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 611a); 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, Joe Walker
Name of the Holding Company Director and Official
Secretary to the Board
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
04/06/2015

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: 1071771
C.I.

Date of Report (top-tier holding company’s fiscal year-end):
December 31, 2014

Month / Day / Year

NONE

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

Reporters Name, Street, and Mailing Address
Farmers Bancorp of Nicholasville, Inc

Legal Title of Holding Company
200 North Main St / PO Box 340

(Naming Address of the Holding Company) Street / PO Box
Nicholasville KY 40356

City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
David N Damron Treasurer

Name Title

8598818014

Area Code / Phone Number / Extension
8598872757

Area Code / FAX Number

ddamron@myfarmersbank.net

E-mail Address

www.myfarmersbank.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:

☐ 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.”

☐ No

Public reporting burden for this information collection is estimated to vary from 1.3 to 151 hours per response, with an average of 6.25 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, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

10/2014
FORM FR Y-6

The Farmers Bancorp of Nicholasville, Inc.
200 North Main Street
Nicholasville, Kentucky

Fiscal Year Ending December 31, 2014

Report Item

1:  a. Farmers Bancorp of Nicholasville, Inc. is not registered with the SEC and is therefore not required to prepare and submit SEC form 10K.

    b. Farmers Bancorp of Nicholasville, Inc. does prepare an annual report for its shareholders. The reports have been delayed and will be forwarded upon availability.

2:  a.  

        The Farmers Bancorp of Nicholasville, Inc.
        200 North Main Street
        Nicholasville, Kentucky
        Incorporated: Kentucky July, 1984

        (100%)

        Farmers Bank
        200 North Main Street
        Nicholasville, Kentucky
        Incorporated: Kentucky November, 1934

    b. emailed to Structure@clef.frb.org on April 6, 2015
### 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 data 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, make the data, enter 'Change' in the Data Action column and the date when the 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 recordable 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-size paper.

### Substitution 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://fry10.federalreserve.gov.

* FDIC UNICOM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.*

---

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSSD</th>
<th>Branch Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>ZIP Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNICOM</th>
<th>Office Number</th>
<th>Head Office</th>
<th>Head Office ID_RSSD</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service (Head Office)</td>
<td>482144</td>
<td>FARMERS BANK</td>
<td>200 N MAIN ST</td>
<td>NICHOLASVILLE</td>
<td>KY</td>
<td>40056</td>
<td></td>
<td></td>
<td>JEFFERSON</td>
<td>UNITED STATES</td>
<td>6228</td>
<td>FARMERS BANK</td>
<td>482144</td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>3042109</td>
<td>BELL PLACE BRANCH</td>
<td>201 WILLARD DR</td>
<td>NICHOLASVILLE</td>
<td>KY</td>
<td>40056</td>
<td>JEFFERSON</td>
<td>UNITED STATES</td>
<td>430225</td>
<td>FARMERS BANK</td>
<td>482144</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>3007416</td>
<td>BRANNON CROSSING BRANCH</td>
<td>110 EAST BRANNON ROAD</td>
<td>NICHOLASVILLE</td>
<td>KY</td>
<td>40056</td>
<td>JEFFERSON</td>
<td>UNITED STATES</td>
<td>430225</td>
<td>FARMERS BANK</td>
<td>482144</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>4890418</td>
<td>WILMORE BRANCH</td>
<td>213 B MAIN ST</td>
<td>WILMORE</td>
<td>KY</td>
<td>40090</td>
<td>JEFFERSON</td>
<td>UNITED STATES</td>
<td>223905</td>
<td>FARMERS BANK</td>
<td>482144</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(1)(a)</td>
<td>(1)(b)</td>
<td>(1)(c)</td>
<td>(2)(a)</td>
<td>(2)(b)</td>
<td>(2)(c)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>--------</td>
<td>--------</td>
<td>--------</td>
<td>--------</td>
<td>--------</td>
<td>--------</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Name &amp; Address</strong>&lt;br&gt;Lexington, KentUCKY</td>
<td><strong>USA</strong></td>
<td>20,239 - 62.25%&lt;br&gt;Common Stock</td>
<td>(none)</td>
<td>(none)</td>
<td>(none)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Report Item 3: Shareholders**

(1)(a) Name & Address (City, State)  
(1)(b) Country of Citizenship or Incorporation  
(1)(c) Number and Percentage of each Class of Voting Securities

Shareholders not listed in (3)(1)(a) through (3)(1)(d) that had ownership, control of holdings of 5% or more with power to vote during the fiscal year ending 12-31-2003.
### Report Item 4: Directors and Officers

<table>
<thead>
<tr>
<th>(1) Names &amp; Addresses</th>
<th>(2) Principal Occupation if other than with Bank Holding Company</th>
<th>(3) Title &amp; Position with Bank Holding Company</th>
<th>(3)(b) Title &amp; Position with Subsidiary (include names of subsidiaries)</th>
<th>(3)(c) Percentage of Voting Shares in Bank Holding Company</th>
<th>(4) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)</th>
<th>(4)(c) List names of other companies (includes partnerships) if 26% or more of voting securities are held (List names of companies and percentage of voting securities are held)</th>
</tr>
</thead>
<tbody>
<tr>
<td>William N. Cassity</td>
<td>County Judge Executive</td>
<td>Director</td>
<td>Vice Chairman (Farmers Bank)</td>
<td>n/a</td>
<td>0.77%</td>
<td>n/a</td>
</tr>
<tr>
<td>Nicholasville, KY</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Clay M. Cormann</td>
<td>Business Owner</td>
<td>Director</td>
<td>Director (Farmers Bank)</td>
<td>Owner CMC Inc</td>
<td>0.85%</td>
<td>n/a</td>
</tr>
<tr>
<td>Nicholasville, KY</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Leroy Land Dale</td>
<td>Farmer</td>
<td>Chair of the Board</td>
<td>Chair of the Board</td>
<td>n/a</td>
<td>62.25%</td>
<td>n/a</td>
</tr>
<tr>
<td>Nicholasville, KY</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>William H. Hayden</td>
<td>Commercial Contractor</td>
<td>Vice Chairman</td>
<td>Director (Farmers Bank)</td>
<td>n/a</td>
<td>1.25%</td>
<td>n/a</td>
</tr>
<tr>
<td>Nicholasville, KY</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Walter P. Jourdan</td>
<td>Business Owner</td>
<td>Director</td>
<td>Director (Farmers Bank)</td>
<td>Owner Jourdan Graphic Services</td>
<td>0.31%</td>
<td>n/a</td>
</tr>
<tr>
<td>Nicholasville, KY</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Charles L. Miller</td>
<td>Farmer</td>
<td>Director</td>
<td>Director (Farmers Bank)</td>
<td>n/a</td>
<td>0.31%</td>
<td>n/a</td>
</tr>
<tr>
<td>Nicholasville, KY</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>William Q. Muir</td>
<td>Farmer &amp; Developer</td>
<td>Director</td>
<td>Director (Farmers Bank)</td>
<td>n/a</td>
<td>0.37%</td>
<td>n/a</td>
</tr>
<tr>
<td>Nicholasville, KY</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
**Report Item 4: Directors and Officers**

<table>
<thead>
<tr>
<th>(1) Names &amp; Addresses</th>
<th>(2) Principal Occupation if other than with Bank Holding Company</th>
<th>(3)(a) Title &amp; Position with Bank Holding Company</th>
<th>(3)(b) Title &amp; Position with Subsidiaries (Include names of subsidiaries)</th>
<th>(3)(c) Title &amp; Position with Other Businesses (Include names of other businesses)</th>
<th>(4)(a) Percentage of Voting Shares in Bank Holding Company</th>
<th>(4)(b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)</th>
<th>(4)(c) List of names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities are held)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Joe Walker</td>
<td>Retired Elected Official</td>
<td>Director</td>
<td>Director (Farmers Bank)</td>
<td>n/a</td>
<td>0.31%</td>
<td>n/a</td>
<td>n/a</td>
</tr>
</tbody>
</table>

**Director Emeritus**

:none

**Executive Officers of Farmers Bank**

<table>
<thead>
<tr>
<th>Name</th>
<th>Position</th>
<th>Subsidiaries</th>
<th>Percentage of Voting Shares in Bank Holding Company</th>
<th>Subsidiaries</th>
<th>Percentage of Voting Shares in Subsidiaries</th>
<th>Companies</th>
</tr>
</thead>
<tbody>
<tr>
<td>James P. Bailey</td>
<td>n/a</td>
<td>President &amp; CEO (Farmers Bank)</td>
<td>n/a</td>
<td>0.31%</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>Bruce Marshall</td>
<td>n/a</td>
<td>EVP / Senior Lender (Farmers Bank)</td>
<td>n/a</td>
<td>0.00%</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>David N Damron</td>
<td>n/a</td>
<td>Treasurer</td>
<td>EVP / CFO (Farmers Bank)</td>
<td>n/a</td>
<td>0.18%</td>
<td>n/a</td>
</tr>
</tbody>
</table>