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FR Y-6
OMB Number 7100-0297
Approval expires September 30, 2018
Page 1 of 2

Board of Governors of the Federal Reserve System

MAR 30 2017



FRB RICHMOND
Annual Report of Holding Companies—FR Y-6 COPY

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, Robert W. Walker

Name of the Holding Company Director and Official

President, 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.

Signature of Holding Company Director and Official

03/29/2017

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 2007647
C.I. _____

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

December 31, 2016

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Premier Financial Bancorp, Inc.

Legal Title of Holding Company

2883 5th Avenue

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

Huntington

WV

25702

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Arlene Napier

Sr. Accountant

Name

Title

304-525-1600

Area Code / Phone Number / Extension

304-525-9701

Area Code / FAX Number

arlene.napier@pfbivw.com

E-mail Address

N/A

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

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.

N/A

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

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Physical Location (if different from mailing address)

Form FR Y-6

Premier Financial Bancorp, Inc.
Huntington, WV
Fiscal Year Ending December 31, 2016

Report Item 1: Annual Report to Shareholders

- 1a. The Annual Report to shareholders is not available on this date to submit with the FR Y-6. Two copies will be forwarded to the District Federal Reserve Bank as soon as the Annual Report is available. Two copies of Form 10-K are included for review.

Report Item 2: Organization Chart and Domestic Branch Listing

- 2a. Organization Chart is attached.

- 2b. Domestic Branch Listing was filed per Richmond Federal Reserve Bank instructions on March 13, 2017.

Results: A list of branches for your depository institution: CITIZENS DEPOSIT BANK & TRUST, INC. (ID_RSSD: 344816).
 This depository institution is held by PREMIER FINANCIAL BANCORP, INC. (2007647) of HUNTINGTON, WV.
 The data are as of 12/31/2016. Data reflects information that was received and processed through 01/10/2017.

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.

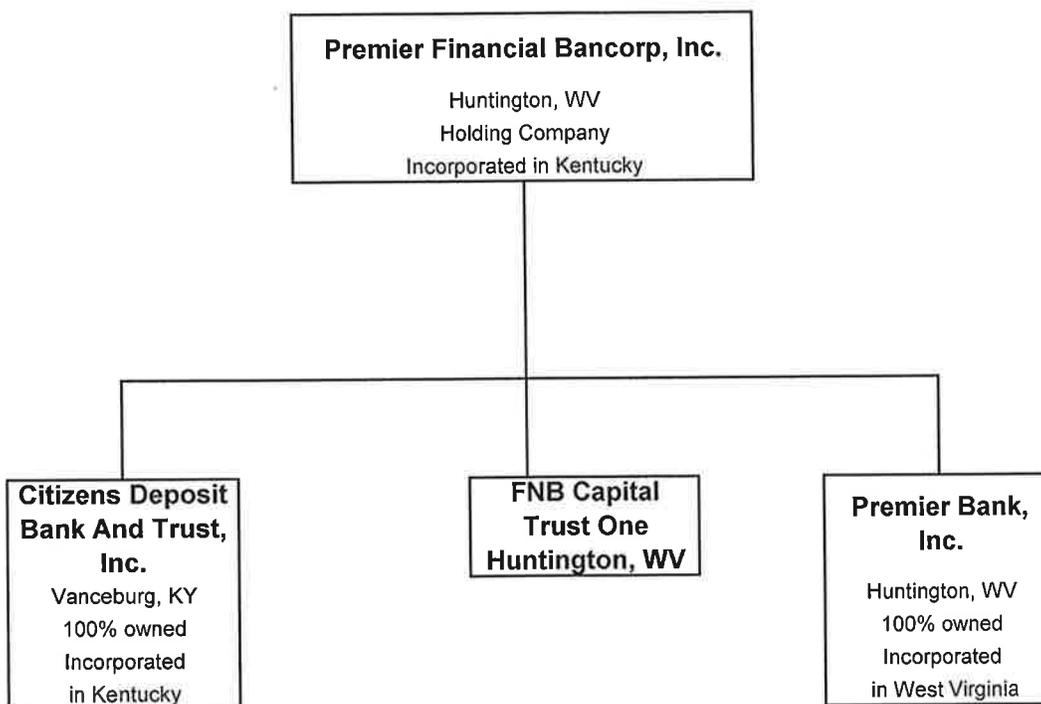
Note:

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_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
OK		Full Service (Head Office)	344816	CITIZENS DEPOSIT BANK & TRUST, INC.	SECOND & MAIN STREET	VANCEBURG	KY	41179	LEWIS	UNITED STATES	7726	0	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	2836753	BROOKSVILLE BRANCH	111 POWELL STREET	BROOKSVILLE	KY	41004	BRACKEN	UNITED STATES	229233	7	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	792743	EMINENCE BRANCH	5230 SOUTH MAIN STREET	EMINENCE	KY	40019	HENRY	UNITED STATES	6199	13	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	4976792	FLORENCE BRANCH	8545 US 42	FLORENCE	KY	41042	BOONE	UNITED STATES	Not Required	Not Required	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	4718880	FT. WRIGHT BRANCH	3425 VALLEY PLAZA PKWY	FT. WRIGHT	KY	41017	KENTON	UNITED STATES	Not Required	Not Required	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	416115	GARRISON BRANCH	9234 EAST KY 8	GARRISON	KY	41141	LEWIS	UNITED STATES	226388	2	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	153326	MAYSVILLE BRANCH	1201 U.S. 68	MAYSVILLE	KY	41056	MASON	UNITED STATES	4480	9	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	720915	MOUNT OLIVET BRANCH	17 WEST WALNUT STREET	MOUNT OLIVET	KY	41064	ROBERTSON	UNITED STATES	243113	12	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	3358597	TOLLESBORO BRANCH	2954 WEST KY 10	TOLLESBORO	KY	41189	LEWIS	UNITED STATES	226387	1	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	3358618	AA BRANCH	67 COMMERCIAL DRIVE	VANCEBURG	KY	41179	LEWIS	UNITED STATES	226391	5	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	2304234	IRONTON BRANCH	221 RAILROAD STREET	IRONTON	OH	45638	LAWRENCE	UNITED STATES	55595	15	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	3641682	PROCTORVILLE BRANCH	7604 STATE ROUTE 7	PROCTORVILLE	OH	45669	LAWRENCE	UNITED STATES	290309	17	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	659510	RIPLEY BRANCH	104 EAST MAIN STREET	RIPLEY	OH	45167	BROWN	UNITED STATES	6734	11	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	

**PREMIER FINANCIAL BANCORP, INC.
ORGANIZATION CHART
AS OF DECEMBER 2016**



*No Entities have
a LEI*

Form FR Y-6

Premier Financial Bancorp, Inc.
Huntington, WV
Fiscal Year Ending December 31, 2016

Report Item 3: Securities holders

- (1) Current shareholders with ownership, control or holdings of 5% or more with the power to vote as of fiscal year ending 12-31-15.

<u>(a)</u> <u>Name & Address</u>	<u>(b)</u> <u>Citizenship</u>	<u>(c)</u> <u>Number of Common Shares</u>	<u>Options</u>		<u>%</u>
Marshall T. Reynolds Huntington, WV	USA	929,609	0	(x)	8.7%
John Sheldon Clark Vero Beach, FL	USA	942,249	0	(xx)	8.9%

- (2) Shareholders 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 12/31/16.

None

(x) Marshall T. Reynolds 929,609 shares include Shirley A. Reynolds direct ownership of 74,613 shares, and 110,919 shares held jointly with Shirley A. Reynolds.

(xx) John Sheldon Clark's 942,249 shares include 148,500 shares held in family trusts controlled by Mr. Clark although he is not a principal beneficiary of the trusts.

FORM FR Y-6
Premier Financial Bancorp, Inc.
December 31, 2016

Report Item 4: Directors and Officers

(1)	(2)	(3)(a)	(3)(b)	(3)(c)		(4)(a)	(4)(b)	(4)(c)	
Name & Address	Principal Occupation if other than with Bank Holding Company (PFB)	Title & position- bank holding co.	Title & position with banks	Other businesses		% voting stock in bank holding co.	% voting stock in subs banks	Other Companies 25% or > voting	% voting
				Title & Position	Name of business				
Robert W. Walker Huntington, WV, USA	N/A	Director, President & CEO	Director, Premier Bank Director, Citizens Deposit Bank & Trust	President & Director Partner Director Trustee	Walker Ventures, Inc. Jefferson Gas Company West Virginia Bankers Assoc. Emery Woodall Trust	< 1%	N/A	Walker Ventures, Inc. Jefferson Gas Company	75.0% 25.0%
Marshall T. Reynolds Huntington, WV, USA	Chairman & CEO Champion Industries	Chairman	Director, Citizens Deposit Bank & Trust	Chairman Director Chairman & CEO Director Owner Partner Chairman Chairman Director Partner President Owner Owner Director Owner Owner Chairman	First Guaranty Bank Summit State Bank Champion Industries Champion Leasing Champion Farms Champion-Hill Farm McCorkle Machine & Engineering Prichard Electric River City Assoc., Inc. R-P Investments The Harrah & Reynolds Corp. Sabre Transportation Soloman Corporation American Babbitt Bearing, Inc. The Reynolds Corporation Printing Property Corp. Energy Services of America	8.7%	N/A	First Guaranty Bank Summit State Bank Champion Industries Champion Leasing Champion Farms Champion-Hill Farm McCorkle Machine & Eng. Prichard Electric River City Assoc., Inc. R-P Investments The Harrah & Reynolds Co Sabre Transportation Soloman Corporation American Babbitt Bearing, The Reynolds Corporation Printing Property Corp. Energy Services of America	27.6% 27.0% 49.6% 100.0% 100.0% 50.0% 100.0% 45.0% 35.0% 50.0% 99.0% 99.0% 100.0% 100.0% 100.0% 100.0% 30.2%
Toney K. Adkins Genoa, WV, USA	Retired	Director & Secretary	Director, Citizens Deposit Bank & Trust			< 1%	N/A		
Philip E. Cline Huntington, WV, USA	Business Consultant	Director	Director, Premier Bank, Inc.	Owner Owner Owner Director Director Director Manager	The Hollybrook Farm P.S.G. & R. Industries L&H Holdings, LLC Champion Industries Logan Corp J. H. Fletcher & Co. River City Properties, LLC	< 1%	N/A	The Hollybrook Farm P.S.G. & R. Industries L&H Holdings, LLC	100% 100% 100%

FORM FR Y-6
Premier Financial Bancorp, Inc.
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(1)	(2)	(3)(a)	(3)(b)	(3)(c)		(4)(a)	(4)(b)	(4)(c)	
Name & Address	Principal Occupation if other than with Bank Holding Company (PFBI)	Title & position- bank holding co.	Title & position with banks	Other businesses		% voting stock in bank holding co.	% voting stock in subs banks	Other Companies 25% or> voting	% voting
				Title & Position	Name of business				
Harry M. Hatfield Madison, WV, USA	Attorney-At-Law Hatfield & Hatfield, PLLC	Director	Chairman, Premier Bank, Inc.	Owner President Trustee Member Member	Hatfield & Hatfield, PLLC West Virginia Bar Foundation Madison Baptist Church Finance Board Madison Baptist Church Deacon Board WVU Law School Advisory Board	< 1%	N/A	Hatfield & Hatfield, PLLC	55%
Lloyd G. Jackson II Hamlin, WV, USA	CEO, Jackson Management Company	Director & Assistant Secretary	Director, Premier Bank, Inc.	President Partner President President Member President	Jackson Resources Co. Mountaineer Gas Co. Jackson Management Co. Jackson Gas Co. Lincoln Energy Associates LC&GB, Inc.	< 1%	N/A	Jackson Resources Co. Mountaineer Gas Co. Jackson Management Co. Jackson Gas Co.	50.0% 50.0% 100.0% 25.0%
Keith Molihan Vinton, OH, USA	Retired	Director	Director, Citizens Deposit Bank & Trust	Owner Director	New Departures Energy Services of America	< 1%	N/A	New Departures	100.0%
Neal Scaggs Logan, WV, USA	President, Baisden Brothers, Inc.	Director	N/A	Director President President President Partner Director Director	Champion Industries Bucane, Inc. Auto Machine & Parts Company Southern Equipment Company The Mt. Gay Company Osenton & Scaggs Energy Services of America Logan Corp.	> 1%	N/A	The Mt. Gay Company Osenton & Scaggs	40.0% 25.0%

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Premier Financial Bancorp, Inc.
December 31, 2016

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(1)	(2)	(3)(a)	(3)(b)	(3)(c)		(4)(a)	(4)(b)	(4)(c)	
Name & Address	Principal Occupation if other than with Bank Holding Company (PFBI)	Title & position- bank holding co.	Title & position with banks	Other businesses Title & Position Name of business		% voting stock in bank holding co.	% voting stock in subs banks	Other Companies 25% or> voting	% voting
Thomas W. Wright Ashland, KY, USA	Owner, Chairman of NexQuest, Inc.	Director	N/A	Co-Owner Co-Owner Owner Owner	Venture LLC Venture Four, LLC Beuno Venture, LLC Beuno Venture II, LLC	< 1%	N/A	Venture LLC Venture Four, LLC Beuno Venture, LLC Beuno Venture II, LLC	80.0% 90.0% 90.0% 90.0%