

Augi Pendergrass is the person for questions report.

Honk you, Augie Dendergran 7-20-16



Annual Report of Holding Companies—FR Y-6

2016 JUL 25 P 12: 27

STATISTICS & AHALYSIS

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.

I,	Tommy	Phipps
N	ame of the I	Holding Company Director and Official
	Vice	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.

V 1 ////	77-								
Signature of Holding Co. 7-20	ndany Director and Official								
Date of Signature									
For holding companies not registered with the SEC-									
Indicate status of Ar	Indicate status of Annual Report to Shareholders:								
is included with the FR Y-6 report									
will be sent und	er separate cover								
🖾 is not prepared									
For Federal Reserve Bank Use Only									
RSSD ID	2510727								

unless it displays a currently valid	, one control number.
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 Ma	illing Address
Commercial Bancshar Legal Title of Holding Company	es, Inc Savings & ESOF
550 Main Street / P (Mailing Address of the Holding Company)	
West Liberty KYState	41472
City State	Zip Code
Physical Location (if different from mailing	address)
Person to whom questions about	this report should be directed:
Angie Pendergrass	VP
Name	Title
606.743.3195	
Area Code / Phone Number / Extension	
606.743.9824	
Area Code / FAX Number	

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

angie.pendergrass@cbwl.cc

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."

XX No

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 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.

For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

Commerc	ial Bancshares,	Inc.									
Legal Title of Subsidia			Legal Title of Subsidiary Holding Company								
550 Mai	n St / P O Box	635									
	e Subsidiary Holding Company		(Mailing Address of th	ne Subsidiary Holding Company)	Street / P.O. Box						
West Li	berty KY	41472									
City	State	Zip Code	City	State	Zip Code						
Physical Location (if di	ifferent from mailing address)		Physical Location (if o	Physical Location (if different from mailing address)							
Legal Title of Subsidial	ry Holding Company		Legal Title of Subsidia	ary Holding Company							
(Mailing Address of the	e Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of th	ne Subsidiary Holding Company)	Street / P.O. Box						
City	State	Zip Code	City	State	Zip Code						
Physical Location (if di	ifferent from mailing address)		Physical Location (if o	different from mailing address)							
Legal Title of Subsidiar	ry Holding Company		Legal Title of Subsidia	ary Holding Company							
(Mailing Address of the	e Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of th	ne Subsidiary Holding Company)	Street / P.O. Box						
City	State	Zip Code	City	State	Zip Code						
Physical Location (if di	ifferent from mailing address)		Physical Location (if o	different from mailing address)							
Legal Title of Subsidiar	ry Holding Company		Legal Title of Subsidia	ary Holding Company							
(Mailing Address of the	e Subsidiary Holding Company) Street / PO Box	(Mailing Address of th	ne Subsidiary Holding Company)	Street / P.O. Box						
City	State	Zıp Code	City	State	Zip Code						
Physical Location /if di	ifferent from mailing address)		Physical Location (if	different from mailing address)							

ORGANIZATION CHART

Commercial Bancshares, Inc., Savings & Employee Stock Ownership Plan Inc n/a
550 Main Street
West Liberty, KY 41472 USA

Owns 31.32% of Commercial Bancshares, Inc.

Commercial Bancshares, Inc. 550 Main Street West Liberty, KY 41472 USA State of Incorporation Kentucky

> Owns 100% of Commercial Bank

Commercial Bank 550 Main Street West Liberty, KY 41472 USA State of Incorporation Kentucky

Commercial Bancshares, Inc., Savings & Employee Stock Ownership Plan Annual Report of Bank Holding Companies FR Y-6

- 1a. The bank holding company is not registered with the SEC.
- 1b. A copy of the company's annual report is not included with the FR Y-6. The company does not prepare an annual report.
- 2a. List of all companies in which an excess of 5% of the shares of any class of voting securities are controlled as a result of debts previously contracted. N/A
- 2b. List of all companies that are held in a fiduciary capacity where the ownership, control, or beneficial interest of such companies exceeds 5% of the shares of any class of voting securities. **See attached.**
- 2c. List of all banks or bank holding companies where ownership exceeds 5% of any class of shares held by a subsidiary in a fiduciary capacity with sole discretionary power to vote the shares? N/A
- 2d. List of the bank holding company's investments in shares of any class of non-voting equity which are greater than 25% of the non-voting equity of any bank or bank holding company that is not otherwise controlled. N/A

3.(1) For Commercial Bancshares, Inc., Savings & Employee Stock Ownership Plan

- a. Hank Allen Tommy Phipps Howard Elam
 West Liberty, KY, USA West Liberty, KY, USA
 West Liberty, KY, USA
- b. Citizens of United States
- Controls as Co-Trustees 28.77% (9815.55 shares) of common stock of Commercial Bancshares, Inc., West Liberty, KY USA
 No individual owns more than 5% of securities in the ESOP

3.(2) **None**

3.(1). For Commercial Bancshares, Inc.

- a. Frank Oldfield Mize, KY
- b. Citizen of United States
- c. Owns 8.79% (3,000 shares) of common stock of Commercial Bancshares, Inc.
- a. Tommy Hill West Liberty, KY
- b. Citizen of United States
- c. Owns 8.79% (3,000 shares) of common stock of Commercial Bancshares, Inc.
- a. Perry Family Irrevocable Trust Paris, KY
- b. Citizen of United States
- c. Owns 8.87% (3,026 shares) of common stock of Commercial Bancshares, Inc.
- a. Tim Keller West Liberty, KY
- b. Citizen of United States
- c. Owns 5.89% (2,010 shares) of common stock of Commercial Bancshares, Inc
- a. Hank Allen Tommy Phipps Howard Elam
 West Liberty, KY West Liberty, KY West Liberty, KY
- b. Citizens of United States
- d. Controls as Co-Trustees 28.77% (9,815.55 shares) of common stock of Commercial Bancshares, Inc.

3.(2). None

- 4.(1) Hank Allen West Liberty, KY, USA
- 4.(2) Trustee
- 4.(3)a. Trustee
- 4.(3)b. Chairman and President of Commercial Bancshares, Inc.

Chairman and President of Commercial Bank.

Total shares outstanding 34,113.55

Controls as Co-Trustees 28.77% (9,815.55 shares) of common stock of Commercial Bancshares, Inc.

Form FR Y-6

Legal Title of Holding Company: "Please complete Fiscal Year End: "Please complete

Report Item 4: Insiders 1, 2, 3(a)(b)(c), and 4(a)(b)(c)

- ***Instructions: Please complete all items in red, in addition to including all applicable insiders for items 1, 2, 3, and 4 for each holding company in your organization. If a certain item is not applicable to an insider, please include "None" or "N/A."

 (Please see Appendix A of the report instructions for an example of how to report Items 1, 2, 3, and 4 | Once complete, please print sheet and include in your hardcopy of the report.

 ***Data Entry Tip: if you would like to add a line break within an individual cell; select Alt = Enter at the space where you would like the line break.

 Institution's Note: (If you would like to include a note, please add it here.)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Companies (include names of other companies)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List Names of Other Companies (includes partnerships) If 25% or more of Voting Securities are Held (list names of companies and percentage of voting securities held)	
Hank Allen, West Liberty, KY, USA	Employed by Bank	President, Director	CEO, Chairman, Exec Officer	n/a	0.039		n/a	
Henry L. Allen, West Liberty, KY, USA	Retired educator	Director	Director	n/a	1.179		n/a	
Jeff Bailey, West Liberty, KY, USA	Dentist	Director	Director	n/a	2.939		n/a	
Proctor Blair, Paris, KY, USA	Accountant	Director	Director	n/a	2.84%	6 n/a	n/a	
Howard B. Elam, Jr, West Liberty, KY, USA	Employed by Bank	Secretary, Director	President, Director, Exec Officer	n/a	0.479		n/a	
Standley Franklin, West Liberty, KY, USA	Judge Executive	Director	Director	n/a	0.03%		n/a	
Robert L. Henderson, West Liberty, KY, USA	Dentist	Director	Director	n/a	3.759		n/a	
Jimmy Hill, Lexington, KY, USA	Dentist	Director	Director	n/a	2.969	6 n/a	n/a	
Tommy Hill, West Liberty, KY, USA	Businessman	Director	Director	n/a	8.799	6 n/a	n/a	
William G. Holbrook, West Liberty, KY, USA	Veterinarian	Director	Director	n/a	1.259	n/a	n/a	
Bob Hutchison, Staffordsville, KY, USA	Businessman	Director	Director	n/a	4.439	6 n/a	n/a	
Timothy Keller, West Liberty, KY, USA	Businessman	Director	Director	n/a	5.899	6 n/a	n/a	
	Employed by Bank	Director	Director	n/a	0.039	6 n/a	n/a	
Paul Kidd, West Liberty, KY, USA		Director	Director	n/a	2.935		n/a	
Earl May, Jr., Campton, KY, USA	Retired educator	Director	Director	n/a	0.03%		n/a	
Jerry D. Murphy, Ezel, KY, USA	Farmer	Director	Director	n/a	1.179		n/a	
Kent Nickell, West Liberty, KY, USA	Optometrist		Director	n/a	8.799		n/a	
Frank Oldfield, Mize, KY, USA	Merchant	Director	Director	n/a n/a	0.009		n/a	
David Osborne, West Liberty, KY, USA	Businessman	Director			0.039		n/a	
Tommy Phipps, West Liberty, KY, USA	Employed by Bank	VP/Treasurer, Director	VP/CFO/COO, Director, Exec Officer	n/a	0.009		n/a	
Gary Stewart, Louisville, KY, USA	Retired accountant	Director	Director	n/a	2.939		n/a	
Brian C. Wells, West Liberty, KY, USA	Businessman	Director	Director	n/a				
Joe Wells, West Liberty, KY, USA	Businessman	Director	Director	n/a	0.039		11/4	
Robert S. Wells, Ft. Mitchell, KY, USA	Physician	Director	Director	n/a	0.039		n/a	
William S. Wells, West Liberty, KY, USA	Businessman	Director	Director	n/a	2.969		n/a	
Brock Litteral, West Liberty, KY, USA	Employed by Bank	n/a	Exec Officer	n/a	0.009		n/a	
Patty Gibson, West Liberty, KY, USA	Employed by Bank	n/a	Exec Officer	n/a	0.009		n/a	
Angie Pendergrass, Morehead, KY, USA	Employed by Bank	n/a	Exec Officer	n/a	0.009	6 n/a	n/a	

Results: A list of branches for your depository institution: COMMERCIAL BANK (ID_RSSD: 358112).

This depository institution is held by COMMERCIAL BANCSHARES, INC., SAVINGS & EMPLOYEE STOCK OWNERSHIP PLAN (2538860) of WEST LIBERTY, KY.

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 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.

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
ОК		Full Service (Head Office)	358112	COMMERCIAL BANK	550 MAIN STREET	WEST LIBERTY	KY	41472-100	MORGAN	UNITED STATES	5965	(COMMERCIAL BANK	358112	2
ОК		Full Service	4526469	INDEX BRANCH	1771 WEST MAIN STREET	WEST LIBERTY	KY	41472	MORGAN	UNITED STATES	Not Required	Not Required	COMMERCIAL BANK	358112	2
ОК		Limited Service	4526478	MAIN STREET TEMPORARY BRANCH	596 MAIN STREET	WEST LIBERTY	KY	41472	MORGAN	UNITED STATES	Not Required	Not Required	COMMERCIAL BANK	358112	2