Annual Report of Holding Companies—FR Y-6

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

Report’s Legal Entity Identifier (LEI) [12 Character LEI Code]

Report’s Name, Street, and Mailing Address

Citizens Guaranty Financial Corporation

25 River Dr. / PO Box 630

Irvine, KY 40336

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Lisa Puckett

CFO

Name

606-728-2004

Area Code / Phone Number / Extension

606-728-2142

Area Code / FAX Number

lpuckett@mygcb.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."
Form FR Y-6
Citizens Guaranty Financial Corporation
Irvine, Kentucky
Fiscal Year Ending December 31, 2017

Report Item

1: 
CGFC does not prepare an annual report of the holding company for the shareholders, and therefore, is not included.

2a: 
Organizational Chart

Citizens Guaranty Financial Corporation
(LEI - None)
Irvine, KY
Incorporated in Kentucky

100% Ownership

Citizens Guaranty Capital Trust I
(LEI - None)
Irvine, KY
Incorporated in Kentucky

100% Ownership

Citizens Guaranty Bank
(LEI - None)
Richmond, KY
Incorporated in Kentucky

Non-Managing Member

Bankers Title of Central KY, LLC
(LEI - None)
Lexington, KY
Incorporated in KY
474% ownership
Not FR Y10 reportable

2b: Domestic Branch Listing
Branch Listing is submitted as an attachment to this report.

Report Item 3: Securities Holders

<table>
<thead>
<tr>
<th>(1a) Name &amp; Address</th>
<th>(1b) Country of Citizenship</th>
<th>(1c) Number &amp; Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>John M St. Clair, Jr</td>
<td>USA</td>
<td>11.07 shares</td>
</tr>
<tr>
<td>Trust A</td>
<td></td>
<td>79.07%-Common stock</td>
</tr>
<tr>
<td>Irvine KY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Kathy Samples, Trustee</td>
<td>USA</td>
<td>100% Voting</td>
</tr>
</tbody>
</table>

| John M St. Clair, Jr | USA | 2.93 shares |
| Trust B            |                | 20.00%-Common stock                                      |
| Irvine KY          |                |                                                          |
| Kathy Samples, Trustee | USA | 100% Voting |

(2a) Name & Address | (2b) Country of Citizenship | (2c) Number & Percentage of Each Class of Voting Securities |
|---------------------|-----------------------------|----------------------------------------------------------|

None

Report Item 4: Insiders

<table>
<thead>
<tr>
<th>1 Name &amp; Address</th>
<th>2 Principal Occupation if Other Than with Bank Holding Co</th>
<th>3a Title &amp; Position with Bank Holding Company</th>
<th>3b Title &amp; Position with Subsidiaries</th>
<th>3c Title &amp; Position with Other Businesses</th>
<th>4a Percentage of Voting Shares in Bank Holding Company</th>
<th>4b Percentage of Voting Shares in Subsidiaries</th>
<th>4c Other Companies if 25% or more of voting securities are held</th>
</tr>
</thead>
<tbody>
<tr>
<td>Vernon Prewitt</td>
<td>Retired COO of Carhartt</td>
<td>Director</td>
<td>Director/Chairman (Citizens Guaranty Bank)</td>
<td>N/A</td>
<td>0.00%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Irvine, KY USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Kathy Samples</td>
<td>N/A</td>
<td>Director/President Chairman (Citizens Guaranty Bank)</td>
<td>N/A</td>
<td>100:00%</td>
<td>None</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Irvine, KY USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Michael Wilson</td>
<td>N/A</td>
<td>Director</td>
<td>Director</td>
<td>N/A</td>
<td>0.00%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Irvine KY USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Jaclyn St Clair Shoop</td>
<td>N/A</td>
<td>Director</td>
<td>N/A</td>
<td>0.00%</td>
<td>None</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Richmond KY USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
# Results

A list of branches for your depository institution: CITIZENS GUARANTY BANK (ID: RSD: 764816).

This depository institution is held by CITIZENS GUARANTY FINANCIAL CORPORATION (ID: 443294) at IRVINE, KY.

The date as of 12/31/2015. Data reflects information that was received and processed through 01/04/2016.

# Renegotiation 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 opened by this depository institution, enter **Delete** in the Data Action column.
- **Add**: If a reportable branch is missing, insert a row, add the branch name, 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 signed 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 hard copy format or via the FR Y-10 Online Application - [https://y10online.fdic.federalreserve.gov](https://y10online.fdic.federalreserve.gov).

* FDIC UNI/BUM, Office Number, and ID RSD 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 - RSD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>Country</th>
<th>FIC Code</th>
<th>County</th>
<th>Country Code</th>
<th>Head Office</th>
<th>Head Office ID - RSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>764816</td>
<td>CITIZENS GUARANTY BAKE</td>
<td>437 EAST MAIN STREET</td>
<td>RICHMOND</td>
<td>KY</td>
<td>40475</td>
<td>MADISON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>CITIZENS GUARANTY BANK</td>
<td>764816</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>4057398</td>
<td>CITIZENS GUARANTY BANK BREA BRANCH</td>
<td>214 RICHMOND ROAD NORTH, SUITE 10</td>
<td>BREA</td>
<td>KY</td>
<td>40403</td>
<td>MADISON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>CITIZENS GUARANTY BANK</td>
<td>764816</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>24212250</td>
<td>RIVER DRIVE BRANCH</td>
<td>25 RIVER DRIVE</td>
<td>IRVINE</td>
<td>KY</td>
<td>40356</td>
<td>ESTILL</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>CITIZENS GUARANTY BANK</td>
<td>764816</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>125552</td>
<td>WEST IRVINE BRANCH</td>
<td>2102 RICHMOND ROAD</td>
<td>IRVINE</td>
<td>KY</td>
<td>40356</td>
<td>ESTILL</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>CITIZENS GUARANTY BANK</td>
<td>764816</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>20816978</td>
<td>SOUTH LAUREL BRANCH</td>
<td>205 WEST 5TH STREET SUITE 2</td>
<td>LONDON</td>
<td>KY</td>
<td>40251</td>
<td>LAUREL</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>CITIZENS GUARANTY BANK</td>
<td>764816</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>38340944</td>
<td>MERCHANT DRIVE BRANCH</td>
<td>2800 MERCHANT DRIVE</td>
<td>RICHMOND</td>
<td>KY</td>
<td>40475</td>
<td>MADISON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>CITIZENS GUARANTY BANK</td>
<td>764816</td>
<td></td>
</tr>
</tbody>
</table>