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)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 246(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 609 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1869c(c)(1), and 6466(b)(1)). 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 who is also a director, the chairman of the board must sign the report. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I, THOMAS N. RICHARDS
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 281, that the Reporter and individual consent to public release of all details in the report concerning that individual.

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
RSCD ID
C.I.

This report form is to be filed by all top-tier bank holding companies, top-tier savings and loan holding companies, and U.S. intermediate holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2017
Month / Day / Year

NONE

Reporters’ Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporters’ Name, Street, and Mailing Address

BATH COUNTY BANKING COMPANY
Legal Title of Holding Company

121 MAIN STREET/P.O. BOX 575
(Mailing Address of the Holding Company) Street / P.O. Box

OWINGSVILLE KY 40360
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed.

RODNEY M ROBINETTE CPA
Name Title

606-329-1811
Area Code / Phone Number / Extension

606-325-0590
Area Code / FAX Number

RROBINETTE@KGSGCPA.COM
E-mail Address

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

Is confidential treatment requested for any portion of this report submission? Yes No

In accordance with the General Instructions for this report (check only one),

☐ 1. a letter justifying this request is being provided along with the report

☐ 2. a letter justifying this request has been provided separately

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 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 (7100-0287), Washington, DC 20503.
REPORT ITEM

1:   N/A - See Front Page

2:   Organizational Chart

LEI is N/A unless noted

BATH COUNTY BANKING COMPANY
OWINGSVILLE, KENTUCKY
INCORPORATED IN KENTUCKY

100%
### Results:
A list of branches for your depository institution OWINGSVILLE BANKING COMPANY (ID RSSD 492810).

This depository institution is held by BATH COUNTY BANKING COMPANY (1071735) of OWINGSVILLE, KY.

The data are as of 12/31/2017. Data reflects information that was received and processed through 01/04/2018.

### 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.federalreserve.gov.

* FDIC UNINUM, 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 UNINUM*</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</td>
<td>492810</td>
<td>OWINGSVILLE BANKING COMPANY</td>
<td>49 WEST MAIN STREET</td>
<td>OWINGSVILLE</td>
<td>KY</td>
<td>40360</td>
<td>BATH</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>OWINGSVILLE BANKING COMPANY</td>
<td>492810</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>1214402</td>
<td>BRENDAN BRANCH</td>
<td>35 MILLER SHOPPING PLAZA</td>
<td>OWINGSVILLE</td>
<td>KY</td>
<td>40360</td>
<td>BATH</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>OWINGSVILLE BANKING COMPANY</td>
<td>492810</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>3745881</td>
<td>SALT LICK BRANCH</td>
<td>21 MAIN STREET</td>
<td>SALT LICK</td>
<td>KY</td>
<td>40372</td>
<td>BATH</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>OWINGSVILLE BANKING COMPANY</td>
<td>492810</td>
<td></td>
</tr>
</tbody>
</table>
## FORM FR Y-6
December 31, 2017

Report Item 3: Securities Holders
(1)(a) (1)(b) (1)(c) (2)(a) (2)(b) (2)(c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12/31/17

<table>
<thead>
<tr>
<th>(1)(a)</th>
<th>(1)(b)</th>
<th>(1)(c)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name &amp; Address (City, State, Country)</td>
<td>Country of Citizenship or Incorporation</td>
<td>Number and Percentage of Each Class of Voting Securities</td>
</tr>
<tr>
<td>J. Morrow Richards Lexington, KY</td>
<td>USA</td>
<td>844 - 78.56% (Common stock includes 169 shares owned by Ella L. Richards Residuary Trust, J. Morrow Richards holds voting power in his position as Trustee of the trust)</td>
</tr>
<tr>
<td>Owingsville Cemetery Company Owingsville, KY</td>
<td>USA</td>
<td>67 - 6.249% Common Stock</td>
</tr>
</tbody>
</table>

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 12/31/17

<table>
<thead>
<tr>
<th>(2)(a)</th>
<th>(2)(b)</th>
<th>(2)(c)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name &amp; Address (City, State, Country)</td>
<td>Country of Citizenship or Incorporation</td>
<td>Number and Percentage of Each Class of Voting Securities</td>
</tr>
<tr>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>
Report Item 4: Insiders
(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

<table>
<thead>
<tr>
<th>(1) Names &amp; Address (City, State, Country)</th>
<th>(2) Principal Occupation if Other than with 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 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>J. Morrow Richards</td>
<td>N/A</td>
<td>Chairman &amp; President &amp; Director</td>
<td>Chairman &amp; Director (Owingsville Banking Company)</td>
<td>N/A</td>
<td>78.56%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Lexington, KY</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Michael Q. Shields</td>
<td>N/A</td>
<td>Vice President &amp; Director</td>
<td>Director (Owingsville Banking Company)</td>
<td>N/A</td>
<td>.1%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Mt. Sterling, KY</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Earl Rogers, Jr.</td>
<td>Farmer</td>
<td>Director</td>
<td>Director (Owingsville Banking Company)</td>
<td>N/A</td>
<td>.1%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Owingsville, KY</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Thomas N. Richards</td>
<td>N/A</td>
<td>Secretary</td>
<td>Executive Vice-President, CEO &amp; Director (Owingsville Banking Company)</td>
<td>N/A</td>
<td>.1%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Lexington, KY</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>