

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) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)); section 10(b)(2) of the Home Owners' Loan Act (12 U.S.C. § 1467a(b)(2)); sections 102 (a)(1), 165, and 618 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (12 U.S.C. §§ 5311(a)(1), 5365, and 1850a(c)(1)); and sections 8(a) and 13(a) of the International Banking Act of 1978 (12 U.S.C. §§ 3106(a) and 3108(a)). 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, 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.

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.

I, Tracey A. Smith
 Name of the Holding Company Director and Official
Secretary/Treasurer
 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.

Tracey A. Smith
 Signature of Holding Company Director and Official

03/28/2024
 Date of Signature

For Federal Reserve Bank Use Only

RSSD ID _____
 C.I. _____

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2023
 Month / Day / Year

Reporter's Name, Street, and Mailing Address
Community Exchange Bancshares, Inc.
 Legal Title of Holding Company
P.O. Box 786
 (Mailing Address of the Holding Company) Street / P.O. Box
Hindman KY 41822
 City State Zip Code
1362 Hindman Bypass Hindman, KY 41822
 Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Maegyn Meeks Bank of Hindman CFO
 Name Title
606-785-3158
 Area Code / Phone Number / Extension
606-785-3162
 Area Code / FAX Number
maegyn.meeks@bankofhindman.com
 E-mail Address
www.bankofhindman.com
 Address (URL) for the Holding Company's web page

Is confidential treatment requested for any portion of this report submission? 0=No 1=Yes

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 as "confidential."

Report Item 1: Annual Report to Shareholders

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

Checklist

The checklist below is provided to assist the holding company in filing all the necessary responses and verifying changes from the prior year to the various report items. The completed checklist should be submitted with the report. Please see section A of the General Instructions for additional guidance.

Verification of Changes

All Reporters must respond to the following questions by checking the Yes or No box below, as appropriate.

Did the holding company have changes to any reportable FR Y-6 items (2a, 2b, 3, or 4) from the prior year?

- Yes No

If checked Yes, complete the remaining checklist for Report Items 2a, 2b, 3, and 4. For each Report Item, indicate whether there are changes from the prior year by checking Yes or No below. See section A of the General Instructions for additional information.

Report Item 2a: Organization Chart

- Yes No

If checked Yes, the Reporter must submit the organization chart as specified in Report Item 2.a instructions.

Report Item 2b: Domestic Branch Listing

- Yes No

If checked Yes, the Reporter must submit the domestic branch listing as specified in Report Item 2.b instructions.

Report Item 3: Securities Holders

- Yes No

If checked Yes, the Reporter must submit the information as specified in Report Item 3 instructions.

Report Item 4: Insiders

- Yes No

If checked Yes, the Reporter must submit the information as specified in Report Item 4 instructions.

Form FR Y-6
Community Exchange Bancshares, Inc.
Fiscal Year Ending December 31, 2023

Report Item 4: Insiders

(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(C) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank 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)
William R. Weinberg Hindman, KY USA	Retired Attorney	Director & Chairman President and CEO	Director	Tina Gas Co., Inc. Owner	4.58%	None	Tina Gas Co., Inc. 25.50%
				BiLo 5 Partnership Owner			BiLo 5 Partnership 50%
				Essex Properties Owner			Essex Properties 33%
				BSW Owner			BSW 50%
Jed Weinberg Hindman, KY USA	Manager, Natural Gas Provider	Director	Director	Cottonwood Farms, LLC Owner	6.55%	None	Cottonwood Farms, LLC 50%
				JZT Production LLC Owner, President			JZT Production LLC 33%
				JZT Construction LLC Owner			JZT Construction LLC 33%
				Heritage Gas Co LLC Owner			Heritage Gas Co LLC 37.50%
				EKY Energy, LLC Owner			EKY Energy, LLC 100%
				COPO, LLC Owner			COPO, LLC 33%
				JZ Enterprises Owner			JZ Enterprises 50%
				NGL Holdings, LLC Owner			NGL Partners, LLC 60%
Rock Lick, LLC Owner	Rock Lick, LLC 100%						

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Fiscal Year Ending December 31, 2023

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				Salyersville IGA, LLC Owner			Salyersville IGA, LLC 100%
				Southern Energy, LLC Owner			Southern Energy, LLC 50%
				Quality Propane, LLC Owner			Quality Propane, LLC 100%
				Martin Gas, Inc. Owner			Martin Gas Inc. 46%
				CW Foods, LLC Owner			CW Foods, LLC 100%
				Frenchburg Market, LLC Owner			Frenchburg Market, LLC 100%
				Frenchburg Fuels, LLC Owner			Frenchburg Fuels, LLC 100%
				Frenchburg Center, LLC Owner			Frenchburg Center, LLC 100%
				KCR, Ltd. Owner, President			KCR, Ltd. 100%
Lois Weinberg Hindman, KY USA	Education Leadership	None	Director	Clean Gas Inc. Owner	16.30%	None	Clean Gas Inc. 61%
				Mountain Drilling, Inc. Owner			Mountain Drilling, Inc. 50%
				Stable Branch Gas Co LLC Owner			Stable Branch Gas Co LLC 25%
				Tina Gas Company Inc. Owner			Tina Gas Company Inc. 25.50%

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				Montgomery Creek Gas Co LLC Owner			Montgomery Creek Gas Co LLC 52.50%
				Jakes Branch Gas Co LLC Owner			Jakes Branch Gas Co LLC 56.67%
				Spradlin Gas Company Owner			Spradlin Gas Company 37.67%
				Laurel Branch Gas Co Owner			Laurel Branch Gas Co 25%
				Univest Partnership Owner			Univest Partnership 50%
				East Mineral Inc. Owner			East Mineral Inc. 43.74%
				Whippoorwill Development Inc. Owner			Whippoorwill Development Inc. 75%
				BiLo 5 Partnership Owner			BiLo 5 Partnership 50%
				Clean Gas Partners, LLC Owner			Clean Gas Partners, LLC 61%
Tracey A. Smith Hindman, KY USA	Banker	Director, Secretary & Treasurer	Director Exec VP & Chairman	None	18.40%	None	None
Theresa Johnson Hazard, KY USA	Restaurant & Hotel Ownership	Director	None	Neighborhood Restaurants Inc. Owner	43.50%	None	Neighborhood Restaurants Inc. 50%
				Neighborhood Restaurants of West Virginia, Inc. Owner			Neighborhood Restaurants of West Virginia, Inc. 40%
				Old Dominion Restaurants, Inc.			Old Dominion Restaurants, Inc.

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				Owner			37.5%
				Neighborhood Hospitality, Inc. Owner			Neighborhood Hospitality, Inc. 47.5%
				Appalachian Land & Leasing Co LLC Owner			Appalachian Land & Leasing Co LLC 50%
				Employee Resource Group LLC Owner			Employee Resource Group LLC 47.25%
				Ridgeview Management Corp Owner			Ridgeview Management Corp 50%
				Florida Flight LLC Owner			Florida Flight LLC 50%
				Neighborhood Taco, LLC Owner			Neighborhood Taco, LLC 50%
				Sassafras Land & Leasing LLC Owner			Sassafras Land & Leasing LLC 50%
				Eagle Chevrolet Buick GMC, LLC Owner			Eagle Chevrolet Buick GMC, LLC 100%
				Boxwood Development, LLC Owner			Boxwood Development, LLC 33%
				Pike Land and Leasing, LLC Owner			Pike Land and Leasing, LLC 33%
				The Beverage Market, LLC Owner			The Beverage Market, LLC 75%
				Hammonds Fields Class C Owner			Hammonds Fields Class C 45%
				Johnson Class B, LLC			Johnson Class B, LLC

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				Owner			50%
Luther Marty Johnson Hazard, KY USA	Restaurant & Hotel Ownership	Director	Director	Neighborhood Restaurants Inc. Owner	0.00%	None	Neighborhood Restaurants Inc. 50%
				Neighborhood Restaurants of West Virginia, Inc. Owner			Neighborhood Restaurants of West Virginia, Inc. 40%
				Old Dominion Restaurants, Inc. Owner			Old Dominion Restaurants, Inc. 37.5%
				Neighborhood Hospitality, Inc. Owner			Neighborhood Hospitality, Inc. 47.5%
				Appalachian Land & Leasing Co LLC Owner			Appalachian Land & Leasing Co LLC 50%
				Employee Resource Group LLC Owner			Employee Resource Group LLC 47.25%
				Ridgeview Management Corp Owner			Ridgeview Management Corp 50%
				Florida Flight LLC Owner			Florida Flight LLC 50%
				Neighborhood Taco, LLC Owner			Neighborhood Taco, LLC 50%
				Sassafras Land & Leasing LLC Owner			Sassafras Land & Leasing LLC 50%
				Boxwood Development, LLC Owner			Boxwood Development, LLC 33%
				New Frankfort Development, LLC Owner			New Frankfort Development, LLC 45%

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				Pike Land and Leasing, LLC Owner		Pike Land and Leasing, LLC 33%	
				606 Development, LLC Owner		606 Development, LLC 50%	
				The Beverage Market, LLC Owner		The Beverage Market, LLC 25%	
				Shops @ Kanawha Mall Owner		Shops @ Kanawha Mall 50%	
				Hammonds Fields Class C Owner		Hammonds Fields Class C 45%	
				Johnson Class B, LLC Owner		Johnson Class B, LLC 50%	