

Board of Governors of the Federal Reserve System



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)); 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.

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.

I, Gregg E. Hunter

Name of the Holding Company Director and Official

Vice Chairman, President and CEO

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

03/17/2015

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 1823738
C.I. _____

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.

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

December 31, 2014

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Commercial National Financial Corporation

Legal Title of Holding Company

900 Ligonier Street / P.O. Box 429

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

Latrobe

PA

15650

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Thomas Watters

CFO

Name

Title

724-537-9986

Area Code / Phone Number / Extension

724-539-1137

Area Code / FAX Number

twatters@cbthebank.com

E-mail Address

cnbthebankonline.com

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

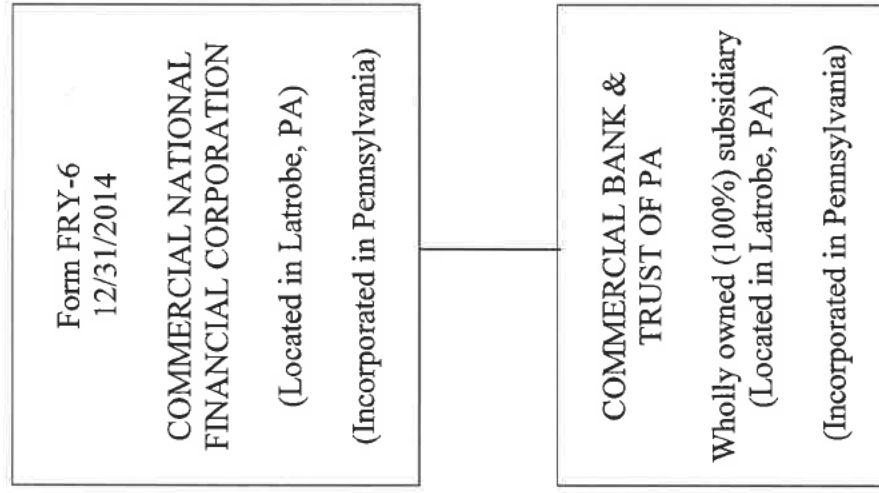
Does the reporter request confidential treatment for any portion of this submission?

☐ 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

Report Item 2. Organizational Chart



Results: A list of branches for your holding company: **COMMERCIAL FINANCIAL CORPORATION (1832738) of LATROBE, PA.**
The data are as of **12/31/2014**. Data reflects information that was received and processed through **01/07/2015**.

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 Procedures

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_BSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_BSSD*	Popular Name	Street Address	City	State	Zip Code	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_BSSD*	Comments
OK		Full Service (Head Office)	945026	COMMERCIAL BANK & TRUST OF PA	900 LIGNIER ST	LATROBE	PA	15650	WESTMORELAND	8554	0	COMMERCIAL BANK & TRUST OF PA	945026	
OK		Full Service	7113206	COURTHOUSE SQUARE BRANCH	59 NORTH MAIN ST	GREENSBURG	PA	15601	WESTMORELAND	211351	7	COMMERCIAL BANK & TRUST OF PA	945026	
OK		Full Service	1801720	EASTGATE BRANCH	867 GEORGE STATION ROAD	GREENSBURG	PA	15601	WESTMORELAND	211351	6	COMMERCIAL BANK & TRUST OF PA	945026	
OK		Full Service	4003120	WEST POINT BRANCH	506 WEST POINT DRIVE	GREENSBURG	PA	15601	WESTMORELAND	502289	11	COMMERCIAL BANK & TRUST OF PA	945026	
OK		Full Service	945428	LAWSON HEIGHTS BRANCH	11 TERRY WAY	LATROBE	PA	15650	WESTMORELAND	211350	5	COMMERCIAL BANK & TRUST OF PA	945026	
OK		Full Service	78222	LINCOLN ROAD BRANCH	5920 LINCOLN AVENUE	LATROBE	PA	15650	WESTMORELAND	211359	4	COMMERCIAL BANK & TRUST OF PA	945026	
OK		Full Service	976113	LIGNIER BRANCH	201 WEST MAIN STREET	LIGNIER	PA	15642	WESTMORELAND	211326	1	COMMERCIAL BANK & TRUST OF PA	945026	
OK		Full Service	3124956	NORWIN HILLS BRANCH	8775 NORWIN AVENUE	NORTH HUNTINGDON	PA	15642	WESTMORELAND	262761	9	COMMERCIAL BANK & TRUST OF PA	945026	
OK		Full Service	50126	PLEASANT UNITY BRANCH	2059 ROUTE 130	PLEASANT UNITY	PA	15676	WESTMORELAND	211327	2	COMMERCIAL BANK & TRUST OF PA	945026	
OK		Full Service	944926	WEST NEWTON BRANCH	109 EAST MAIN STREET	WEST NEWTON	PA	15089	WESTMORELAND	211328	3	COMMERCIAL BANK & TRUST OF PA	945026	

FORM FRY-6
COMMERCIAL NATIONAL FINANCIAL CORPORATION
FISCAL YEAR ENDING DECEMBER 31, 2014

REPORT ITEM 3: SHAREHOLDERS

CURRENT SHAREHOLDER WITH OWNERSHIP, CONTROL OR HOLDINGS OF 5% OR MORE WITH POWER TO VOTE AS OF FISCAL YEAR ENDING 12-31-2014				SHAREHOLDERS NOT LISTED IN 3(1)(C) THAT HAD OWNERSHIP, CONTROL OR HOLDINGS OF 5% OR MORE WITH POWER TO VOTE DURING FISCAL YEAR ENDING 12-31-2014			
(1)(A) NAME & ADDRESS	(1)(B) COUNTRY OF CITIZENSHIP OR INCORPORATION	(1)(C) NUMBER & PERCENT OF CLASS		(2)(A) NAME & ADDRESS	(2)(B) COUNTRY OF CITIZENSHIP OR INCORPORATION	(2)(C) NUMBER & PERCENT OF CLASS	
GREGG E HUNTER LATROBE, PA	USA	283,180 9.90%		N/A			
DOROTHY S HUNTER LATROBE, PA	USA	203,000 7.10%					
GEORGE A CONTI, JR GREENSBURG, PA	USA	232,850 8.14%					

FORM FR Y-6
COMMERCIAL NATIONAL FINANCIAL CORPORATION
FISCAL YEAR ENDING DECEMBER 31, 2014

Report Item 4: Insiders

(1) Name & Address	(2) Principal Occupation if other than with bank holding Co.	(3)(a) Title & Position with bank holding company	(3)(b) Title & Position with subsidiaries	(3)(c) Title position with other businesses	(4)(a) Number and Percentage of voting shares in bank holding company	Percentage of voting shares in subsidiaries	(4)(c) List names of other companies if 25% or more of voting securities are held
Directors							
John T. Babilya West Newton, PA USA	President, Arc Weld Inc	Director	Director	President, Arc Weld, Inc.	12,017.00	0.42%	n/a
Arc Weld Inc-50% Machining, Marketing and Advertising Inc-50% Babilya Associates-50% Jeffrey A. & John T. Babilya General Partnership-50% B.F. Energies LLC-66.66%							
George A. Conti, Jr Greensburg, PA, USA	Attorney at Law	Director	Director	Attorney at Law	232,850.00	8.14%	n/a
Attorney at Law-100% Cleico, LLC-100%							
Gregg E. Hunter Latrobe, PA, USA	Vice Chairman & Director	Vice Chairman & Director	Chairman,President/CEO Director	Vice Chairman & Director	283,180.00	9.90%	n/a
n/a							
R. Dale Landers New Alexandria, PA USA	Senior Consultant Water Treatment Services, Inc.	Director	Director	Senior Consultant Water Treatment Services, Inc.	45,387.00	1.59%	n/a
Bros Farm LTD LLP-50%							
Steven H. Landers New Alexandria, PA, USA	VP, R&L Development Company	Director	Director	VP, R&L Development	25,907.00	0.91%	n/a
Bros Farm LTD LLP-50%							
Joseph A. Mosso Latrobe, PA, USA	Retired, Former Pres. Mosso's Pharmacy Inc	Director	Director	Retired, Former President, Mosso's Pharmacy Inc	20,363.00	0.71%	n/a
n/a							
Bruce A. Robinson Ligonier, PA, USA	General Manager, Laurel Valley Golf Club	Director	Director	General Manager, Laurel Valley Golf Club	31,494.00	1.10%	n/a
n/a							
Debra L. Spatola Latrobe, PA, USA	Owner, Debra Jeanne Designs	Director	Director	Owner, Debra Jeanne Designs	5,200.00	0.18%	n/a
Debra Jeanne Designs- 100%							
George V. Welty Ligonier, PA, USA	Attorney at Law	Chairman & Director	Director	Attorney at Law	16,768.00	0.59%	n/a
Attorney at Law-100%							

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FISCAL YEAR ENDING DECEMBER 31, 2014

Report Item 4: Insiders

(1) Name & Address	(2) Principal Occupation if other than with bank holding Co.	(3)(a) Title & Position with bank holding company	(3)(b) Title & Position with subsidiaries	(3)(c) Title position with other businesses	(4)(a) Number and Percentage of voting shares in bank holding company	(4)(b) Percentage of voting shares in subsidiaries	(4)(c) List names of other companies if 25% or more of voting securities are held
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Executive officers

Keith M. Visconti Latrobe, PA, USA	n/a	n/a	EVP Senior Lending Officer	n/a	400.00	0.01%	n/a	n/a
Kelly R. Moreman Greensburg, PA, USA	n/a	n/a	EVP Chief Operating Officer	n/a	160.00	0.01%	n/a	n/a
Wendy S. Piper Latrobe, PA, USA	n/a	Secretary/ Treasurer	SVP Secretary/Treasurer	n/a	60.00	0.00%	n/a	n/a
Thomas D. Watters Indiana, PA, USA	n/a	CFO	EVP Chief Financial Officer	n/a	0.00	0.00%	n/a	n/a