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 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(b)(1), 602, and 611a); 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.

1. Charles Beach III
   Name of the Holding Company Director and Official
   President

   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
   RSSD ID 124694
   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, 2018

   Month / Day / Year
   N/A

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

   Reporter's Name, Street, and Mailing Address

   Genbeach Co, Inc
   Legal Title of Holding Company
   P O Box 4040
   (Mailing Address of the Holding Company) Street / P.O. Box
   Winchester KY 40392

   City State Zip Code

   101 N Main Street, Winchester, KY 40391

   Physical Location (if different from mailing address)

   Person to whom questions about this report should be directed:

   Michael Pierce
   Secretary

   Name Title

   859-744-9400
   Area Code / Phone Number / Extension

   859-744-2380
   Area Code / Fax Number

   mpierce@pcebank.com
   E-mail Address

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

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

   Public reporting burden for this information collection is estimated to vary from 1 to 110 hours per response, with an average of 5.60 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
Item 1

Not applicable.

Item 2(a) Organization Chart:

Genbeach Co., Inc.
Winchester, Kentucky
State of Incorporation – Kentucky
LEI is n/a, unless noted
Owns 100% of:

People's Exchange Bank
Winchester, Kentucky
State of Incorporation – Kentucky
LEI: 549300Q3RKNNDNMSDEE10

Item 2(b) See attached

Item 3(1):

(1) a. Charles Beach III.
   Lexington, Kentucky

   b. USA

   c. 391.17 shares common stock - representing 47% of voting rights.

(2) a. Charles Beach IV
   Lexington, KY

   b. USA

   c. 157.27 shares common stock – representing 19% of voting rights
(3) a. Taylor B. Moloney  
    Nashville, TN  
    b. USA  
    c. 157.27 shares common stock – representing 19% of voting rights

(4) a. Helen P. Beach  
    Lexington, KY  
    b. USA  
    c. 124 shares common stock – representing 15% of voting rights

Item 3(2): Not applicable

Item 4:

(1) (1) Charles Beach, III  
    Beattyville, KY  
    USA  

    (2) Bank Executive

    (3) (a) Director  
        (b) Director, Peoples Exchange Bank

    (4) (a) 47%  
        (b) 0%  
        (c) C. Beach, III Enterprises, LLC, 100%  
            Beach Car Wash, 100%

(2) (1) Charles Beach IV  
    Lexington, KY  
    USA  

    (2) Insurance Underwriter  
        Bank Executive

    (3) (a) Director  
        (b) Director, Peoples Exchange Bank  
        (c) N/A

    (4) (a) 19%  
        (b) 0%  
        (c) N/A

(3) (1) Whit Moloney  
    Nashville, TN  
    USA
(2) Investment Banking Executive

(3) (a) Director
    (b) Director, Peoples Exchange Bank
    (c) N/A

(4) (a) 0%
    (b) 0%
    (c) N/A

(4) (1) Walter Byrne
       Lexington, KY
       USA

(2) Law Firm Partner

(3) (a) Director
    (b) Director, Peoples Exchange Bank
    (c) Partner, Stoll, Keenon, Ogden PLLC

(4) (a) 0%
    (b) 0%
    (c) N/A (less than 25%)

(5) (1) Taylor B. Moloney
       Nashville, TN
       USA

(2) Sales Executive

(3) (a) N/A
    (b) N/A
    (c) N/A

(4) (a) 19%
    (b) 0%
    (c) N/A

(6) (1) Helen P. Beach
       Lexington, KY
       USA

(2) Not employed

(3) (a) N/A
    (b) N/A
    (c) N/A

(4) (a) 15%
    (b) 0%
    (c) N/A
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