Report at the close of business as of the end of fiscal year

This Report is required by law. Section 5(g)(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 3106(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, 613, and 808 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5466(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 and 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.

Michelle Oxley
Name of the Holding Company Director and Official
Secretary/Treasurer
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
9/1/19

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 7702278
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
N/A
Reporters Legal Entity Identifier (LEI) (20-Character LEI Code)
Reporters Name, Street, and Mailing Address

Citizens Commerce Bancshares, Inc.
Legal Title of Holding Company
PO Box 1028
Versailles, KY 40383
City State Zip Code

Mailing Address of the Holding Company)

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Michelle Oxley
Secretary/Treasurer
Name Title
859-879-5879
Area Code / Phone Number / Extension
859-879-5879
Area Code / FAX Number
moxley@citizenscommerce.com E-mail Address
www.citizenscommerce.com 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:

☐ 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 1.0 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 (7100-0297), Washington, DC 20503.

03/2019
CITIZENS COMMERCE BANCSHARES, INC.
FRY-6
DECEMBER 31, 2017

2a. Organizational Chart

Citizens Commerce Bancshares, Inc
Versailles, Kentucky
Incorporated in Kentucky

100%

Citizens Commerce National Bank
Versailles, Kentucky
LEI: 549300GBOMFJ4GDMC53
Incorporated-n/a

Note: LEI is n/a, unless noted
### Reconciliation and Verification Steps

1. In the Data Action column of each branch row, enter one or more of the actions specified below.

   1. 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 this 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.

### 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 the 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 hard copy format or via the FR Y-10 Online application - [https://y10online.federalreserve.gov](https://y10online.federalreserve.gov).

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

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<th>Date 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>
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<td>Full Service</td>
<td>21315347</td>
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<td>164 MARSALL DR</td>
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<td>40383</td>
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<td>FRANKFORT BRANCH</td>
<td>126 MAIN ST</td>
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<td>40620</td>
<td>FRANKLIN</td>
<td>UNITED STATES</td>
<td>148293</td>
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<td>(1)(b) Country of Citizenship of Incorporation</td>
<td>(1)(c) Number and Percentage of Each Class of Voting Securities</td>
<td>(2)(a) Name &amp; Address</td>
<td>(2)(b) Country of Citizenship of Incorporation</td>
<td>(2)(c) Number and Percentage of Each Class of Voting Securities</td>
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<td>Timothy Cambron</td>
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<td>Dr. Denis King</td>
<td>USA</td>
<td>5,369,905</td>
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<td>David Meyers</td>
<td>USA</td>
<td>3,330,040</td>
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<td>Name &amp; Address</td>
<td>Principal Occupation</td>
<td>Title &amp; Position with Subsidiaries (Include names of other businesses)</td>
<td>Percentage of Voting Shares in Subsidiaries (Include names of other businesses)</td>
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<td>Jeff Hall</td>
<td>EVP/President Nicholasville National Bank</td>
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<td>BHS - Palomar LLC 0.50%</td>
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<td>Tim Cambron</td>
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<td>President/CEO National Bank</td>
<td>Ruggles Sign Co 20.00%</td>
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<td>Dr. Dale Goodin</td>
<td>Physician</td>
<td>Director</td>
<td>Central Ky. Medical Group, PSC 33.00%</td>
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<tr>
<td>Dr. Denis King</td>
<td>Veterinarian</td>
<td>Director</td>
<td>Frankfort Animal Clinic 50.00%</td>
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<td>Michelle Oakey</td>
<td>President/CEO</td>
<td>Secretary/Treasurer</td>
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<td>Barry Settles</td>
<td>Attorney</td>
<td>Director</td>
<td>Barry Settles Law Office 100.00%</td>
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<td>Bill Sharpe</td>
<td>Retired</td>
<td>Director</td>
<td>Convenient Food Mart #175 51.00%</td>
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<td>Frank Siark</td>
<td>Retired</td>
<td>Chairman of the Board</td>
<td>M &amp; W HHI Rentals, LLC 50.00%</td>
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Note: Dr. Denis King and Michelle Oakey were appointed to the Board of Directors of Citizens Commerce Bancshares, Inc. on January 25, 2017.