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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, 2017

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Genbeach Co, Inc

Legal Title of Holding Company

P O Box 4040

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

Winchester KY 40392

City State Zip Code

101 N Main Street, Winchester, KY 40391

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Michael Pierce Secretary

Name Title

859-744-9400

Area Code / Phone Number / Extension

859-744-2380

Area Code / FAX Number

mpierce@pebank.com

E-mail Address

N/A

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

I, Charles Beach III

Name of the Holding Company Director and Official

President

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.

Charles Beach III
 Signature of Holding Company Director and Official
 4/01/18
 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.

1246944

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

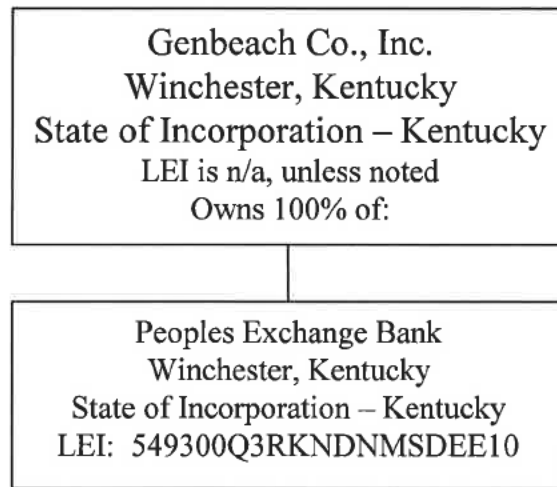
ANNUAL REPORT OF BANK HOLDING COMPANIES - FR Y-6

Genbeach Co., Inc.
Winchester, Kentucky
Year Ending December 31, 2017

Item 1

Not applicable.

Item 2(a) Organization Chart:



Item 2(b) See attached

Item 3(1):

- (1) a. Charles Beach III.
Lexington, Kentucky
- b. USA
- c. 391.17 shares common stock - representing 47% of voting rights.
- (2) a. Charles Beach IV
Lexington, KY
- b. USA
- c. 157.27 shares common stock – representing 19% of voting rights

- (3) a. Taylor B. Moloney
Nashville, TN
- b. USA
- c. 157.27 shares common stock – representing 19% of voting rights

- (4) a. Helen P. Beach
Lexington, KY
- b. USA
- c. 124 shares common stock – representing 15% of voting rights

Item 3(2): Not applicable

Item 4:

- (1) (1) Charles Beach, III
Beattyville, KY
USA
- (2) Bank Executive
- (3) (a) Director
(b) Director, Peoples Exchange Bank
- (4) (a) 47%
(b) 0%
(c) C. Beach, III Enterprises, LLC, 100%
Beach Car Wash, 100%
- (2) (1) Charles Beach IV
Lexington, KY
USA
- (2) Insurance Underwriter
- (3) (a) Director
(b) Director, Peoples Exchange Bank
(c) N/A
- (4) (a) 19%
(b) 0%
(c) N/A
- (3) (1) Whit Moloney
Nashville, TN
USA

(2) Investment Banking Executive

(3) (a) Director
(b) Director, Peoples Exchange Bank
(c) N/A

(4) (a) 0%
(b) 0%
(c) N/A

(4) (1) Walter Byrne
Lexington, KY
USA

(2) Law Firm Partner

(3) (a) Director
(b) Director, Peoples Exchange Bank
(c) Partner, Stoll, Keenon, Ogden PLLC

(4) (a) 0%
(b) 0%
(c) N/A (less than 25%)

(5) (1) Taylor B. Moloney
Nashville, TN
USA

(2) Sales Executive

(3) (a) N/A
(b) N/A
(c) N/A

(4) (a) 19%
(b) 0%
(c) N/A

(6) (1) Helen P. Beach
Lexington, KY
USA

(2) Not employed

(3) (a) N/A
(b) N/A
(c) N/A

(4) (a) 15%
(b) 0%
(c) N/A

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address
ok		Full Service (Head Office)	129910	PEOPLES EXCHANGE BANK	101 NORTH MAIN
ok		Full Service	130112	BEATTYVILLE OFFICE	HIGHWAY 52 & HIGHWAY 11
ok		Full Service	3516388	CLAY CITY OFFICE	5377 MAIN STREET
ok		Full Service	3276945	GEORGETOWN BRANCH	923 S BROADWAY
ok		Full Service	639642	LEXINGTON MAIN	901 RICHMOND RD.
ok		Full Service	2969790	STONEWALL BRANCH	3101 CLAYS MILL ROAD, UNIT 100
ok		Full Service	3943788	MOUNT STERLING BRANCH	212 APPERSON HEIGHTS
ok		Full Service	3516454	MOUNT STERLING MAIN	560 INDIAN MOUND DRIVE
ok		Full Service	5050457	STANTON BRANCH	53 E. PENDLETON ST.
ok		Full Service	3516623	WINCHESTER BRANCH	175 BROOKS PLACE WAY
ok		Full Service	3516584	WINCHESTER MAIN	101 NORTH MAIN STREET

City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office
WINCHESTER	KY	40380	CLARK	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK
BEATTYVILLE	KY	41311	LEE	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK
CLAY CITY	KY	40312	POWELL	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK
GEORGETOWN	KY	40324	SCOTT	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK
LEXINGTON	KY	40502	FAYETTE	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK
LEXINGTON	KY	40503	FAYETTE	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK
MOUNT STERLING	KY	40353	MONTGOMERY	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK
MOUNT STERLING	KY	40353	MONTGOMERY	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK
STANTON	KY	40380	POWELL	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK
WINCHESTER	KY	40391	CLARK	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK
WINCHESTER	KY	40391	CLARK	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK

