

Board of Governors of the Federal Reserve System

FEDERAL RESERVE BANK
OF CLEVELAND



Annual Report of Holding Companies—FR Y-6

2014 MAR 27 A 9:15
STATISTICS & ANALYSIS
DEPARTMENT

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)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan 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.

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.

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

12/31/2013

Month / Day / Year

I, Eugene E. Deible, III

Reporter's Name, Street, and Mailing Address

Community First Bancorp, Inc.

Name of the Holding Company Director and Official

Legal Title of Holding Company

Vice President, Secretary, and Treasurer

444 Main Street, P.O. Box 130

Title of the Holding Company Director and Official

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

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.

Reynoldsville PA 15851

City

State

Zip Code

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.

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Robert G. Thurston VP of Risk Management

Name

Title

(814) 653-8232

Area Code / Phone Number / Extension

(814) 653-2885

Area Code / FAX Number

rthurston@cf-bank.com

E-mail Address

www.cf-bank.com

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

Signature of Holding Company Director and Official

03/24/2014

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 2376950
C.I. _____

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

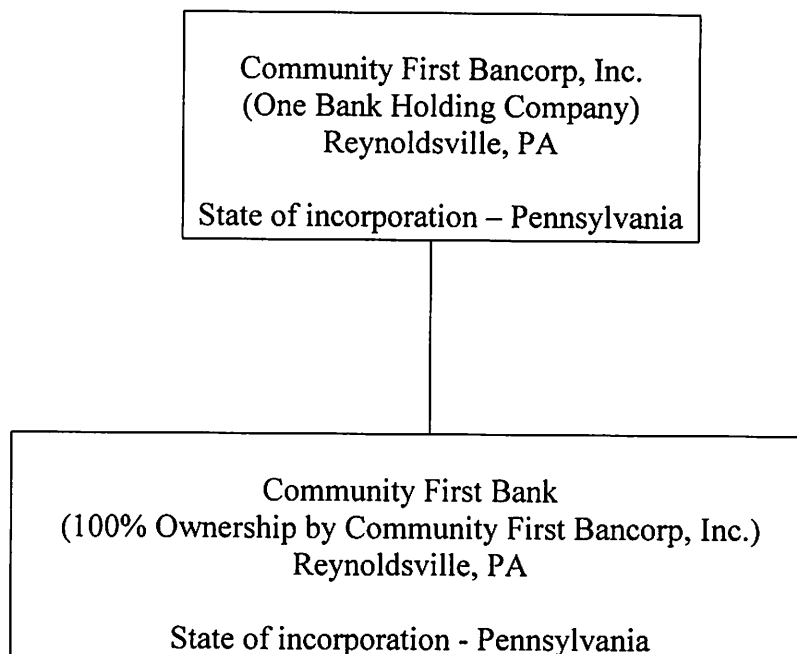
- In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
- The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

FR Y-6
12/31/2013

Report Item 1: Annual report to shareholders is enclosed.

Report Item 2a: **Organization Chart**



Community First Bancorp, Inc. owns 100% of Community First Bank and is Community First Bancorp, Inc.'s only investment subject to this item.

Report Item 2b: **Domestic Branch Listing**

Submitted early via email on 02/04/2014

Report Item 3(1): **5% Shareholders of Bank Holding Co.**

NAME	CITIZENSHIP	# SHARES COMMON STOCK	% SHARES
Henry H. Deible * Reynoldsville, PA	USA	53,411	14.55%
Eugene E. Deible, III Reynoldsville, PA	USA	40,029	10.90%
Patricia E. Beach * Landing, NJ	USA	39,142	10.66%

* Mary M. Deible owns 48,341 shares (13.17%) jointly with Henry H. Deible. Donald Beach owns 36,142 shares (9.84%) jointly with Patricia E. Beach.

Results: A list of branches for your depository institution: **COMMUNITY FIRST BANK (ID_RSSD: 188926)**.
 This depository institution is held by **COMMUNITY FIRST BANCORP, INC. (2376950)** of **REYNOLDSVILLE, PA**.
 The data are as of **12/31/2013**. Data reflects information that was received and processed through **01/07/2014**.

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.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	188926	COMMUNITY FIRST BANK	444 MAIN STREET	REYNOLDSVILLE	PA	15851	JEFFERSON	UNITED STATES	5083	0	COMMUNITY FIRST BANK	188926	
OK		Full Service	4212454	CLARION BRANCH	601 MAIN ST	CLARION	PA	16214	CLARION	UNITED STATES	515966	3	COMMUNITY FIRST BANK	188926	
OK		Full Service	3517031	PUNXSUTAWNEY OFFICE	102 INDIANA STREET	PUNXSUTAWNEY	PA	15767	JEFFERSON	UNITED STATES	455810	2	COMMUNITY FIRST BANK	188926	
OK		Full Service	3516968	SYKESVILLE BRANCH	101 SYKES STREET	SYKESVILLE	PA	15865	JEFFERSON	UNITED STATES	217578	1	COMMUNITY FIRST BANK	188926	

Report Item 3(2): **5% Shareholders During Year Other Than Above**

None.

Report Item 4(1 - 4): **Insiders**

List of Principal Shareholders, Directors, and Executive Officers

Codes: "P" - Principal Shareholder, "D" - Director, "E" - Executive Officers

4(1) Name & Address	Code	4(2) Occupation other than <u>with BHC</u>	4(4)(a) <u>Community First Bancorp. Inc.</u> BHC <u>% Common Stock Own</u>	4(4)(b) <u>Community First Bank</u> Subsidiary Bank <u>% Shares Own</u>
Eugene V. Zanot Reynoldsville, PA	D	Retired Store Owner	1.63%	None
William L. Mauthe DuBois, PA	D	Retired CPA	.95%	None
Robert M. Hanak DuBois, PA	D	Attorney	1.48%	None
Harry E. Kunselman Reynoldsville, PA	D	Dentist	.76%	None
E. E. Deible III Reynoldsville, PA	D, E, P	N/A	10.90%	None
Henry H. Deible Reynoldsville, PA	D, E, P	N/A	14.55%	None
Mary M. Deible Reynoldsville, PA	P	Retired Store Owner	**	None
W. Jay Chamberlin Brookville, PA	E	N/A	.17%	None
Robert G. Thurston Reynoldsville, PA	E	N/A	.21%	None
Michael D. Robinson, Sr. Reynoldsville, PA	E	N/A	.04%	None
Patricia E. Beach Landing, NJ	P	Retired School Teacher	10.66%	None

**Mary M. Deible owns 48,341 shares (13.17%) jointly with Henry H. Deible.

Report Item 4(1 - 4) continued:

Title with Bank Holding Company and Bank

	4(3)(a) <u>Community First Bancorp. Inc.</u>	4(3)(b) <u>Community First Bank</u>
William L. Mauthe	Chairman of the Board	Chairman of the Board
Henry H. Deible	CEO/President	CEO/President
Eugene E. Deible III	VP/Secretary/Treasurer	VP/Secretary/Treasurer
W. Jay Chamberlin		SVP of Lending & Chief Credit Officer
Robert G. Thurston		VP of Risk Management
Dr. Michael D. Robinson Sr.		SVP of Finance & Operations

4(3)(c)
Director, Partner, or Executive Officer of another Business

		<u>Title/Position</u>
Robert M. Hanak	1)	Hanak, Guido, & Taladay Attorney
	2)	Reynoldsville Casket Company Secretary
	3)	DuPenn Inc. Director
	4)	Hanak Limited Partnership General Partner
William L. Mauthe	1)	MSM Coal Co., Inc. Secretary/Treasurer
	2)	Coolspring Sand & Gravel Co., Inc. Treasurer
Henry H. Deible	1)	Reynoldsville Area Industrial Development President
	2)	Northern Horizon, LLC President/Secretary
	3)	Division Street Properties Director
	4)	Forestland Investments, LLC Partner
	5)	Sustainable Forestry, LLC Partner
W. Jay Chamberlin	1)	Clearfield/Jefferson Regional Airport Auth. Director/Secretary/Treasurer
	3)	WRC Senior Services Director/Chairman Elect

4(4)(c)
Own 25% or More of another Business

Robert M. Hanak	1)	Hanak, Guido, & Taladay - 50%
	2)	DuPenn Inc. - 95%
William L. Mauthe	1)	MSM Coal Co., Inc. - 42%
	2)	Coolspring Sand & Gravel Co., Inc. - 30%
Henry H. Deible	1)	Northern Horizon, LLC - 100%
	2)	Forestland Investments, LLC - 50%
	3)	Sustainable Forestry, LLC - 33.33%