

Board of Governors of the Federal Reserve System

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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.

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.

I, John L. Mauldin

Name of the Holding Company Director and Official

CEO, Director

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.

*John L. Mauldin* CEO

Signature of Holding Company Director and Official

2/25/16

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 3825062  
C.I. \_\_\_\_\_

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

December 31, 2015

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Bancorp of Lexington, Inc.

Legal Title of Holding Company

761 Corporate Drive

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

Lexington

KY

40503

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Nancy H. Chase

EVP/CFO

Name

Title

859-219-2914

Area Code / Phone Number / Extension

859-219-2918

Area Code / FAX Number

nchase@bankoflexington.net

E-mail Address

bankoflexington.net

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

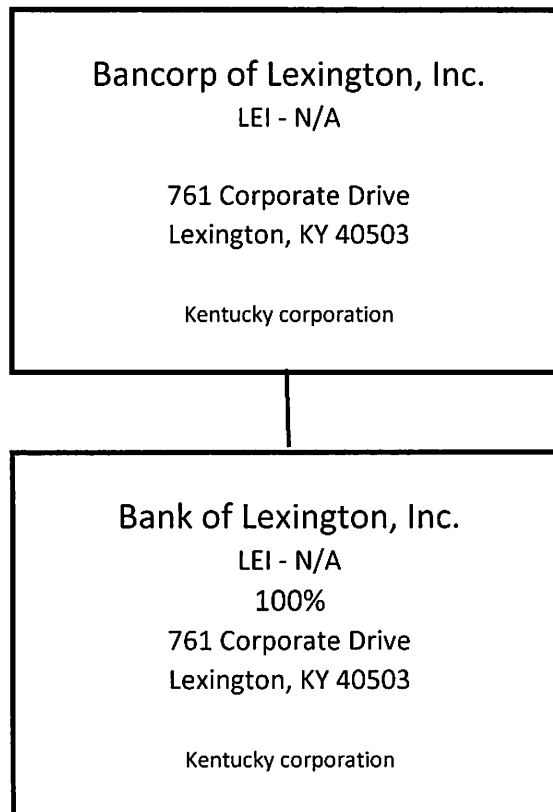
Does the reporter request confidential treatment for any portion of this submission?

☐ 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

**BANCORP OF LEXINGTON, INC.**  
ORGANIZATIONAL CHART  
12/31/2015



# Board of Governors of the Federal Reserve System

## FR Y-6 Depository Institution Branch Data Verification



### All Branches for Selected Holding Company

[Back To Head Office List](#)
[Back to Search Results](#)

A list of branches for your holding company: BANCORP OF LEXINGTON INC. (3825062) of LEXINGTON, KY.  
The data are as of 12/31/2015.

Save a copy of this list by clicking the download button below. **When asked if you would like to open or save this file, choose the 'Save' button.** Make corrections to your saved copy and then send it to your FRB contact. See the detailed instructions (linked above) for more information.

[Download List to Excel](#)

Institutions: 1 to 3 of 3

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*
Full Service (Head Office)	3410141	BANK OF LEXINGTON, INC.	761 CORPORATE DRIVE	LEXINGTON	KY	40503	FAYETTE	UNITED STATES	441082	0	BANK OF LEXINGTON, INC.	3410141
Full Service	4116963	POLO CLUB BRANCH	6409 POLO CLUB LANE	LEXINGTON	KY	40509	FAYETTE	UNITED STATES	509810	2	BANK OF LEXINGTON, INC.	3410141
Full Service	4463023	TATES CREEK BRANCH	866 MALABU DRIVE	LEXINGTON	KY	40502	FAYETTE	UNITED STATES	535561	3	BANK OF LEXINGTON, INC.	3410141

\*FDIC UNINUM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is not required.

**Report Item 3: Securities holders**

(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of 12/31/2015.

(1)(a) Name, City State, Country	(1)(b) Country of Citizenship	(1)( c) No. & % of each class voting shares
<b>Davis Marksbury</b> includes shares held by LLC controlled by Marksbury Lexington, KY USA	USA	141,194 - 8.06% common stock No options
<b>Jaskaran S. Sekhon</b> includes spouse, IRAs and profit sharing Lexington, KY USA	USA	108,912 - 6.21% common stock Plus 1,000 options - 6.27% common stk

Securities holders not listed in 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12/31/2015.

(2)(a) Name, City State, Country	(2)(b) Country of Citizenship	(2)( c) No. & % of each class voting shares
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N/A

### Report Item 4: Insiders

(1) Name, city, state, country	(2) Principal occupation if other than bank holding company	(3)(a) Title & position with bank holding company	(3)(b) Title & position with subsidiaries	(3)(c) Title & position with other businesses	(4)(a) Percentage of voting shares in bank holding co.	(4)(b) Percentage of voting shares in subsidiaries	(4)(c) Names of other companies if 25% or more of voting securities held and % held
<b>Daniel McQueen</b> Lexington, KY USA	Golf course manager	Director & Chairman	Director & Chairman, Bank of Lexington	Owner/manager- golf courses	3.25%	0.00%	Corman McQueen Golf, Inc. MacDuffer's McQueen-Wiley via Corman McQueen Golf 98.40% 100.00% 75.00%
<b>Thomas Bell</b> Midway, KY USA	Retired Pilot	Director	Director, Bank of Lexington	N/A	4.23%	0.00%	None
<b>David Bensema</b> Lexington, KY USA	Physician/ Administrator	Director	Director, Bank of Lexington	N/A	1.16%	0.00%	BOL Land Acquisition Co. LLC 25.00%
<b>Russell Craig Dunn</b> Lexington, KY USA	President Bank of Lexington	Vice President, Director	President, Director, Bank of Lexington	Managing Member CJJAC Properties, LLC	3.66%	0.00%	CJJAC Properties, LLC 50.00%
<b>David Franklin</b> Versailles, KY USA	Attorney	Director	Director, Bank of Lexington	General Partner Franklin & Rapp	0.86%	0.00%	Franklin & Rapp 95.00%
<b>Phillip G. Greer</b> Lexington, KY USA	Real Estate Developer	Director	Director, Bank of Lexington	Member, various organizations	1.27%	0.00%	Atlantic Host, LLC <sup>1</sup> via Sunset Hospitality, LLC Clintwood II, LLC <sup>1</sup> via GFH #1, LLC GFH #1, LLC <sup>1</sup> GFH #2, LLC <sup>1</sup> GFH #3, LLC <sup>1</sup> GFH Operations, LLC <sup>2</sup> GHB 95-1, LLC <sup>1</sup> via GFH #1, LLC Greer Development 93-1, Inc. <sup>2</sup> via Greer S Corp Holdings, Inc. Greer Development 93-2, Inc. <sup>2</sup> via Greer S Corp Holdings, Inc. Greer Eastgate, LLC <sup>1</sup> via GFH #1, LLC Greer Nich Rd, LLC <sup>2</sup> via GFH #1, LLC Greer Nich Rd II, LLC <sup>2</sup> Greer Petroleum, LLC <sup>1</sup> 100.00% 100.00% 100.00% 100.00% 100.00% 100.00% 100.00% 100.00% 100.00% 100.00% 100.00% 100.00% 100.00% 100.00%
Ownership Notes:							
<sup>1</sup> Owned by Phillip G Greer and Phillip G Greer Family Dynasty Trust							
<sup>2</sup> Owned by Phillip G Greer Family Dynasty Trust							
<sup>3</sup> Owned by Phillip G Greer							

Report Item 4: Insiders

(1) Name, city, state, country	(2) Principal occupation if other than bank holding company	(3)(a) Title & position with bank holding company	(3)(b) Title & position with subsidiaries	(3)(c) Title & position with other businesses	(4)(a) Percentage of voting shares in bank holding co.	(4)(b) Percentage of voting shares in subsidiaries	(4)(c) Names of other companies if 25% or more of voting securities held and % held
							via GFH #1, LLC 100.00%
							Greer S Corp Holdings, Inc. <sup>2</sup> 100.00%
							Greer Tylersville, LLC <sup>1</sup>
							via GFH #1, LLC 100.00%
							Lancaster Host, LLC <sup>1</sup>
							via Sunset Hospitality, LLC 100.00%
							Midwest Management Group, Inc. <sup>2</sup>
							via Greer S Corp Holdings, Inc. 100.00%
							Northstar Hospitality, LLC <sup>2</sup>
							via Greer S Corp Holdings, Inc. 100.00%
							Richmond Rd Village Shops, LLC <sup>1</sup>
							via GFH #1, LLC 100.00%
							Sunset Hospitality, LLC <sup>1</sup> 100.00%
							Gerogetown Host, LLC <sup>3</sup> 80.00%
							Sidney Host, LLC <sup>1</sup>
							via Sunset Hospitality, LLC 50.00%
							Greer Developmant, Inc. <sup>2</sup> 50.00%
							Greer Land Co.-Smyrna #2, LLC <sup>1</sup>
							via GFH #2, LLC 50.00%
							Reno's of Wise, LLC <sup>1</sup>
							via GFH Operations, LLC 50.00%
							Fore Star, LLC <sup>3</sup> 50.00%
							Kentucky Host, LLC <sup>1</sup>
							via Sunset Hospitality, LLC 50.00%
							2041 Richmond Rd Ops, LLC <sup>1</sup>
							via GFH Operations, LLC 50.00%
							2051 Richmond Rd, LLC <sup>1</sup>
							via GFH #2, LLC 50.00%
							Mint Julep Restaurant Ops, LLC <sup>1</sup>
							via GFH Operations, LLC 45.00%
							Greer Land Co. Restaurants, LLC <sup>1</sup>
							via GFH #3, LLC 45.00%
							Mint Julep Restaurant Mgt Group <sup>1</sup>
							via GFH Operations, LLC 45.00%
							Five Star South, LLC <sup>3</sup> 41.00%
							Wise Host, LLC <sup>1</sup>
							via Sunset Hospitality, LLC 40.63%
							Charlotte Host, LLC <sup>1</sup>
							via GFH #3, LLC 40.00%
							White Oak Land Company, LLC <sup>2</sup> 40.00%
							Pin Oak Land Co. LLC <sup>1</sup>
							via White Oak Land Co., LLC 38.00%

Report Item 4: Insiders

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							Williamsburg Host, LLC <sup>1</sup> via Sunset Hospitality, LLC and Cumberland Host, LLC 35.00% Cumberland Host, LLC <sup>1</sup> via Sunset Hospitality, LLC 35.00% Southern Oak, LLC <sup>1</sup> via GFH #3, LLC 33.33% ColeraIn Land Company, LLC <sup>1</sup> via GFH #3, LLC 33.33% Catlanta, LLC <sup>2</sup> 33.33% GGG&M, LLC <sup>1</sup> via GFH #3, LLC 30.00% Tri Star South, LLC <sup>1</sup> via White Oak Land Co., LLC 38.25% 489 East Main Street, LLC <sup>1</sup> via White Oak Land Co., LLC 25.00% Virginia Way, LLC via GFH #2, LLC 50.00% Coliseum Plaza, LLC <sup>1</sup> via GFH #3, LLC 46.25%
Donna Horn Lexington, KY USA	Owner-rehab practice	Director	Director, Bank of Lexington	Owner, Horn Richardson	1.22%	0.00%	Horn, Richardson & Associates, PLLC 100.00%
Lee Marksbury Lexington, KY USA	Investment Manager	Director	Director, Bank of Lexington	Exec. Director, Marksbury Family Foundation	8.15% (8.06% Held by father, Davis Marksbury)	0.00%	None
John Mauldin Lexington, KY USA	CEO Bank of Lexington	President/CEO, Director	CEO, Director Bank of Lexington	None	4.21%	0.00%	None
Richard Rader Lexington, KY USA	Restaurant owner	Director	Director, Bank of Lexington	Partner & share- holder, auto dealerships; owner-restaurant	0.82%	0.00%	Ricardo's Grill & Pub, LLC 100.00% Double R STBD, LLC 100.00%
Jaskaran Sekhon Lexington, KY USA	Retired/Executive	Director	Director, Bank of Lexington	None	6.21%	0.00%	Cherry Blossom Golf Club, LLC 49.50%

Bank of Lexington  
12/31/2015 FR Y-6

Report Item 4: Insiders

(1) Name, city, state, country	(2) Principal occupation if other than bank holding company	(3)(a) Title & position with bank holding company	(3)(b) Title & position with subsidiaries	(3)(c) Title & position with other businesses	(4)(a) Percentage of voting shares in bank holding co.	(4)(b) Percentage of voting shares in subsidiaries	(4)(c) Names of other companies if 25% or more of voting securities held and % held
W. Steve Stone Lexington, KY USA	Sr. Vice President, Bank of Lexington	Secretary, Director	Secretary,	Owner, Stone	4.12%	0.00%	Stone Appraisal
			Director,	Appraisal			Stone Properties
			Sr. Vice President, Bank of Lexington				Stone Tobin Properties
Billy Blair Lexington, KY USA	Executive Vice Pres. Bank of Lexington	Vice President	Executive Vice Pres. Bank of Lexington	Managing member, Billy Blair Homes, LLC	2.63%	0.00%	C & R Asphalt Land
							Acquisition, LLC
Nancy Chase Lexington, KY USA	Executive Vice Pres., CFO, Bank of Lexington	Vice President, CFO	Executive Vice Pres., CFO, Bank of Lexington	None	2.41%	0.00%	None
							Billy Blair Homes, LLC (inactive)

25.00%  
100.00%

**Results:** A list of branches for your depository institution: **BANK OF LEXINGTON, INC. (ID\_RSSD: 3410141)**. This depository institution is held by **BANCORP OF LEXINGTON INC. (3825062)** of **LEXINGTON, KY**. The data are as of **12/31/2015**. Data reflects information that was received and processed through **04/05/2016**.

#### **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**

**Close:** If a branch listed was sold or closed, enter '**Close**' in the **Data Action** column and the sale or closure date

**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

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page sc

#### **Submission Procedure**

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more. If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the email.

Note:

To satisfy the **FR Y-10 reporting requirements**, you must also submit FR Y-10 Domestic Branch Schedules for each branch. The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.com>

\* 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
OK		Full Service (Head Office)	3410141	BANK OF LEXINGTON, INC.
OK		Full Service	4116963	POLO CLUB BRANCH
OK		Full Service	4463023	TATES CREEK BRANCH

column and the date when this information first became valid in the **Effective Date** column.  
in the **Effective Date** column.

nn.

umn and the opening or acquisition date in the **Effective Date** column.

aling, and/or legal sized paper.

e information.

-mail.

ch branch with a **Data Action** of **Change**, **Close**, **Delete**, or **Add**.  
line.federalreserve.gov.

required.

Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*
761 CORPORATE DRIVE	LEXINGTON	KY	40503	FAYETTE	UNITED STATES	441082
6409 POLO CLUB LANE	LEXINGTON	KY	40509	FAYETTE	UNITED STATES	509810
866 MALABU DRIVE	LEXINGTON	KY	40502	FAYETTE	UNITED STATES	535561

Office Number*	Head Office	Head Office ID_RSSD*	Comments
0	BANK OF LEXINGTON, INC.	3410141	
2	BANK OF LEXINGTON, INC.	3410141	
3	BANK OF LEXINGTON, INC.	3410141	