

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, 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 Pres.
 Signature of Holding Company Director and Official

8/19/20
 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, 2019

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 North Main Street, Winchester, KY 40392
 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@mymetronet.net

E-mail Address

N/A

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

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."

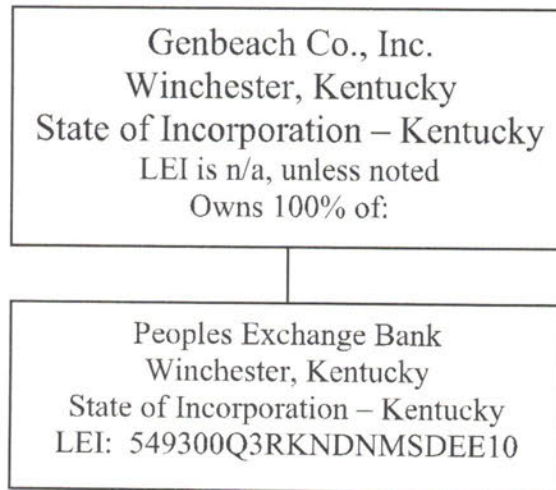
ANNUAL REPORT OF BANK HOLDING COMPANIES - FR Y-6

Genbeach Co., Inc.
Winchester, Kentucky
Year Ending December 31, 2019

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) None
 - (3) (a) Director, President
(b) Director, Peoples Exchange Bank
(c) Director, Kentucky Housing Corp
 - (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) None
 - (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

- (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) None
- (3) (a) N/A
(b) N/A
(c) N/A
- (4) (a) 15%
(b) 0%
(c) N/A

(7) (1) Michael Pierce
Lexington, KY
USA

(2) None

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

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

Results: A list of branches for your depository institution: **PEOPLES EXCHANGE BANK (ID_RSSD: 129910)**.
 This depository institution is held by **GENBEACH CO., INC. (1246944)** of **WINCHESTER, 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)	129910	PEOPLES EXCHANGE BANK	101 NORTH MAIN	WINCHESTER	KY	40380	CLARK	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK	129910	
ok		Full Service	130112	BEATTYVILLE OFFICE	HIGHWAY 52 & HIGHWAY 11	BEATTYVILLE	KY	41311	LEE	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK	129910	
ok		Full Service	3516388	CLAY CITY OFFICE	5377 MAIN STREET	CLAY CITY	KY	40312	POWELL	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK	129910	
ok		Full Service	3276945	GEORGETOWN BRANCH	923 S BROADWAY	GEORGETOWN	KY	40324	SCOTT	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK	129910	
ok		Full Service	639642	LEXINGTON MAIN	901 RICHMOND RD.	LEXINGTON	KY	40502	FAYETTE	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK	129910	
ok		Full Service	2969790	STONEWALL BRANCH	3101 CLAYS MILL ROAD, UNIT 100	LEXINGTON	KY	40503	FAYETTE	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK	129910	
ok		Full Service	3943788	MOUNT STERLING BRANCH	212 APPERSON HEIGHTS	MOUNT STERLING	KY	40353	MONTGOMERY	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK	129910	
ok		Full Service	3516454	MOUNT STERLING MAIN	560 INDIAN MOUND DRIVE	MOUNT STERLING	KY	40353	MONTGOMERY	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK	129910	
ok		Full Service	5050457	STANTON BRANCH	53 E. PENDLETON ST.	STANTON	KY	40380	POWELL	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK	129910	
ok		Full Service	3516623	WINCHESTER BRANCH	175 BROOKS PLACE WAY	WINCHESTER	KY	40391	CLARK	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK	129910	
ok		Full Service	3516584	WINCHESTER MAIN	101 NORTH MAIN STREET	WINCHESTER	KY	40391	CLARK	UNITED STATES	Not Required	Not Required	PEOPLES EXCHANGE BANK	129910	