

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.

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

**December 31, 2023**

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Victory Bancshares, Inc.

I, Ryan Bugg

Name of the Holding Company Director and Official

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.

Signature of Holding Company Director and Official

*Ryan Bugg*  
 SEPTEMBER 18, 2024

Date of Signature

Legal Title of Holding Company

103 South Main Street

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

Mt. Victory OH 43340

City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Ryan Bugg President

Name Title

937-354-3171

Area Code / Phone Number / Extension

937-354-3354

Area Code / FAX Number

ryan@mtvictorybank.com

E-mail Address

N/A

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

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

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."

For Federal Reserve Bank Use Only

RSSD ID \_\_\_\_\_  
 C.I. \_\_\_\_\_

**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.

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### 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.

**Victory Bancshares, Inc.**  
**Mt. Victory, Ohio**  
**Form FR Y-6**

**December 31, 2023**

**Report Item 3: Securities Holders**

**(1)(a)(1)(b)(1)(c)(2)(a)(2)(b)(2)(c)**

**Current Securities Holders with ownership, control or holdings of 5% or more with power to vote as of 12-31-22**

**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 12-31-22**

(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities (Common Stock)		(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Carol E. Knaur Orlando, Florida , USA	USA	3,000	12.50%	N/A	N/A	N/A
Barbara J. Mouser Ridgeway, OH , USA	USA	3,734	15.56%	N/A	N/A	N/A
Roger E. & Terri J. Bugg Richwood, OH, USA	USA	1,540	6.42%	N/A	N/A	N/A
Jerrold L. Cooley Mt. Victory, OH, USA	USA	2,152	8.97%	N/A	N/A	N/A

**Victory Bancshares, Inc.**  
**Mt. Victory, Ohio**  
**Form FR Y-6**  
**December 31, 2023**

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

(1) Name & Address (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 Businesses (Include names of other businesses)	(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 percentages of voting securities held)
E. Blake McElroy Richwood, OH , USA	Funeral Director	Chairman	Chairman Mt. Victory State Bank	Funeral Director Price McElroy Funeral Home	0.42%	N/A	N/A
Barbara J. Mouser Ridgeway, OH , USA	Retired	N/A	N/A	Retired	15.56%	N/A	N/A
Shawn L. Cooley Mt. Victory, OH , USA	Farmer	Director	Director Mt. Victory State Bank	Farmer SC Farms	1.11%	N/A	N/A
Ryan E. Bugg Richwood, OH , USA	Banker	President	President/Director/ CEO Mt. Victory State Bank	N/A	0.42%	N/A	N/A
Carol E. Knaur Orlando, Florida , USA	Retired	N/A	N/A	N/A	12.50%	N/A	N/A
Lindsay R. Smith Mt. Victory, OH USA	Finance	Director	Director Mt. Victory State Bank	Finance	0.21%	N/A	N/A
Randy G. Sullivan Mt. Victory, OH USA	Farmer	Director	Director Mt. Victory State Bank	Farmer	0.06%	N/A	N/A