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 (b)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 310S(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, John G. Kenkel, Jr.
Name of the Holding Company Director and Official
President
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
03/22/2016

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 USS ID 3824421
C.I.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2015
Month / Day / Year
N/A

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

Reporter's Name, Street, and Mailing Address
Victory Bancorp, Inc.
2500 Chamber Center Drive
(Mailing Address of the Holding Company) Street / P.O. Box
Fort Mitchell, KY 41017
City, State / Zip Code
N/A

Physical Location (if different from mailing address)
N/A

Person to whom questions about this report should be directed:
Tara Kersting
Name
Chief Financial Officer
Title
859-578-7103
Area Code / Phone Number / Extension
859-344-7804
Area Code / FAX Number
tara.kersting@victorycommunitybank.com

E-mail Address
N/A

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

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 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, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

12/2015
Form FR Y-6

Victory Bancorp, Inc.
Fort Mitchell, KY
Fiscal Year Ending December 31, 2015

Report Item

1: The savings and loan holding company prepares an annual report for its securities holders and is not registered with the SEC. As specified by the responsible Reserve Bank, one copy is enclosed.

2a: Organizational Chart

Victory Bancorp, Inc.
Fort Mitchell, KY
Incorporated in Delaware

100%  100% General Partner,
Victory Community Bank  Managing Member
Fort Mitchell, KY
Incorporated in Delaware

Victory Mortgage, LLC
Fort Mitchell, KY
Incorporated in Kentucky

**LEI is N/A unless otherwise noted.**

Results: A list of branches for your holding company. VICTORY BANCORP, INC. [382442] of FT MITCHELL, KY.
The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2016.

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.federaleva.gov.
* FDIC UNNUM, 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>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 UNNUM*</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>315345</td>
<td>VICTORY COMMUNITY BANK</td>
<td>2600 CHAMBER CENTER DR, SUITE 100</td>
<td>FT MITCHELL</td>
<td>KY</td>
<td>41017</td>
<td>KENTON</td>
<td>UNITED STATES</td>
<td>360590</td>
<td>0</td>
<td>VICTORY COMMUNITY BANK</td>
<td>315345</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>4150981</td>
<td>FLORENCE BRANCH</td>
<td>8735 US HWY 41</td>
<td>FLORENCE</td>
<td>KY</td>
<td>41042</td>
<td>BOONES</td>
<td>UNITED STATES</td>
<td>360594</td>
<td>2</td>
<td>VICTORY COMMUNITY BANK</td>
<td>315345</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>4150994</td>
<td>FORT THOMAS BRANCH</td>
<td>802 S FT THOMAS AVE</td>
<td>FORT THOMAS</td>
<td>KY</td>
<td>41075</td>
<td>CAMPBELL</td>
<td>UNITED STATES</td>
<td>464362</td>
<td>1</td>
<td>VICTORY COMMUNITY BANK</td>
<td>315345</td>
<td></td>
</tr>
</tbody>
</table>
Report Item 3: Securities holders

(1)(a)(b)(c) and (2)(a)(b)(c)

<table>
<thead>
<tr>
<th>(1)(a) Name</th>
<th>(1)(b) Country of Citizenship or Incorporation</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
<th>(2)(a) Name</th>
<th>(2)(b) Country of Citizenship or Incorporation</th>
<th>(2)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>The EMF Trust</td>
<td>Erlanger, KY, USA</td>
<td>USA</td>
<td>1,000 - 50% Common Stock</td>
<td>None</td>
<td></td>
</tr>
<tr>
<td>John G. Kenkel, Jr.</td>
<td>Union, KY, USA</td>
<td>USA</td>
<td>640 - 32% Common Stock</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Report Item 4: Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

<table>
<thead>
<tr>
<th>(1) Name, City, State, Country</th>
<th>(2) Principal Occupation if other than with Holding Company</th>
<th>(3)(a) Title and Position with 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 Holding Company</th>
<th>(4)(b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)</th>
<th>(4)(c) List names of other companies (Includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stephen P. Kenkel, Covington, KY USA</td>
<td>Attorney</td>
<td>Board Secretary</td>
<td>Board Secretary (Victory Community Bank)</td>
<td>Sole Owner - Stephen P. Kenkel, PLLC President - Homestead Title Agency, LP</td>
<td>None</td>
<td>None</td>
<td>Stephen P. Kenkel, PLLC (100%) Homestead Title Agency, LP (33%)</td>
</tr>
<tr>
<td>Tara M. Kersting, Union, KY USA</td>
<td>N/A</td>
<td>Chief Financial Officer</td>
<td>Chief Financial Officer (Victory Community Bank)</td>
<td>President - KFK, Inc. None</td>
<td>None</td>
<td>None</td>
<td>KFK, Inc. (33%) None</td>
</tr>
<tr>
<td>Steven R. Hellmann, Taylor Mill, KY USA</td>
<td>N/A</td>
<td>Vice President</td>
<td>Vice President (Victory Community Bank)</td>
<td>None</td>
<td>None</td>
<td>None</td>
<td>None</td>
</tr>
</tbody>
</table>
Report Item 4: Insiders
(1), (2), (3)(a)/(b) (c), and (4)(a)/(b) (c)

<table>
<thead>
<tr>
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</tr>
</thead>
<tbody>
<tr>
<td>Jimmy J Miller, Union, KY USA</td>
<td>Insurance Executive</td>
<td>Director (Victory Community Bank)</td>
<td>President &amp; CEO, Director - Columbus Life Insurance Co.</td>
<td>None</td>
<td>None</td>
<td>BBB Developers LLC (95%)</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Senior Vice President - Western &amp; Southern Life Insurance Co.</td>
<td></td>
<td>None</td>
<td>LuGag LLC (95%)</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Director - Lafayette Life Insurance Co.</td>
<td></td>
<td>None</td>
<td>Case 25 LLC (50%)</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Manager/Member - BBB Developers LLC</td>
<td></td>
<td>None</td>
<td>Sawgrass LLC (100%)</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Manager/Member - LuGag LLC</td>
<td></td>
<td>None</td>
<td>Longbranch Estates LLC (100%)</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Manager/Member - Case 25 LLC</td>
<td></td>
<td>None</td>
<td>Manor Lake LLC (100%)</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Manager/Member - Sawgrass LLC</td>
<td></td>
<td>None</td>
<td>Akin &amp; Miller Land Developers (50%)</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Manager/Member - Longbranch Estates LLC</td>
<td></td>
<td>None</td>
<td>Akin &amp; Miller Investments, LLC (50%)</td>
</tr>
<tr>
<td></td>
<td>Automation Solutions Executive</td>
<td>Director (Victory Community Bank)</td>
<td>Vice President, Managing Partner - Applied Machine &amp; Motion Control</td>
<td>None</td>
<td>None</td>
<td>Applied Machine &amp; Motion Control (37.5%)</td>
</tr>
<tr>
<td>Robert C. Hollman, Jr., Union, KY USA</td>
<td></td>
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<td></td>
<td></td>
<td>None</td>
<td>Motion Partners LLC (33%)</td>
</tr>
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<tr>
<td>Henry Fischer, Villa Hills, KY USA</td>
<td>Executive - Homebuilding</td>
<td>Chairman of the Board (Victory Community Bank)</td>
<td>Co-Chairman of the Board - The Fischer Group</td>
<td>None (He is Co-Trustee of the EMF Trust which owns 50% of the voting shares)</td>
<td>None</td>
<td>FSFH, Inc. (100%) FAHO, Inc. (100%) Forest Glen Land Holding, LLC (60%) Spring at Settler’s Waik Land Holding, LLC (95%) Eagles Point Land Holding, LLC (60%) Providence Land Holding, LLC (60%) Miami Bluff Land Holding, LLC (50%) Greenbrooke Land Holding, LLC (40%) Renaissance Land Holding, LLC (40%) Overbrook Farms Land Holding, LLC (75%) Shadowwood Land Holdings, LLC (25%) Brighton Estates - Village Land Holdings, LLC (40%) Renaissance Attached Land Holding, LLC (50%) FSFH III, LLC (50%) Fischer Residential, LLC (50%) Fischer Residential Columbus, LLC (50%) Fischer Residential Indianapolis, LLC (50%) FAH III LLC (50%) Long Branch Dev. Inc. (50%)</td>
</tr>
<tr>
<td>John G. Kenkel, Jr., Union, KY USA</td>
<td>N/A</td>
<td>President &amp; CEO, Director (Victory Community Bank)</td>
<td>Vice President - Longbranch Development, Inc.</td>
<td></td>
<td></td>
<td>VM, Inc. (25%)</td>
</tr>
</tbody>
</table>
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</thead>
<tbody>
<tr>
<td>Carlo R. Wessels, Villa Hills, KY USA</td>
<td>Attorney, Real Estate Developer</td>
<td>Director</td>
<td>Director (Victory Community Bank)</td>
<td>Member - The Wessels Co. LLC</td>
<td>None</td>
<td>None</td>
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<tr>
<td></td>
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<td></td>
<td>Member - Wessels Properties, LLC</td>
<td>Walton Ridge Apartments, LLC (25%)</td>
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<td>Member - Walton Ridge Apartments, LLC</td>
<td>Devou Village Apartments, LLC (31%)</td>
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<td></td>
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<td>Director/Shareholder - Guardian Management &amp; Recreation, Inc.</td>
<td>Memorial Village Apartments, LLC (33%)</td>
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<td>Director/Shareholder - Wessels Construction &amp; Development Company, Inc.</td>
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<td></td>
<td>Member - Devou Village Apartments, LLC</td>
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<td>Member - Memorial Village Apartments, LLC</td>
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<td></td>
<td>Member - Hemmer DeFrank Wessels, PLLC</td>
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</tr>
<tr>
<td>The EMF Trust, Erlanger, N/A (Trust), KY USA</td>
<td>None</td>
<td>None</td>
<td>None</td>
<td>50%</td>
<td>None</td>
<td>Fischer Single Family Homes, Ltd. (28.5%)</td>
</tr>
<tr>
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<td></td>
<td>Fischer Attached Homes, Ltd. (28.5%)</td>
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<td></td>
<td>Fischer Lending Company, LLC (52%)</td>
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</tbody>
</table>