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 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 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and 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 an LLC, see the General Instructions for the authorized individual who must sign the report.

I, Thurman Glenn Caleb Jr.,
Name of the Holding Company Director and Official
Treasurer
Title of the Holding Company Director and Officer

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
07/29/2019
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

RSID

C.I.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2018
Month / Day / Year
N/A

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

First National London Bankshares Corporation
Legal Title of Holding Company
202 South Main Street
(Mailing Address of the Holding Company) Street / P.O. Box
London
KY
40741
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Steven Christopher Phipps
SVP/CFO
Name Title

606-877-2210
Area Code / Phone Number / Extension

606-878-9467
Area Code / FAX Number

chopps@fnblondonky.com
E-mail Address

www.foblondonky.com (First National Bank & Trust)
Address (URL) for the Holding Company's web page

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

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 (7100-0297), Washington, DC 20503.

03/2018
FORM FR Y-6

First National London Bankshares Corporation
London, Kentucky
Fiscal Year Ending December 31, 2018

Report Item:

1. The bank holding company does not prepare an annual report for its securities holders and is not registered with the SEC
2. Organizational Chart

Report Item #2a Organization Chart

FIRST NATIONAL LONDON BANKSHARES CORPORATION
LONDON, KENTUCKY
Incorporated in Kentucky
LEI: N/A

FIRST NATIONAL BANK & TRUST
LONDON, KENTUCKY
Federally Chartred
LEI: N/A
100%
Results: A list of branches for your holding company: FIRST NATIONAL LONDON BANKSHARES CORPORATION (1072640) of LONDON, KY.
The date was of 12/31/2018. Data reflects information that was recorded and processed through 01/04/2019.

Instruction and Application Notes:
1. In the Data Action column of each branch, enter or mark one of the actions specified below.
2. If required, enter the date in the Effective Date column.

Actions:
- Add if the branch information is correct, enter 'Add' in the Data Action column.
- Change if the branch information is incorrect or incomplete, enter 'Change' in the Data Action column and the date when this information first became valid in the Effective Date column.
- Open if a branch had never been by the depositor of a new branch, enter 'Open' in the Data Action column.
- Delete if a branch had never been by the depositor of a branch and the date of the branch's closure, enter 'Delete' in the Data Action column.

If printing this form, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Substitution Procedure:
When you are finished, send a second copy to your IRS contact. See the detailed instructions on the site for more information. If you are a mailing client to your IRS contact, put your institution name, city and state in the subject line of the e-mail.

Note:
To satisfy the IRS F-90 reporting requirement, you must file the IRS F-90 Form. The IRS F-90 Form is due annually to the IRS. For more information, visit the IRS website at www.irs.gov.

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<tr>
<th>State</th>
<th>Branch</th>
<th>Office</th>
<th>Address Type</th>
<th>Street Number</th>
<th>Street Name</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Federal</th>
<th>FICU Number</th>
<th>Office Number</th>
<th>Branch Office</th>
<th>Head Office</th>
<th>Head Office Zip Code</th>
<th>Comments</th>
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</thead>
<tbody>
<tr>
<td>KY</td>
<td>Full Face</td>
<td>Front Office</td>
<td>Independent Office</td>
<td>1330 W. MAIN STREET</td>
<td>LONDON</td>
<td>KY</td>
<td>40741</td>
<td>United States</td>
<td>Not Required</td>
<td>Not Required</td>
<td>1-800-123-4567</td>
<td>Head Office Zip Code</td>
<td>Comments</td>
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## Report Item 3: Shareholders

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<thead>
<tr>
<th>(1)a</th>
<th>(1)b</th>
<th>(1)c</th>
<th>(2)a</th>
<th>(2)b</th>
<th>(2)c</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name &amp; Address</td>
<td>Country or Citizenship</td>
<td>Number and percentage of Each Class of Voting Securities</td>
<td>Name &amp; Address</td>
<td>Country of Citizenship or Incorporation</td>
<td>Number and Percentage of Each Class of Voting Securities</td>
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<tr>
<td>Randell Brewer London, KY USA</td>
<td>USA</td>
<td>7495 - 12.92% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>George Humfleet London, KY USA</td>
<td>USA</td>
<td>5901 - 10.17% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>Delford McKnight London, KY USA</td>
<td>USA</td>
<td>4440 - 7.65% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
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</tbody>
</table>
## Report Item 4: Insiders

<table>
<thead>
<tr>
<th>(1)</th>
<th>(2)</th>
<th>(3)a</th>
<th>(3)b</th>
<th>(3)c</th>
<th>(4)a</th>
<th>(4)b</th>
<th>(4)c</th>
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</thead>
<tbody>
<tr>
<td><strong>Names &amp; Address</strong>&lt;br&gt;City, State, Country</td>
<td><strong>Principal Occupation if other than with Bank Holding Company</strong></td>
<td><strong>Title &amp; Position with Other Businesses with Subsidiaries (include names of other businesses)</strong></td>
<td><strong>Title &amp; Position with Bank Holding Company</strong></td>
<td><strong>None</strong></td>
<td><strong>12.92%</strong> (7495 shares)</td>
<td><strong>None</strong></td>
<td><strong>None</strong></td>
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<tr>
<td>Randall Brewer&lt;br&gt;London, KY USA</td>
<td>Retired Insurance Agent&lt;br&gt;Chairman&lt;br&gt;Director</td>
<td>None</td>
<td>None</td>
<td>None</td>
<td>None</td>
<td></td>
<td></td>
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<tr>
<td>Thurman Glenn Caleb&lt;br&gt;London, KY USA</td>
<td>Banker&lt;br&gt;Secretary&lt;br&gt;Treasurer&lt;br&gt;Director</td>
<td>None</td>
<td>None</td>
<td>None</td>
<td>None</td>
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<tr>
<td>George Humfleet&lt;br&gt;London, KY USA</td>
<td>Retired Mobile Home Dealer&lt;br&gt;N/A&lt;br&gt;N/A</td>
<td>None</td>
<td>None</td>
<td>None</td>
<td>None</td>
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<tr>
<td>Kenneth R James&lt;br&gt;London, KY USA</td>
<td>Real Estate Developer&lt;br&gt;President&lt;br&gt;Director</td>
<td>Director of First National Bank &amp; Trust&lt;br&gt;J&amp;J Enterprises President</td>
<td>None</td>
<td>None</td>
<td>None</td>
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<tr>
<td>Thomas L. Jensen&lt;br&gt;London, KY USA</td>
<td>Attorney&lt;br&gt;Director</td>
<td>Director of First National Bank &amp; Trust&lt;br&gt;Sole Officer&lt;br&gt;Thomas L. Jensen, P.S.C.</td>
<td>None</td>
<td>None</td>
<td>None</td>
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<td>Craig Mullins&lt;br&gt;London, KY USA</td>
<td>Contractor&lt;br&gt;Director</td>
<td>Director of First National Bank &amp; Trust&lt;br&gt;Managing Member Craig Mullins Const LLC&lt;br&gt;President Mullins Properties</td>
<td>None</td>
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<tr>
<td>Name</td>
<td>Title</td>
<td>Company/Role</td>
<td>Shares</td>
<td>%</td>
<td>% of Shareholders</td>
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<tr>
<td>David McCowen</td>
<td>Owner Retail Jewelry Director</td>
<td>First National Bank &amp; Trust</td>
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<td></td>
<td></td>
<td>McNeill's Jewelry Inc Member MIA Properties LLC</td>
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<td>Benquei's Jewelry Inc 50%</td>
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<td>McNeill's Jewelry Inc Member Madison Square LLC</td>
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<td>MIA Properties LLC 50%</td>
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<td>1.8614764%</td>
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<td>Madison Square LLC 50%</td>
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<td>Delford McKnight</td>
<td>Real Estate Developer Director</td>
<td>First National Bank &amp; Trust</td>
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<td></td>
<td></td>
<td>McKnight &amp; Associates Inc Managing General Partner</td>
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<td>OMC Inc 50%</td>
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<td>7.6543820%</td>
<td>4440</td>
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<td>London Properties LLC 50%</td>
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<td>Rosedale FLP LTD 43.63%</td>
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<td>McKnight &amp; Associates Inc 40.19%</td>
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<td>Dual Mac LTD 18%</td>
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