

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.

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, T. MICHAEL PRICE

Name of the Holding Company Director and Official

PRESIDENT & CEO

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.

DocuSigned by: individual.

T. Michael Price

Signature of Holding Company Director and Official

3/24/2022

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. _____

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.

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

DECEMBER 31, 2021

Month / Day / Year

549300ZHLQ42NXDETL24

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

Reporter's Name, Street, and Mailing Address

FIRST COMMONWEALTH FINANCIAL CORPORATION

Legal Title of Holding Company

601 PHILADELPHIA STREET

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

INDIANAPA15701

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

MORGAN CYPHERASST. CONTROLLER-SEC

Name

Title

724-463-5726

Area Code / Phone Number / Extension

724-463-4770

Area Code / FAX Number

MCYPHER@FCBANKING.COM

E-mail Address

WWW.FCBANKING.COM

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

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

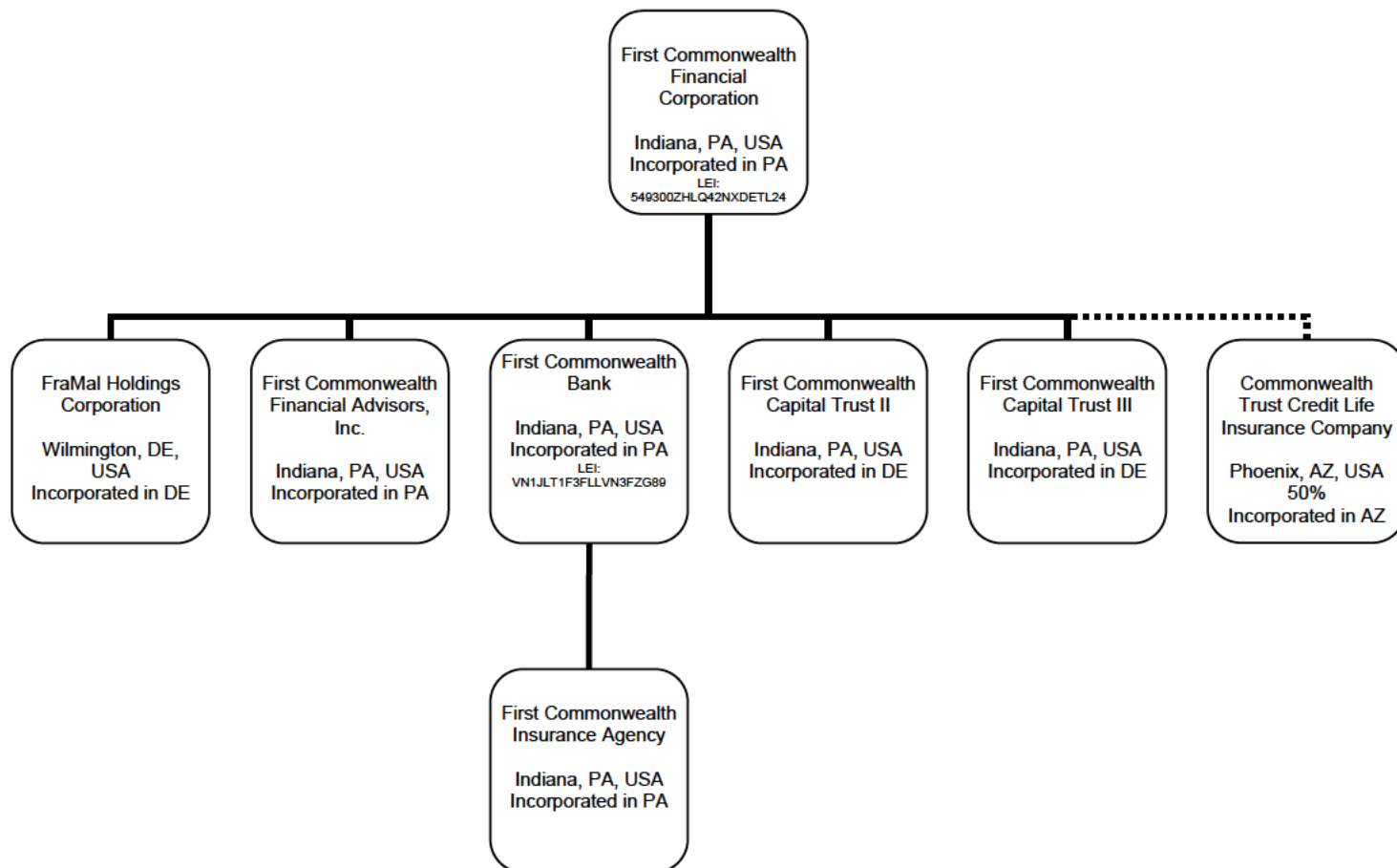
In accordance with the General Instructions for this report (check only one),

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."

REPORT ITEM 1, ANNUAL REPORT TO SHAREHOLDERS: Not Applicable

REPORT ITEM 2A, ORGANIZATIONAL CHART:



All are wholly-owned subsidiaries of First Commonwealth Financial Corporation, except First Commonwealth Insurance (which is wholly-owned subsidiaries of First Commonwealth Bank), and Commonwealth Trust Credit Life Insurance Company (which First Commonwealth Financial Corporation has a 50% voting interest). LEI is N/A unless noted.

REPORT ITEM 2B, DOMESTIC BRANCH LISTING: Provided to the Federal Reserve Bank by e-mail on March 10, 2022.

REPORT ITEM 3, SECURITIES HOLDERS:

1(a)(b)(c):

The following table sets forth certain information concerning the persons known by us to be the beneficial owners of more than 5% of the outstanding shares of our common stock. (Note: All companies listed are incorporated in the USA.)

Name and Address	Number of Shares Beneficially Owned	Percentage of Class
BlackRock, Inc. New York, NY, USA	13,813,743 ⁽¹⁾	14.6%
Dimensional Fund Advisors LP Austin, TX, USA	6,198,269 ⁽²⁾	6.5%
The Vanguard Group, Inc. Malvern, PA, USA	10,611,911 ⁽³⁾	11.2%

(1) Based on the information provided pursuant to a statement on Schedule 13G filed with the SEC on January 27, 2022 by BlackRock, Inc. reporting the holdings of BlackRock, Inc. and its subsidiaries as of December 31, 2021. According to the Schedule 13G, BlackRock, Inc. or its subsidiaries held sole voting power with respect to 13,506,446 shares and sole dispositive power over all of the reported shares.

(2) Based on information provided pursuant to a statement on Schedule 13G filed with the SEC on February 8, 2022, by Dimensional Fund Advisors LP reporting holdings, as of December 31, 2021, of certain funds to which Dimensional Fund Advisors LP furnishes investment advice. Dimensional Fund Advisors LP disclaims beneficial ownership of the reported shares. According to the Schedule 13G, Dimensional Fund Advisors LP held sole voting power over 6,077,939 shares and sole dispositive power over all of the reported shares.

(3) Based on information provided pursuant to a statement on Schedule 13G filed with the SEC on February 10, 2022 by The Vanguard Group, Inc. reporting the holdings of The Vanguard Group, Inc. and its subsidiaries as of December 31, 2021. According to the Schedule 13G, The Vanguard Group, Inc. held sole voting power over 0 shares, shared voting power over 92,029 shares, sole dispositive power over 10,431,043 shares and shared dispositive power over 180,868 shares.

2(a)(b)(c): Not Applicable

REPORT ITEM 4. INSIDERS:

The following table lists each principal shareholder, director, trustee, partner, executive officer, or person exercising similar functions, regardless of title or compensation of First Commonwealth Financial Corporation (FCFC) at December 31, 2021. All voting stock referred to below is common stock of the Corporation because all of the subsidiaries of the Corporation are wholly owned.

* Denotes less than 1%, and (#) indicates footnote.

Subsidiary abbreviations: FCFA = First Commonwealth Financial Advisors; FCIA = First Commonwealth Insurance Agency; FCB = First Commonwealth Bank; CTCLIC = Commonwealth Trust Credit Life Insurance Company.

Name, Residence, Principal Occupation, and Directorships (1)	Position with the Corporation and Subsidiaries	% of Outstanding Voting Stock (2)	Ownership of Other Businesses	
			Company Name	% of Voting Shares
Jon L. Gorney Avon Lake, OH, USA Retired; Formerly Executive Vice President, National City Corporation; Chairman of the Board, FCFC, FCB	Chairman of the Board FCFC, FCB	*	N/A	N/A

Name, Residence, Principal Occupation, and Directorships (1)	Position with the Corporation and Subsidiaries	% of Outstanding Voting Stock (2)	Ownership of Other Businesses	
			Company Name	% of Voting Shares
<u>T. Michael Price</u> Gibsonia, PA, USA President and Chief Executive Officer, FCFC; Chief Executive Officer, FCB; Director, Indiana Regional Medical Center	President, Director, Chief Executive Officer, FCFC; Director, Chief Executive Officer, FCB; Director, CTCLIC	*	N/A	N/A
<u>James R. Reske</u> Cuyahoga Falls, OH, USA Executive Vice President, Chief Financial Officer and Treasurer, FCFC	Executive Vice President, Chief Financial Officer, Treasurer of FCFC, FCB; President, Investment Officer, FraMal Holdings Corporation; President, Chief Financial Officer, CTCLIC	*	N/A	N/A
<u>Matthew C. Tomb</u> Dublin, OH, USA Executive Vice President, Chief Risk Officer, General Counsel and Secretary, FCFC	Executive Vice President, Chief Risk Officer, General Counsel, Secretary of FCFC, FCB; Secretary, FCIA, FCFA	*	Cardinal Property Holding, LLC	50%
<u>Leonard V. Lombardi</u> Indiana, PA, USA Executive Vice President, Chief Audit Executive, FCFC; Owner, Leonard V. Lombardi	Executive Vice President, Chief Audit Executive of FCFC	*	Leonard V. Lombardi (Sole Proprietorship)	N/A
<u>Brian G. Karris</u> Sewickley, PA, USA Executive Vice President, Chief Credit Officer, FCB	Executive Vice President, Chief Credit Officer, FCB	*	N/A	N/A
<u>Norman J. Montgomery</u> Indiana, PA, USA Executive Vice President, Business Integration Group Manager, FCB	Executive Vice President, Business Integration Group Manager, FCB	*	N/A	N/A
<u>Jane Grebenc</u> Cleveland, OH, USA President, FCB; Executive Vice President, Chief Revenue Officer, FCFC	President, FCB; Executive Vice President, Chief Revenue Officer, FCFC; Director, FCB, FCFC	*	N/A	N/A
<u>Carrie L. Riggle</u> Vandergrift, PA, USA Executive Vice President, Human Resources Manager, FCB	Executive Vice President, Human Resources Manager, FCFC, FCB	*	N/A	N/A

Name, Residence, Principal Occupation, and Directorships (1)	Position with the Corporation and Subsidiaries	% of Outstanding Voting Stock (2)	Ownership of Other Businesses	
			Company Name	% of Voting Shares
<u>Johnston A. Glass</u> Chandler, AZ, USA Retired; Formerly President and Chief Executive Officer, FCB; Vice Chairman, FCFC	Director of FCFC, FCB	*	N/A	N/A
<u>Ray T. Charley</u> Greensburg, PA, USA Chief Executive Officer, Thomi Co.	Director of FCFC, FCB	* (3)	Thomi (Delaware) Corp. Thomi (Pennsylvania) Corp. Charley Family Markets, L.P. Thomi Co. Thomi (Murrysville) LLC Thomi Management LLC	100% 100% 33% 33% 33% 100%
<u>Robert J. Ventura</u> Pittsburgh, PA, USA Executive Managing Director, Ventura Group, LLC	Director of FCFC, FCB	*	Ventura Group LLC	100%
<u>Aradhna M. Oliphant</u> Pittsburgh, PA, USA President and Chief Executive Officer, Leadership Pittsburgh, Inc.	Director of FCFC, FCB	*	N/A	N/A
<u>Julie A. Caponi</u> Gibsonia, PA, USA Retired; Formerly Assistant Treasurer, Arconic, Inc.	Director of FCFC, FCB	*	N/A	N/A
<u>David W. Greenfield</u> Pittsburgh, PA, USA Retired; Formerly Vice President, Secretary, and General Counsel, Kennametal Inc.	Director of FCFC, FCB	*	N/A	N/A
<u>Luke A. Latimer</u> New Alexandria, PA, USA Chief Executive Officer, Board Chair, and President, R&L Development	Director of FCFC, FCB	*	SML Limited Partnership Scuderia Uno Motorsport LLC New Alexandria Meadows LLC	34% 100% 100%
<u>Bart E. Johnson</u> Delaware, OH, USA Managing Member, Serenity Pools, LLC	Director of FCFC, FCB	* (4)	ABNRadio, LLC ABN Publications, Inc. Serenity Pools, LLC FLBS, LLC	100% 100% 33.3% 100%
<u>Stephen A. Wolfe</u> Indiana, PA, USA Chief Executive Officer, Indiana Regional Medical Center	Director of FCFC, FCB	*	Riziki Café	100%
<u>Gary R. Claus</u> Allison Park, PA, USA Retired; Formerly Partner, Pricewaterhouse Coopers LLP	Director of FCFC, FCB	*	N/A	N/A

Name, Residence, Principal Occupation, and Directorships (1)	Position with the Corporation and Subsidiaries	% of Outstanding Voting Stock (2)	Ownership of Other Businesses	
			Company Name	% of Voting Shares
<u>David S. Dahlmann</u> Greensburg, PA, USA Retired; Formerly President and Chief Executive Officer, Southwest National Corporation and Southwest Bank	Director of FCFC, FCB	*	N/A	N/A
<u>BlackRock, Inc.</u> New York, NY, USA	N/A	14.6%	N/A	N/A
<u>The Vanguard Group, Inc.</u> Malvern, PA, USA	N/A	11.2%	N/A	N/A

- (1) Unless otherwise indicated, the person named in the table above holds sole voting and dispositive power with respect to the shares shown.
- (2) As of the record date, there were 94,299,039 shares of common stock outstanding. Unless otherwise indicated, all persons named as beneficial owners of the Company's common stock have sole voting power and sole investment power with respect to the shares indicated as beneficially owned.
- (3) Includes 273,958 shares held by Charley Family Investments, LP, for which Mr. Charley has sole voting and investment power as manager of the general partner of the partnership, and 18,000 shares held by trusts for Mr. Charley's children of which Mr. Charley has sole voting and investment power as trustee.
- (4) Does not include 682 shares owned by Mr. Johnson's children.