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FEDERAL RESERVE BANK
OF CHICAGO

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 0(n) and 13(a) of the International Banking Act (12 U.S.C. §§ 3108(a) and 3108(a)), sections 1(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, 2021

Month / Day / Year

None

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

Reporter's Name, Street, and Mailing Address

L. Rex Greer

Name of the Holding Company Director and Official
President and 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.

First National Financial Corporation

Legal Title of Holding Company

120 Town Square

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

Manchester

KY

40962

City

State

Zip Code

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.

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed

William Lucas Shepherd

CEO

Name

Title

606-598-6111

Area Code / Phone Number / Extension

606-878-0103

Area Code / FAX Number

shepherd@fnbmk.com

E-mail Address

www.fnbmbank.com

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

L. Rex Greer
Signature of Holding Company Director and Official

03/23/2022

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 1427220
C.I.

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"

Form FR Y-6
First National Financial Corporation
120 Town Square
Manchester, Kentucky 40962
Fiscal Year Ending December 31, 2021

1. Annual Report to Shareholders – To be sent later.
2. Organization Chart – Attached
- 2b. Branches
3. Shareholders – See Attached
4. Insiders – See Attached

Report Item 2: Organization Chart

ORGANIZATION CHART

**FIRST NATIONAL FINANCIAL CORPORATION
120 TOWN SQUARE
MANCHESTER, KY 40962
STATE OF INCORPORATION: KENTUCKY
LEI STATUS: N/A**

OWNS 100 % OF

**THE FIRST NATIONAL BANK OF MANCHESTER
120 TOWN SQUARE
MANCHESTER, KY 40962
STATE OF INCORPORATION: FEDERALLY CHARTERED
LEI STATUS: N/A**

Results: A list of branches for your depository institution: **FIRST NATIONAL BANK OF MANCHESTER, THE (ID_RSSD: 719610)**.
 This depository institution is held by **FIRST NATIONAL FINANCIAL CORPORATION (1427220)** of **MANCHESTER, KY**.
 The data are as of **12/31/2021**. Data reflects information that was received and processed through **04/05/2022**.

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)	719610	FIRST NATIONAL BANK OF MANCHESTER, THE	120 TOWN BRANCH RD	MANCHESTER	KY	40962	CLAY	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF MANCHESTER, THE	719610	
Close	12/17/2021	Full Service	3037230	LONDON BRANCH	403 NORTH MAIN STREET	LONDON	KY	40741	LAUREL	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF MANCHESTER, THE	719610	
OK		Full Service	5657137	WEST FIFTH STREET BRANCH	1211 WEST FIFTH STREET	LONDON	KY	40741	LAUREL	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF MANCHESTER, THE	719610	
OK		Full Service	228112	MANCHESTER SQUARE BRANCH	DANIEL BOONE PARKWAY & HIGHWAY 421/80	MANCHESTER	KY	40962	CLAY	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF MANCHESTER, THE	719610	

REPORT ITEM 3: SHAREHOLDERS

3(2) N/A

Name, City, State/Country	Country of Citizenship	Number of Securities	Percentage of Voting Securities Owned
Randell/Brenda Greer , London, KY /US	USA	1258.34	13.624%
Rex Greer/Peggy Greer, London, KY/US	USA	2671.66	28.926%
Roy Whitehead, Manchester, KY/US	USA	490	5.305%

Report Item 4: Insiders

NAME AND ADDRESS (1)	PRINCIPAL OCCUPATION (2)	TITLE WITH HOLDING CO. (3A)	TITLE WITH SUBSIDIARY (3B)	TITLE WITH OTHER CO. (3C)	Percent of Voting Shares in (4A)	DIRECT SUBSIDIARY (4B)	OTHER CO. IF OWNED MORE THAN 25% (4C)
MICHAEL D BAKER MANCHESTER, KY/US	RETIRED	DIRECTOR	DIRECTOR FNB MANCHESTER	None	0.108%	NONE	NONE
JAMES DOBSON MANCHESTER, KY/US	RETIRED	DIRECTOR SECRETARY/TREASURER	DIRECTOR FNB MANCHESTER	DOBSON INVESTMENT PROPERTIES LLC PARK VALLEY GROUP	0.108%	NONE	DOBSON INVESTMENT PROPERTIES LLC 100% PARK VALLEY GROUP 33.33%
CHARLES GOINS MANCHESTER, KY/US	RETIRED	DIRECTOR	DIRECTOR FNB MANCHESTER	GOINS RENTAL LLC	2.165%	NONE	Goins Rental LLC 50%
JACOB GREER LONDON, KY/US	EMPLOYEE	DIRECTOR	SEVP,CTO DIRECTOR FNB MANCHESTER	NONE	2.436%	NONE	NONE
REX GREER/PEGGY GREER LONDON, KY/US	EMPLOYEE	DIRECTOR CHAIRMAN OF BOARD	CHAIR OF BOARD, PRESIDENT DIRECTOR FNB MANCHESTER	GR GREER LLC	28.926%	NONE	GR GREER LLC 100%
DON RUSSELL ROBERTS MANCHESTER KY/US	ENGINEER	DIRECTOR	DIRECTOR FNB MANCHESTER	LOGOS ENGINEERING KENRAD CLAY GROUP	2.165%	NONE	LOGOS ENGINEERING 100% KNERAD 50% CLAY GROUP 50%
RANDELL GREER/BRENDA GREER LONDON, KY/US	RETIRED	NONE	NONE	NONE	13.624%	NONE	NONE
WILLIAM L SHEPHERD LONDON, KY/US	EMPLOYEE	DIRECTOR	SEVP,CEO DIRECTOR FNB MANCHESTER	PAYTEC LLC	0.108%	NONE	PAYTEC LLC 50%
JANE GREER LONDON, KY/US	EMPLOYEE	DIRECTOR	EVP, BUSINESS DEVELOPMENT OFFIC DIRECTOR FNB MANCHESTER	NONE	4.147%	NONE	NONE
GREGORY G GREER LONDON, KY/US	CONSTRUCTION	DIRECTOR	DIRECTOR FNB MANCHESTER	NONE	4.148%	NONE	NONE