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 611(a); 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.

Timothy E. Barnes
President and 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 concerning that individual.

Signature of Holding Company Director and Official

Date of Report (top-tier holding company’s fiscal year-end):
12-31-13

Date of Signature
March 19, 2014

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 USSD ID 29553600
C I. 29553600

Date of Report (top-tier holding company’s fiscal year-end):
12-31-13

Reporters’s Name, Street, and Mailing Address
Hometown Bancshares Inc
P.O. Box 1323
Corbin, Ky 40702-1323

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

City
1030 Cumberland Falls Hwy

State
Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:
Sanya Grove
VP/Asset Sec

Name
606-528-2000 Ext 2736

Area Code / Phone Number / Extension
606-258-0218

Email Address
Sgrove@ahometownbank.com

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

N/A Bank only

Does the reporter request confidential treatment for any portion of this submission?
☐ Yes Please identify the report items to which this request applies:
☐ 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.”

12/2012
Form FR Y-6
Hometown Bancshares, Inc.
Corbin, KY
December 31, 2013

Report Item
2a. The Organization Chart:

```
Hometown Bancshares, Inc.
Corbin KY
Incorporated in Kentucky

Hometown Bank of Corbin Inc.
Corbin KY Incorporated in Kentucky
100% owned by
Hometown Bancshares Inc.

Hometown (KY) Statutory Trust 1
Corbin KY Incorporated in Delaware
100% owned by
Hometown Bancshares Inc.

Hometown Bank BOLI Trust
Corbin KY incorporated in Delaware
100% owned by Hometown Bank of Corbin Inc
```

2b. Submitted via email January 22, 2014
ANNUAL REPORT OF BANK HOLDING COMPANIES FRY6 12-31-13 (cont.)

Report Item #3(1). Current securities holders with ownership, control or holdings of 5% or more with the power to vote as of fiscal year ending 12-31-13:

**Common Stock**

<table>
<thead>
<tr>
<th>Name</th>
<th>Citizenship</th>
<th>Shares Held</th>
<th>Total Shares Outstanding</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Glenn William Hoover II, Corbin, KY, USA</td>
<td>U.S. Citizen</td>
<td>3,000</td>
<td>59,795</td>
<td>5.02%</td>
</tr>
<tr>
<td>Mary Walker, Corbin, KY, USA</td>
<td>U.S. Citizen</td>
<td>3,000</td>
<td>59,795</td>
<td>5.02%</td>
</tr>
<tr>
<td>Dallas R. Eubanks, Corbin, KY, USA</td>
<td>U.S. Citizen</td>
<td>5,734</td>
<td>59,795</td>
<td>9.59%</td>
</tr>
</tbody>
</table>

Report Item #3(2). None
Report Item #4. Insiders:

<table>
<thead>
<tr>
<th>First Name</th>
<th>City/Country</th>
<th>Occupation</th>
<th>Title</th>
<th>% of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>JOHN COHEA</td>
<td>CORBIN KY USA</td>
<td>GENERAL MANAGER, PEPSI COLA BOTTLING CO.</td>
<td>DIRECTOR</td>
<td>1.9232%</td>
</tr>
<tr>
<td>REBECCA DANIEL</td>
<td>CORBIN KY USA</td>
<td>HOUSEWIFE</td>
<td>DIRECTOR</td>
<td>4.2311%</td>
</tr>
<tr>
<td>DALLAS R EUBANKS</td>
<td>CORBIN KY USA</td>
<td>OWNER, EUBANKS ELECTRIC &amp; TWO LOCAL RADIO STATIONS</td>
<td>DIRECTOR</td>
<td>9.5894%</td>
</tr>
<tr>
<td>MIKE MITCHELL</td>
<td>CORBIN KY USA</td>
<td>OWNER MITCHELL STONE &amp; CONTRACTOR</td>
<td>DIRECTOR</td>
<td>.9533%</td>
</tr>
<tr>
<td>ROBERT TERRELL</td>
<td>CORBIN KY USA</td>
<td>CONSULTING</td>
<td>DIRECTOR</td>
<td>2.7594%</td>
</tr>
<tr>
<td>CHRIS TURNER</td>
<td>CORBIN KY USA</td>
<td>OFFICE MANAGER, DR. TURNER, WHITLEY &amp; MORTON</td>
<td>DIRECTOR</td>
<td>2.2577%</td>
</tr>
<tr>
<td>ROBERT WALKER</td>
<td>CORBIN KY USA</td>
<td>PEPSI COLA BOTTLING CO.</td>
<td>DIRECTOR</td>
<td>3.0103%</td>
</tr>
<tr>
<td>CURT WYATT</td>
<td>CORBIN KY USA</td>
<td>INSURANCE AGENT</td>
<td>DIRECTOR</td>
<td>1.2961%</td>
</tr>
<tr>
<td>BOB HAMMONS</td>
<td>CORBIN KY USA</td>
<td>ATTORNEY</td>
<td>CHAIRMAN</td>
<td>1.8396%</td>
</tr>
<tr>
<td>TIMOTHY BARNES</td>
<td>CORBIN KY USA</td>
<td>BANK PRESIDENT</td>
<td>PRES/CEO</td>
<td>2.7176%</td>
</tr>
<tr>
<td>DONALD ASHLEY</td>
<td>CORBIN KY USA</td>
<td>BANK EXECUTIVE VP</td>
<td>SEC/TREAS/COO</td>
<td>2.0069%</td>
</tr>
<tr>
<td>JOHN DAVID KING</td>
<td>BARBOURVILLE KY USA</td>
<td>BANK CHIEF FINANCIAL OFFICER</td>
<td>CFO</td>
<td>.5853%</td>
</tr>
<tr>
<td>SONYA GROVE</td>
<td>CORBIN KY USA</td>
<td>BANK CHIEF OPERATIONS OFFICER</td>
<td>VP/ASST SEC</td>
<td>0%</td>
</tr>
</tbody>
</table>