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. §§ 248(a)(1), 602, and 611(a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1860a(c)(1), and 5468(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.

I.M.B. Denham, Jr.
Name of the Holding Company Director and Official

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

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

RSDD ID: 109151
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

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

Reporter's Name, Street, and Mailing Address

FIRST BANK OF KENTUCKY CORPORATION
Legal Title of Holding Company
P.O. BOX 40
(Mailing Address of the Holding Company) Street / P.O. Box

MAYSVILLE KY 41056
City State Zip Code

20 WEST SECOND ST.
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
SCOTT A. SMITH
Name Title
606-564-4001
Area Code / Phone Number / Extension
606-564-5443
Area Code / FAX Number
ssmith@bankofmaysville.com
E-mail Address

www.bankofmaysville.com
Address (URL) for the Holding Company's website

Public burden 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, 30th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (1710-0207), Washington, DC 20503.
FRY-6
REPORT ITEM 1

ANNUAL REPORTS TO SHAREHOLDERS

The bank holding company prepares an annual report for its securities holders. One copy is enclosed.
FIRST BANK OF KENTUCKY CORPORATION

100% Ownership

BANK OF MAYSVILLE
LEI is N/A unless noted

Both companies are incorporated in the state of Kentucky and located in Maysville, Kentucky @ 20 West Second St., Maysville, Kentucky 41056
Results: A list of branches for your depository institution: BANK OF MAYSVILLE (ID_RSSD: 782016).
This depository institution is held by FIRST BANK OF KENTUCKY CORPORATION (1071575) of MAYSVILLE, 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>
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<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>
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<td>OK</td>
<td>Full Service</td>
<td>782016</td>
<td>BANK OF MAYSVILLE</td>
<td>20 W 2ND ST</td>
<td>MAYSVILLE</td>
<td>KY</td>
<td>41056</td>
<td>MASON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>BANK OF MAYSVILLE</td>
<td>782016</td>
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<td></td>
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<tr>
<td>OK</td>
<td>Full Service</td>
<td>3943135</td>
<td>AA BRANCH</td>
<td>253 WAL-MART WAY</td>
<td>MAYSVILLE</td>
<td>KY</td>
<td>41056</td>
<td>MASON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>BANK OF MAYSVILLE</td>
<td>782016</td>
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<tr>
<td>OK</td>
<td>Full Service</td>
<td>960216</td>
<td>DRIVE IN BRANCH</td>
<td>12 WEST THIRD STREET</td>
<td>MAYSVILLE</td>
<td>KY</td>
<td>41056</td>
<td>MASON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>BANK OF MAYSVILLE</td>
<td>782016</td>
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FRY-6
ITEM 3

SHAREHOLDERS

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<thead>
<tr>
<th>NAME (1)(a)</th>
<th>ADDRESS (1)(a)</th>
<th>(1)(b)</th>
<th>SHARES (1)(c) #</th>
</tr>
</thead>
<tbody>
<tr>
<td>JAMES A. FINCH</td>
<td>MAYSVILLE, KY USA</td>
<td>13,880</td>
<td>16.32%</td>
</tr>
<tr>
<td>BARBARA FINCH BROTHERS</td>
<td>MAYSVILLE, KY USA</td>
<td>11,150</td>
<td>13.11%</td>
</tr>
<tr>
<td>BANK OF MAYSVILLE TRUST DEPARTMENT</td>
<td>MAYSVILLE, KY USA</td>
<td>9,170</td>
<td>10.78%</td>
</tr>
</tbody>
</table>

3(2)
SAME AS ITEM 3(1)
<table>
<thead>
<tr>
<th>NAME</th>
<th>ADDRESS</th>
<th>COUNTRY</th>
<th>POSITION IN HOLDING CO</th>
<th>POSITION IN OTHER COMPANIES</th>
<th>PRINCIPAL OCCUPATION</th>
<th>NO. OF SHARES AND PERCENTAGE</th>
<th>OTHER COMPANIES</th>
</tr>
</thead>
<tbody>
<tr>
<td>JAMES A. FINCH</td>
<td>MAYSVILLE, KY</td>
<td>USA</td>
<td>PRESIDENT CHAIRMAN FIRST BANK OF KY BANK OF MAYSVILLE</td>
<td>PRESIDENT STANDARD TOB. CO. PRESIDENT HOME WAREHOUSE</td>
<td>BUSINESSMAN</td>
<td>FIRST BANK OF KY 13,880 SHRS. (16.32%)</td>
<td>STANDARD TOB. CO. 90% F &amp; T PROPERTIES 50% FINCH FARM 50%</td>
</tr>
<tr>
<td>M. B. DENHAM, JR.</td>
<td>MAYSVILLE, KY</td>
<td>USA</td>
<td>DIRECTOR, TREASURER FIRST BANK OF KY DIRECTOR, EVP-CASHIER BANK OF MAYSVILLE</td>
<td>N/A</td>
<td>BANKER</td>
<td>FIRST BANK OF KY 901 SHRS. (1.06%)</td>
<td>N/A</td>
</tr>
<tr>
<td>THOMAS R. CLARKE</td>
<td>MAYSVILLE, KY</td>
<td>USA</td>
<td>DIRECTOR FIRST BANK OF KY BANK OF MAYSVILLE</td>
<td>N/A</td>
<td>RETIRED LICENSED INSURANCE AGENT</td>
<td>FIRST BANK OF KY 545 SHRS. (6.64%)</td>
<td>CLARKE BROTHERS FARM 26% CLARKE BROTHERS RENTALS 26%</td>
</tr>
<tr>
<td>JOHN G. MCDOWELL</td>
<td>MAYSVILLE, KY</td>
<td>USA</td>
<td>VICE CHAIRMAN FIRST BANK OF KY BANK OF MAYSVILLE</td>
<td>N/A</td>
<td>DENTIST</td>
<td>FIRST BANK OF KY 400 SHRS. (4.77%)</td>
<td>N/A</td>
</tr>
<tr>
<td>FRED D. TONCRAY</td>
<td>MAYSVILLE, KY</td>
<td>USA</td>
<td>DIRECTOR, SECRETARY FIRST BANK OF KY DIRECTOR, VP BANK OF MAYSVILLE</td>
<td>PRESIDENT MEDICAL ARTS PHARMACY OF MAYSVILLE, INC.</td>
<td>PHARMACIST</td>
<td>FIRST BANK OF KY 350 SHRS. (4.11%)</td>
<td>MEDICAL ARTS PHARMACY OF MAYSVILLE, INC. 100%</td>
</tr>
<tr>
<td>DAVID W. CARTMELL</td>
<td>MAYSVILLE, KY</td>
<td>USA</td>
<td>DIRECTOR FIRST BANK OF KY BANK OF MAYSVILLE</td>
<td>WAREHOUSEMAN FARMER MAYOR</td>
<td>1949 SHRS. (2.29%)</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>CHARLES A. CALVERT</td>
<td>MAYSVILLE, KY</td>
<td>USA</td>
<td>DIRECTOR FIRST BANK OF KY BANK OF MAYSVILLE</td>
<td>N/A</td>
<td>RETIRED INSURANCE AGENT</td>
<td>FIRST BANK OF KY 462 SHRS. (5.44%)</td>
<td>N/A</td>
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<tr>
<td>JOHN M. WALTON, JR.</td>
<td>MAYSVILLE, KY</td>
<td>USA</td>
<td>DIRECTOR FIRST BANK OF KY BANK OF MAYSVILLE</td>
<td>N/A</td>
<td>FARMER WAREHOUSEMAN</td>
<td>FIRST BANK OF KY 1750 SHRS. (2.08%)</td>
<td>HILLCREST LIMITED PARTNERSHIP 14% WALTON &amp; WALTON, LLC</td>
</tr>
<tr>
<td>MICHAEL C. GLASS</td>
<td>MAYSVILLE, KY</td>
<td>USA</td>
<td>DIRECTOR FIRST BANK OF KY BANK OF MAYSVILLE</td>
<td>PRESIDENT TOWN &amp; COUNTRY VET. CLINIC INC.</td>
<td>VETERINARIAN</td>
<td>FIRST BANK OF KY 100 SHRS. (1.22%)</td>
<td>GLASS &amp; BIDDLE PSC 51% GLASS &amp; CONWAY LLC 50%</td>
</tr>
<tr>
<td>JULIE FINCH CORLIS</td>
<td>MAYSVILLE, KY</td>
<td>USA</td>
<td>DIRECTOR FIRST BANK OF KY BANK OF MAYSVILLE</td>
<td>N/A</td>
<td>CUSTOMER SERVICE REPRESENTATIVE</td>
<td>FIRST BANK OF KY 10 SHRS. (0.01%)</td>
<td>N/A</td>
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<tr>
<td>Name</td>
<td>Location</td>
<td>Country</td>
<td>Position</td>
<td>Relationship</td>
<td>Shares</td>
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<td></td>
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<tr>
<td>JOHN R. HUTCHINGS, IV</td>
<td>MAYS LICK, KY</td>
<td>USA</td>
<td>VICE PRESIDENT &amp; TRUST OFFICER BANK OF MAYSVILLE</td>
<td>N/A</td>
<td>BANKER FIRST BANK OF KY 32 SHRS. (.04%)</td>
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<tr>
<td>LESLIE ANNE WALTON</td>
<td>MAYSVILLE, KY</td>
<td>USA</td>
<td>ASST. SECRETARY FIRST BANK OF KY VICE PRESIDENT BANK OF MAYSVILLE</td>
<td>N/A</td>
<td>BANKER FIRST BANK OF KY 55 SHRS. (.00%)</td>
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<tr>
<td>SCOTT SMITH</td>
<td>MAYSVILLE, KY</td>
<td>USA</td>
<td>ASST. TREASURER FIRST BANK OF KY VICE PRESIDENT BANK OF MAYSVILLE</td>
<td>N/A</td>
<td>BANKER FIRST BANK OF KY 35 SHRS. (.04%)</td>
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<tr>
<td>VICKY LOWE</td>
<td>MAYSVILLE, KY</td>
<td>USA</td>
<td>VICE PRESIDENT &amp; TRUST OFFICER BANK OF MAYSVILLE</td>
<td>N/A</td>
<td>BANKER FIRST BANK OF KY 10 SHRS. (.01%)</td>
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<tr>
<td>LANA CLARK</td>
<td>MAYSVILLE, KY</td>
<td>USA</td>
<td>VICE PRESIDENT BANK OF MAYSVILLE</td>
<td>N/A</td>
<td>BANKER FIRST BANK OF KY 8 SHRS. (.01%)</td>
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<tr>
<td>LISA LOWE</td>
<td>MAYSVILLE, KY</td>
<td>USA</td>
<td>VICE PRESIDENT BANK OF MAYSVILLE</td>
<td>N/A</td>
<td>BANKER N/A JLM PROPERTIES, LLC 50% OLD DUTCH, LLC 50%</td>
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<tr>
<td>DANNY WHITE</td>
<td>MAYSVILLE, KY</td>
<td>USA</td>
<td>VICE PRESIDENT &amp; SECURITY OFFICER BANK OF MAYSVILLE</td>
<td>N/A</td>
<td>BANKER N/A N/A</td>
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