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(c)(1)(A)); sections 9(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 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5488(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.

Robert D Neff
Name of the Holding Company Director and Officer

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 1071845 C.I.

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

None

Report's Legal Entity Identifier (LEI) (20-character LEI Code)

Reporter's Name, Street, and Mailing Address

The Citizens Bancorp of Morehead, Incorporated

Legal Title of Holding Company

114 West Main Street/PO Box 1026

(Mailing Address of the Holding Company) Street / P.O. Box

Morehead KY 40351

City State Zip Code

114 West Main Street Morehead KY 40351

Physical Location (if different from mailing address) e-Corrected 08/10/18

Person to whom questions about this report should be directed:

Robin Brown
Name Title

606-780-0000 116

Area Code / Phone Number / Extension

606-784-4616

Area Code / FAX Number

rbrown@tcbarytime.com

E-mail Address

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

Is confidential treatment requested for any portion of this report submission? 0=No 1=Yes

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 FRY-6
The Citizens Bancorp of Morehead, Inc.
Fiscal Year Ending December 31, 2017

Report Item 2: Organization Chart

1. The Citizens Bancorp of Morehead, Incorporated
   Morehead, Kentucky USA
   State of Incorporation: Kentucky

   100%

2. The Citizens Bank
   Morehead, Kentucky USA
   State of Incorporation: Kentucky

The Citizens Bancorp of Morehead, Incorporated owns 100% of the subsidiary bank, The Citizens Bank, Morehead, Kentucky.

/S/ Robert D. Neff, Secretary-Treasurer

Date: 01/17/18
**Reconciliation and Verification Steps**

1. In the **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 date of closure date in the **Effective Date** column.
- **Delete**: If a branch listed was never owned by the depository institution, enter "Delete" in the **Data Action** 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.

**None:**

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](https://y10online.federalreserve.gov).

*FEDC UNUM, 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>END LYNUM*</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>562313</td>
<td>Full Service</td>
<td>562313</td>
<td>CITIZENS BANK, THE</td>
<td>101 WEST MAIN STREET</td>
<td>MOREHEAD</td>
<td>KY</td>
<td>40351</td>
<td>ROWAN</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>CITIZENS BANK, THE</td>
<td>562313</td>
<td></td>
</tr>
<tr>
<td>OK</td>
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<td>ROWAN</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
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<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>CITIZENS BANK, THE</td>
<td>562313</td>
<td></td>
</tr>
</tbody>
</table>
Form FR Y-6
The Citizens Bancorp of Morehead, Incorporated
Morehead, KY
Fiscal Year Ending December 31, 2017

Report Item 3: Securities Holders

<table>
<thead>
<tr>
<th>Current Securities Holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2017</th>
<th>Securities Holders 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 12-31-2017</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>(1)(a)</strong> Name &amp; Address (City, State, Country)</td>
<td><strong>(1)(b)</strong> Country of Citizenship or Incorporation</td>
</tr>
<tr>
<td>The Hutchinson Family Trust</td>
<td>USA</td>
</tr>
<tr>
<td>Susan J Neff, Trustee</td>
<td>Morehead KY</td>
</tr>
<tr>
<td>Susan J Neff</td>
<td>USA</td>
</tr>
<tr>
<td>Morehead KY</td>
<td></td>
</tr>
<tr>
<td>Robert D Neff</td>
<td>USA</td>
</tr>
<tr>
<td>Morehead KY</td>
<td></td>
</tr>
<tr>
<td>Heather J H Neff Perkins</td>
<td>USA</td>
</tr>
<tr>
<td>Morehead KY</td>
<td></td>
</tr>
<tr>
<td>Ryan D Neff</td>
<td>USA</td>
</tr>
<tr>
<td>Morehead KY</td>
<td></td>
</tr>
<tr>
<td>Jennifer Markwell</td>
<td>USA</td>
</tr>
</tbody>
</table>
Report Item 4: Insiders
(1)(a)(b)(c) and (2)(a)(b)(c)

<table>
<thead>
<tr>
<th>Names &amp; Address (City, State, Country)</th>
<th>Principal Occupation if other than with holding company</th>
<th>Title &amp; Position with company</th>
<th>Title &amp; Position with Subsidiaries (include names of subsidiaries)</th>
<th>Title &amp; Position with Other Businesses (include names of other businesses)</th>
<th>Percentage of Voting Securities in holding company</th>
<th>Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Susan J Neff Morehead KY</td>
<td>N/A</td>
<td>Chairman, President &amp; Director</td>
<td>Chairman of Board &amp; Director The Citizens Bank</td>
<td>None</td>
<td>8.44%</td>
<td>None</td>
</tr>
<tr>
<td>The Hutchinson Family Trust Susan J Neff, Trustee Morehead KY</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>70.00%</td>
<td>N/A</td>
</tr>
<tr>
<td>Robert D Neff Morehead KY</td>
<td>N/A</td>
<td>Secretary/Treasurer &amp; Director</td>
<td>President/CEO The Citizens Bank</td>
<td>None</td>
<td>0.54%</td>
<td>None</td>
</tr>
<tr>
<td>Heather J H Neff Perkins Morehead KY</td>
<td>N/A</td>
<td>Director</td>
<td>Director The Citizens Bank</td>
<td>Secretary/Treasurer Sphinx Inc</td>
<td>6.92%</td>
<td>None</td>
</tr>
<tr>
<td>Ryan D Neff Morehead KY</td>
<td>N/A</td>
<td>Director</td>
<td>Director The Citizens Bank</td>
<td>Vice President Sphinx Inc</td>
<td>6.70%</td>
<td>None</td>
</tr>
<tr>
<td>Jennifer Markwell Morehead KY</td>
<td>N/A</td>
<td>Director</td>
<td>Director The Citizens Bank</td>
<td>President Sphinx Inc</td>
<td>7.40%</td>
<td>None</td>
</tr>
<tr>
<td><strong>Total- 100%</strong></td>
<td><strong>21,901.33 Shares Outstanding</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td><strong>4,080.00 Treasury Stock</strong></td>
</tr>
</tbody>
</table>