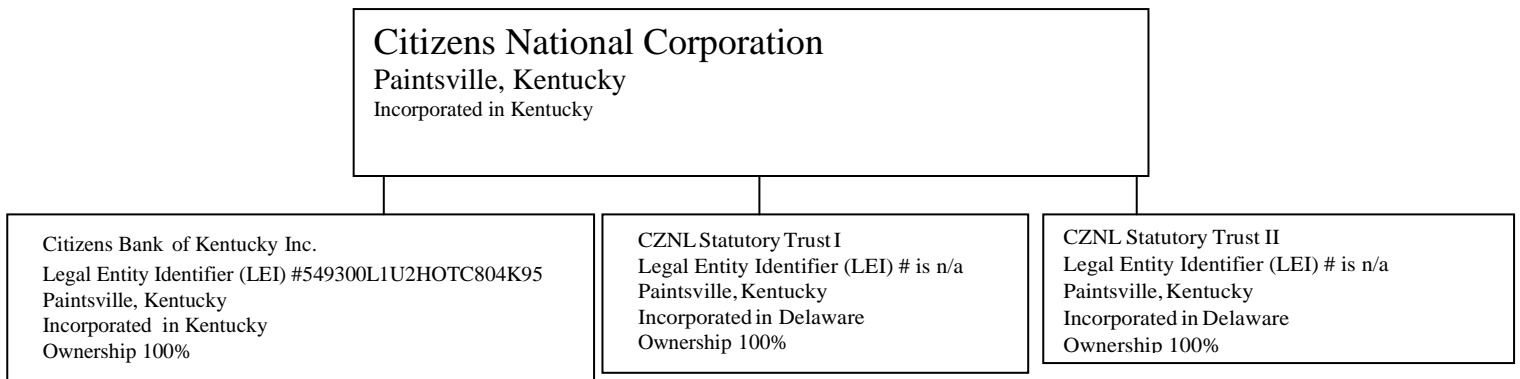
CITIZENS NATIONAL CORPORATION
PAINTSVILLE, KY
FISCAL YEAR ENDING
DECEMBER 31, 2017

Report Item 1

The bank holding company prepares an annual report for its shareholders. A copy will be submitted with filing if available. If not available, the annual report will be sent when available.

Report Item 2

Organization Chart



2b: Submitted on 03/23/18.

Results: A list of branches for your holding company: **CITIZENS NATIONAL CORPORATION (1071623) of PAINTSVILLE, KY.**
 The data are as of 12/31/2017. Data reflects information that was received and processed through 01/04/2018.

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)		495419	CITIZENS BANK OF KENTUCKY, INC	620 BROADWAY AVE.	PAINTSVILLE	KY	41240	JOHNSON	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC		495419	
OK		Full Service		420411	ALLEN BRANCH	6474 KY ROUTE 1428	ALLEN	KY	41601	FLOYD	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC		495419	
OK		Full Service		2668570	ASHLAND BRANCH	855 CENTRAL AVENUE	ASHLAND	KY	41101	BOYD	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC		495419	
OK		Full Service		3075531	GRAYSON BRANCH	167 SOUTH CAROL MALONE BOULEVARD	GRAYSON	KY	41143	CARTER	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC		495419	
OK		Full Service		983215	LOUISA BRANCH	3651 US HIGHWAY 2565	LOUISA	KY	41230	LAWRENCE	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC		495419	
OK		Full Service		301819	LEFT BEAVER BRANCH	9674 KY ROUTE 122	MCDOWELL	KY	41669	FLOYD	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC		495419	
OK		Full Service		494917	MAYO PLAZA BRANCH	333 NORTH MAYO TRAIL	PAINTSVILLE	KY	41240	JOHNSON	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC		495419	
OK		Full Service		2380993	PIKEVILLE BRANCH	247 HAMBLEY BOULEVARD	PIKEVILLE	KY	41501	PIKE	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC		495419	
OK		Full Service		3157745	WEDDINGTON PLAZA BRANCH	4367 NORTH MAYO TRAIL	PIKEVILLE	KY	41501	PIKE	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC		495419	
OK		Full Service		2850012	CENTREPOINTE BRANCH	50 FRANKLIN CORNER	PRESTONSBURG	KY	41653	FLOYD	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC		495419	
OK		Full Service		3668081	RUSSELL ROAD BRANCH	320 RUSSELL ROAD	RUSSELL	KY	41169	GREENUP	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC		495419	
OK		Full Service		236210	SALYERSVILLE BRANCH	615 E. MOUNTAIN PARKWAY	SALYERSVILLE	KY	41465	MAGOFFIN	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC		495419	
OK		Full Service		3177378	WINCHESTER BRANCH	695 BULLION BOULEVARD	WINCHESTER	KY	40391	CLARK	UNITED STATES	Not Required	Not Required	CITIZENS BANK OF KENTUCKY, INC		495419	

Form FR Y-6
 Citizens National Corporation
 Fiscal Year Ending December 31, 2017

Report Item 3: Shareholders
 (1)(a) (b) (c) and (2)(a) (b) (c)

Current shareholders with ownership, control or holdings of 5% or more
 With power to vote as of fiscal year ending 12-31-2017

(1)(a) Name & Address City St, Country	(1) (b) Country of Citizenship or Incorporation	(1) (c) Number and Percentage of Each Class of Voting shares	
Bob Hutchison Staffordsville, KY	USA	153,827	15%
G. Larry Conley Dunwoody, GA	USA	132,222	12%
Lisa Johnson Pikeville, KY	USA	126,457	12%
Paul D. Brown Staffordsville, KY	USA	65,777	6%
L. Barrett Frederick West Liberty, KY	USA	64,445	6%
Lynn Dorton Mullins Paintsville, KY	USA	57,258	5%

(Reflects ownership WITH FAMILY included)
 Using outstanding shares as of 12/31/17
 1,017,820

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 12/31/17

(2) a Name/Address City St, Country	(2) b Country of Citizenship or Incorporation	(2)c Number & Percentage of Each Class of Voting shares
n/a		

Report Item 4 INSIDERS
 (1) (2) (3) (A) (B) (C) AND (4) (A) (B) (C)
 CITIZENS NATIONAL CORPORATION

(4)(c)

List names of other companies
 Includes Partnerships of 25% or more if voting securities are held list names of companies and % of Voting securities held

(1) Name & Address City, St. Country	(2) PRINCIPAL OCCUPATION (if other than with bank holding co.)	(3)(a) Title & POSITION HELD with Bank Holding Co.	(3)(b) Title/Position With Subsidiaries (Include names)	(3)© Title/Position with Other Businesses (Include names)	(4) (a) % of Voting Shares in Bank Holding Co.	(4) (b) % of Voting Shares in Subsidiaries (Include names)	(4)(c)
PAUL D. BROWN Staffordsville, KY-USA	President	Director	Director CBK	President Rd Br Wms RE	6	None	Redd Brown Wms RE Ser Inc.100%
G.LARRY CONLEY Dunwoody, GA - USA	Retired	Director	Director-CBK	None	12	None	None
ROBIN T. COOPER Lexington, KY (USA)	Executive Officer Kentucky League of Cities	Director	Director-CBK	None	1	None	None
L. BARRETT FREDERICK West Liberty, KY - USA	President Rifle Coal	Director	Director-CBK	Rifle Coal member Windwoods Farm Partner;	6	None	Rifle Coal Member 25%; Windwoods Farm Ptnr 67%
BOB M. HUTCHISON Staffordsville, KY - USA	President BBT Corp	Director	Director-CBK	Commercial Bank Director -see attached sheet 4C	15	None one	see Addendum 4c
LISA JOHNSON Pikeville, KY - USA	Accountant	Director	Director-CBK	Accountant	12	None	Shell Properties 100%
GREGORY J. MEADE Paintsville, KY USA	Owner Operator Gregory J. Meade Ins Agency	Director	Director-CBK	Owner-Operator Gregory J. Meade Ins Agency Inc.	3	None	Gregory J. Meade Ins. Agency Inc. 100%
LYNN D MULLINS Paintsville, KY - USA	Retired	Director	Director-CBK	Retired	5	None	None
MARVIN B. WALKER Paintsville, KY-USA	Attorney Engineer	Director	Director-CBK	Elm St Resources	3	None	see Addendum 4c

Note: CBK = Citizens Bank of Kentucky

Continued.

ReportItem4 INSIDERS
(1) (2) (3) (A) (B) (C) AND (4) (A) (B) (C)

CITIZENS NATIONAL CORPORATION

(1) Name & Address City, St. Country	(2) PRINCIPAL OCCUPATION (if other than bank holding co)	(3) (a) Title & Position held Bank Holding Co.	(3) (b) Title/Position with With Subsidiaries (Include names)	(3) © Title/Position with Other Businesses (Include names)	(4) (a) % of Voting Shares in Bank Holding Co.	(4) (b) % of Voting Shares in Subsidiaries (Include names)	(4) (c) List names of other companies Includes Partnerships of 25% or more if voting securities are held listnames of companies and % of Voting securities held
Executive Officer/Residence Leisha Maynard Sitka, KY - USA	President & CEO Citizens Bank of Kentucky	President & CEO	President & CEO Citizens Bank of Kentucky	None	0	None	None

Addendum to Report Item 4C

Report Item 4C Insiders (attachment referred to)

Directors and Executive Officers

(NAMES OF OTHER COMPANIES INCLUDES PARTNERSHIPS 25% OR MORE VOTING ETC)

NAME	COMPANY	TITLE (3C)	OWNERSHIP (REF 4C)
Bob M. Hutchison Staffordsville, KY USA	BBT Incorporated	President	51%
	Tug Valley Arch, Inc.	President	51%
	Prestonsburg Village Arch, Inc.	President	51%
	Coal Run Arch, Inc.	Sec/Treas	49%
	Hutch Chevy Buick GMC	President	80%
	E.F.E. Services LLC	Secretary	40%
	Columbus Gasket & Supply	President	55%
	Hutch Chrysler	President	100%
	Buck Mart LLC	Management Member	100%
	Hutch Ford Lincoln	President	50%
	Commercial Bank West Liberty, KY	Director	
Marvin B. Walker Paintsville, KY USA	Elm Street Resources United	Owned/controlled by spouse	100%
	Energy Systems Inc.	Owned/Controlled by spouse	100%
	eKentucky Advanced Manufacturing Institute, Inc.	(a non-profit tax exempt organization)	