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)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 61la); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. 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.

I, Michael T. Vynalek
Name of the Holding Company Director and Official
President & Director
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.

Signature of Holding Company Director and Official
03/20/2014

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2013
Month / Day / Year

Reporters Name, Street, and Mailing Address
CNB Holdings, Inc.

Legal Title of Holding Company
100 East Main Street/P.O. Box 329
(Mailing Address of the Holding Company) Street / P.O. Box
McConnelsville OH 43756
City State Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:
Michael T. Vynalek President
Name Title
740-962-4565 Area Code / Phone Number / Extension
740-962-6432 Area Code / FAX Number
mike.vynalek@cnb-online.net E-mail Address
www.cnb-online.net Address (URL) for the Holding Company's web page

Does the reporter request confidential treatment for any portion of this submission?
☐ Yes Please identify the report items to which this request applies:
☐ No

In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

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
R.S.S.D. ID 295/106
C.I.

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

12/2012
Form FR Y-6

CNB Holdings, Inc.
McConnelsville, Ohio
Fiscal Year Ending December 31, 2013

Report Item

1. CNB Holdings, Inc. does prepare an annual report for its shareholders. Attached is a copy of the annual report.

2. Organizational Chart

```
      100%
      |
      McConnelsville, Ohio          McConnelsville, Ohio                McConnelsville, Ohio
      Incorporated in Ohio         Incorporated in Ohio                  Incorporated in Ohio

      Main Office                  Duncan Falls Office
      100 East Main St.            401 Main St.
      McConnelsville, OH 43756     Duncan Falls, OH 43734
      Full Service Branch          Full Service Branch
```

Report Item 3: Shareholders

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12/31/2013.

(1) (a) Name, City, State:  (1)(b) Country of Citizenship  (1)(c) Number and Each Class of Voting Securities

Robert J. Christie, McConnelsville, OH  USA  12,718 – 5.5% Common Stock
John S. Christie, Columbus, OH  USA  13,752 – 6.0% Common Stock
Mary C. McIntyre, Vienna, VA  USA  14,688 – 6.4% Common Stock

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 12-31-13.

(2) (a), (b), and (c): N/A
<table>
<thead>
<tr>
<th>Name &amp; Address</th>
<th>Principal Occupation if other than with Bank Holding Co.</th>
<th>Title &amp; Position with BHC</th>
<th>Title &amp; Position with Subsidiary</th>
<th>Title &amp; Position with other businesses</th>
<th>Percentage of Voting Shares in BHC</th>
<th>Percentage of Voting Shares in Subsidiary</th>
<th>Names of companies or partnerships 25% or more of voting securities are held</th>
</tr>
</thead>
<tbody>
<tr>
<td>William R. Allen McConnelsville, Oh</td>
<td>Retired</td>
<td>Director</td>
<td>Director</td>
<td>N/A</td>
<td>1 %</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Terry L. Bragg McConnelsville, Oh</td>
<td>Retail Merchant</td>
<td>Director &amp; Vice Chairman</td>
<td>Director &amp; Vice Chairman</td>
<td>President</td>
<td>4 %</td>
<td>None</td>
<td>Terry Bragg &amp; Sons, Inc. (100%)</td>
</tr>
<tr>
<td>John K. Christie Columbus, Oh</td>
<td>Attorney</td>
<td>Director</td>
<td>Director</td>
<td>Partner</td>
<td>1 %</td>
<td>None</td>
<td>Kennebec, Inc. (33.3%)</td>
</tr>
<tr>
<td>Robert J. Christie McConnelsville, Oh</td>
<td>Attorney &amp; Bank CEO</td>
<td>Director &amp; Chairman</td>
<td>Director &amp; Chairman</td>
<td>President &amp; Secretary Attorney-At-Law</td>
<td>5 %</td>
<td>None</td>
<td>Kennebec, Inc. (33.3%) Kennebec, Inc. (100%)</td>
</tr>
<tr>
<td>Alyce P. Lutz Philo, Oh</td>
<td>Retired</td>
<td>Director</td>
<td>Director</td>
<td>N/A</td>
<td>1 %</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Philip L. Tome Fort Myers, Fl</td>
<td>Retired</td>
<td>Director &amp; Secretary</td>
<td>Director &amp; Secretary</td>
<td>N/A</td>
<td>3 %</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Darl E. Hann Malta, Oh</td>
<td>Merchant</td>
<td>Director</td>
<td>Director</td>
<td>President Owner Part Owner President</td>
<td>2 %</td>
<td>None</td>
<td>Hann Manufacturing, Inc. (100%) Hann Malta Ltd. (100%) DSC North 60 Service (60%) Ohio Hardwood &amp; Plywood (100%)</td>
</tr>
<tr>
<td>Michael T. Vynalek McConnelsville, Oh</td>
<td>N/A</td>
<td>Director &amp; President</td>
<td>Director &amp; President</td>
<td>Owner</td>
<td>2 %</td>
<td>None</td>
<td>Vynalek Designs, Ltd. (50%)</td>
</tr>
<tr>
<td>Name &amp; Address</td>
<td>Principal Occupation</td>
<td>Title &amp; Position with BHC</td>
<td>Title &amp; Position with Subsidiary</td>
<td>Title &amp; Position with other businesses</td>
<td>Percentage of Voting Shares in BHC</td>
<td>Percentage of Voting Shares in Subsidiary</td>
<td>(4)(c) Names of companies or partnerships 25% or more of voting securities are held</td>
</tr>
<tr>
<td>----------------------</td>
<td>----------------------</td>
<td>---------------------------</td>
<td>----------------------------------</td>
<td>---------------------------------------</td>
<td>-----------------------------------</td>
<td>------------------------------------------</td>
<td>----------------------------------------------------------------------------------</td>
</tr>
<tr>
<td>Matthew A. Carpenter</td>
<td>N/A</td>
<td>Vice President</td>
<td>Vice President</td>
<td>N/A</td>
<td>.5 %</td>
<td>None</td>
<td>N/A</td>
</tr>
</tbody>
</table>