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.

L. Timothy E. Barnes
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 concerning that individual.

Signature of Holding Company Director and Official
03/19/2015
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

R S S D I D  2 9 5 5 3 0 0

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, NW, Washington, DC 20551-0001, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.
Hometown Bancshares, Inc.
Corbin, KY
December 31, 2014

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 March 19, 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 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 is no longer owned by your 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 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://10online.federalreserve.gov.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RISD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNIFORM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RISD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>2879633</td>
<td>HOMETOWN BANK OF CORBIN INC.</td>
<td>1030 CUMBERLAND FALLS HWY</td>
<td>CORBIN</td>
<td>KY</td>
<td>40701</td>
<td>WHITLEY</td>
<td>UNITED STATES</td>
<td>82233</td>
<td>0</td>
<td>HOMETOWN BANK OF CORBIN INC.</td>
<td>2297633</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>2879628</td>
<td>BARRIEVILLE BANKING CENTER</td>
<td>286 CUMBERLAND AVENUE</td>
<td>BARRIEVILLE</td>
<td>KY</td>
<td>40706</td>
<td>MARSHALL</td>
<td>UNITED STATES</td>
<td>82034</td>
<td>4</td>
<td>BARRIEVILLE BANKING CENTER</td>
<td>2297628</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>2035229</td>
<td>MASTER STREET BRANCH</td>
<td>505 MASTER STREET</td>
<td>CORBIN</td>
<td>KY</td>
<td>40701</td>
<td>AND</td>
<td>UNITED STATES</td>
<td>82201</td>
<td>0</td>
<td>MASTER STREET BRANCH</td>
<td>2297538</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Oak Grove Branch</td>
<td>3450020</td>
<td>OAK GROVE BRANCH</td>
<td>1779 CUMBERLAND FALLS HWY</td>
<td>CORBIN</td>
<td>KY</td>
<td>40701</td>
<td>WHITLEY</td>
<td>UNITED STATES</td>
<td>47209</td>
<td>2</td>
<td>HOMETOWN BANK OF CORBIN INC.</td>
<td>2297513</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>2174872</td>
<td>LONDON BANKING CENTER</td>
<td>1500 WEST 5TH STREET</td>
<td>LONDON</td>
<td>KY</td>
<td>40704</td>
<td>LAUREL</td>
<td>UNITED STATES</td>
<td>82304</td>
<td>0</td>
<td>LONDON BANKING CENTER</td>
<td>2297513</td>
<td></td>
</tr>
</tbody>
</table>
ANNUAL REPORT OF BANK HOLDING COMPANIES FRY6 12-31-14 (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 12-31-14:

**Common Stock**
Glenn William Hoover II, Corbin, KY, USA  U.S. Citizen  3,000 shares of 59,795 shares outstanding at 12-31-14  5.02%
Mary Walker, Corbin, KY, USA  U.S. Citizen  3,000 shares of 59,795 shares outstanding at 12-31-14  5.02%
Dallas R. Eubanks, Corbin, KY, USA  U.S. Citizen  5,734 shares of 59,795 shares outstanding at 12-31-14  9.59%

Report Item #3(2). None
<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 TERRRELL</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, DRS. TURNER, WHITLEY &amp; MORTON</td>
<td>DIRECTOR</td>
<td>1.42%</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>
<tr>
<td>ANDREW O. DAVIS</td>
<td>CORBIN KY USA</td>
<td>BANK CONTROLLER</td>
<td>ASST. VP</td>
<td>0.05%</td>
</tr>
</tbody>
</table>