

MAY -8 2019

Board of Governors of the Federal Reserve System



FRB RICHMOND 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)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

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.

1. Robert W. Walker
Name of the Holding Company Director and Official
President and CEO

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.

Robert W. Walker
Signature of Holding Company Director and Official
March 26, 2019

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 C.I. 2007647

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.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2018

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

West Virginia

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@pfbivv.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



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 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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Form FR Y-6

Premier Financial Bancorp, Inc.
Huntington, WV
Fiscal Year Ending December 31, 2018

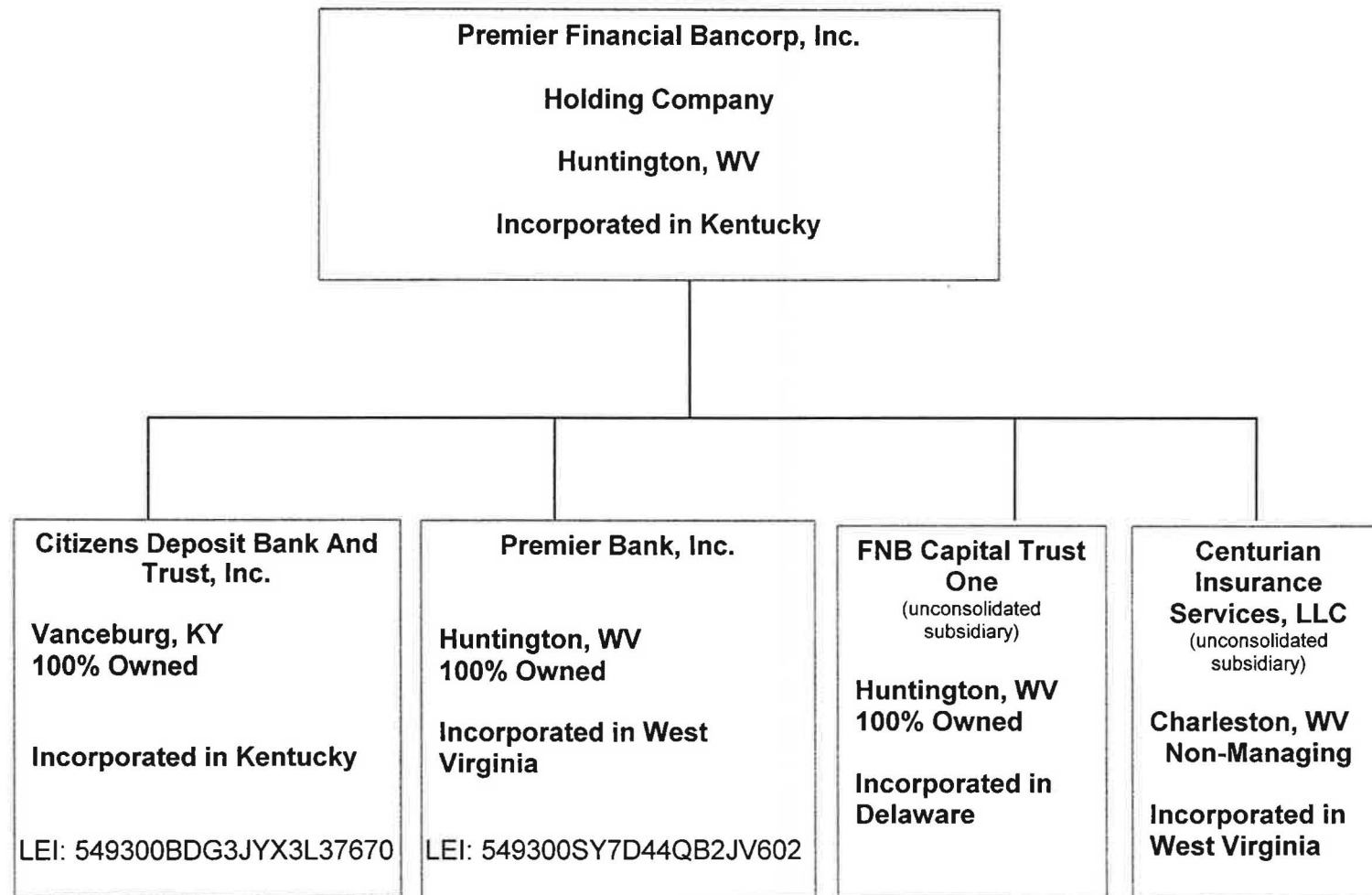
Report Item 1: Annual Report to Shareholders

- 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 19, 2018.

PREMIER FINANCIAL BANCORP, INC.
ORGANIZATION CHART
As of December 31, 2018



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 12/31/2018. Data reflects information that was received and processed through 01/06/2019.

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
CHANGE	12/1/2018	Full Service (Head Office)	344816	CITIZENS DEPOSIT BANK & TRUST, INC.	10 SECOND STREET	VANCEBURG	KY	41179	LEWIS	UNITED STATES	Not Required	Not Required	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	2836753	BROOKSVILLE BRANCH	111 POWELL STREET	BROOKSVILLE	KY	41004	BRACKEN	UNITED STATES	Not Required	Not Required	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	5331727	COLD SPRING BRANCH	136 PLAZA DRIVE	COLD SPRING	KY	41076	KENTON	UNITED STATES	Not Required	Not Required	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	792743	EMINENCE BRANCH	5230 SOUTH MAIN STREET	EMINENCE	KY	40019	HENRY	UNITED STATES	Not Required	Not Required	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	Not Required	Not Required	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	153326	MAYSVILLE BRANCH	1201 U.S. 68	MAYSVILLE	KY	41056	MASON	UNITED STATES	Not Required	Not Required	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	720915	MOUNT OLIVET BRANCH	17 WEST WALNUT STREET	MOUNT OLIVET	KY	41064	ROBERTSON	UNITED STATES	Not Required	Not Required	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	3358597	TOLLESBORO BRANCH	2954 WEST KY 10	TOLLESBORO	KY	41189	LEWIS	UNITED STATES	Not Required	Not Required	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	3358618	AA BRANCH	67 COMMERCIAL DRIVE	VANCEBURG	KY	41179	LEWIS	UNITED STATES	Not Required	Not Required	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	2304234	IRONTON BRANCH	221 RAILROAD STREET	IRONTON	OH	45638	LAWRENCE	UNITED STATES	Not Required	Not Required	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
CHANGE	1/30/2007	Full Service	3641682	PROCTORVILLE BRANCH	7604 COUNTY ROAD 107	PROCTORVILLE	OH	45669	LAWRENCE	UNITED STATES	Not Required	Not Required	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	659510	RIPLEY BRANCH	104 EAST MAIN STREET	RIPLEY	OH	45167	BROWN	UNITED STATES	Not Required	Not Required	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	
OK		Full Service	5216637	HUNTINGTON BRANCH	2600 5TH AVENUE	HUNTINGTON	WV	25701	CABELL	UNITED STATES	Not Required	Not Required	CITIZENS DEPOSIT BANK & TRUST, INC.	344816	

Data Action	Effective Date	Branch Service Type	Branch ID	SSSD*	Popular Name	Street Address	City	State	Zip Code	County
OK		Full Service (Head Office)		2692753	PREMIER BANK, INC.	2883 FIFTH AVENUE	HUNTINGTON	WV	25702	CABELL
OK		Full Service		659622	CONNECTICUT AVENUE BRANCH	1130 CONNECTICUT AVE NW, SUITE 200	WASHINGTON	DC	20036	DISTRICT OF COLUMBIA
OK		Full Service		2515227	DUPONT CIRCLE EAST BRANCH	1604 17TH STREET, NW	WASHINGTON	DC	20009	DISTRICT OF COLUMBIA
OK		Full Service		3148006	K STREET BRANCH	1501 K STREET NW	WASHINGTON	DC	20005	DISTRICT OF COLUMBIA
OK		Full Service		4909017	NOMA BRANCH	1160 FIRST STREET NE, AVALON FIRST BUILDING	WASHINGTON	DC	20002	DISTRICT OF COLUMBIA
OK		Full Service		845920	CHEVY CHASE BRANCH	5530 WISCONSIN AVENUE, SUITE 105	CHEVY CHASE	MD	20815	MONTGOMERY
OK		Full Service		3091317	COVINGTON BRANCH	151 NORTH COURT AVENUE	COVINGTON	VA	24426	COVINGTON CITY
OK		Full Service		1466564	DOWNTOWN HAMPTON BRANCH	101 NORTH ARMISTEAD AVENUE	HAMPTON	VA	23669	HAMPTON CITY
OK		Full Service		517423	RICHMOND BRANCH	320 NORTH FIRST STREET	RICHMOND	VA	23219	RICHMOND CITY
OK		Full Service		4256896	BRIDGEPORT BRANCH	25 OAKMONT LANE	BRIDGEPORT	WV	26330	HARRISON
OK		Full Service		3633258	BUCKHANNON BRANCH	14 NORTH LOCUST STREET	BUCKHANNON	WV	26201	UPSHUR
OK		Limited Service		371625	BURNSVILLE BRANCH	316 WALBASH AVENUE	BURNSVILLE	WV	26335	BRAXTON
OK		Full Service		3189634	SOUTHERN WV DIVISION-CHARLESTON BRANCH	201 PENNSYLVANIA AVENUE	CHARLESTON	WV	25302	KANAWHA
OK		Full Service		1224278	CLAY BRANCH	2043 MAIN STREET	CLAY	WV	25043	CLAY
OK		Full Service		491822	GASSAWAY BRANCH	700 ELK STREET	GASSAWAY	WV	26624	BRAXTON
OK		Full Service		3845266	DOWNTOWN LEWISBURG BRANCH	1085 EAST WASHINGTON STREET	LEWISBURG	WV	24901	GREENBRIER
OK		Full Service		1357457	NORTH LEWISBURG BRANCH	3371 JEFFERSON STREET NORTH	LEWISBURG	WV	24901	GREENBRIER
OK		Full Service		3633221	LOGAN BRANCH	307 HUDGINS STREET	LOGAN	WV	25601	LOGAN
OK		Full Service		4391171	MAIN BRANCH MADISON	300 STATE STREET	MADISON	WV	25130	BOONE
OK		Full Service		2791179	MINERAL WELLS BRANCH	1397 ELIZABETH PIKE	MINERAL WELLS	WV	26150	WOOD
OK		Full Service		2692762	PHILIPPI BRANCH	5 SOUTH MAIN STREET	PHILIPPI	WV	26416	BARBOUR
OK		Full Service		13037	RAVENSWOOD BRANCH	601 WASHINGTON STREET	RAVENSWOOD	WV	26164	JACKSON
OK		Full Service		1369496	RIPLEY CHURCH STREET BRANCH	606 SOUTH CHURCH STREET	RIPLEY	WV	25271	JACKSON
OK		Full Service		3288322	RIPLEY MILLER DRIVE BRANCH	103 MILLER DRIVE	RIPLEY	WV	25271	JACKSON
CHANGE	4/22/2018	Limited Service		3741041	ROCK CAVE BRANCH	142 Queen's Alley	ROCK CAVE	WV	26234	UPSHUR
OK		Full Service		4437	RONCEVERTE BRANCH	124 CEDAR STREET	RONCEVERTE	WV	24970	GREENBRIER
OK		Full Service		846833	DRIVE-IN FACILITY BRANCH	406 MAIN STREET	SPENCER	WV	25276	ROANE
OK		Full Service		4102649	SPENCER BRANCH	303 MAIN STREET	SPENCER	WV	25276	ROANE
CHANGE	2/4/2016	Full Service		3819061	FLATWOODS BRANCH	3802 SUTTON LANE	SUTTON	WV	26601	BRAXTON
OK		Limited Service		494421	SUTTON BRANCH	373 WEST MAIN STREET	SUTTON	WV	26601	BRAXTON
OK		Full Service		106331	VAN BRANCH	18854 POND FORK ROAD	VAN	WV	25206	BOONE
OK		Full Service		3633230	WEST HAMLIN BRANCH	40 LINCOLN PLAZA	WEST HAMLIN	WV	25571	LINCOLN
OK		Full Service		3586943	WHITE SULPHUR SPRINGS BRANCH	42736 MIDLAND TRAIL EAST	WHITE SULPHUR SPRINGS	WV	24986	GREENBRIER

Form FR Y-6

Premier Financial Bancorp, Inc.
Huntington, WV
Fiscal Year Ending December 31, 2018

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 12-31-2018.

(a)	(b)	(c)			
		Number of Common Shares	Options		
<u>Name & Address</u>	<u>Citizenship</u>				<u>%</u>
Marshall T. Reynolds Huntington, WV	USA	1,096,549	0	(x)	7.5%
John Sheldon Clark Vero Beach, FL	USA	1,044,098	0	(xx)	7.1%

- (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 12-31-2018.

N/A

(x) Marshall T. Reynolds 1,096,549 shares include Shirley A. Reynolds direct ownership of 101,037 shares and 132,398 shares held jointly with Shirley A. Reynolds.

(xx) John Sheldon Clark's 1,044,098 shares include 185,624 shares held in family trusts controlled by Mr. Clark although he is not a principal beneficiary of the trusts.

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Premier Financial Bancorp, Inc.
December 31, 2018

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, Inc. Director, Citizens Deposit Bank & Trust	President & Director Partner Trustee	Walker Ventures, Inc. Jefferson Gas Company Jerry K. Mullins 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	7.5%	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	The Hollybrook Farm P.S.G. & R. Industries L&H Holdings, LLC Champion Industries Logan Corp J. H. Fletcher & Co.	>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.
December 31, 2018

Report Item 4: Directors and Officers

(1) Name & Address	(2) Principal Occupation if other than with Bank Holding Company (PFBI)	(3)(a) Title & position- bank holding co.	(3)(b) Title & position with banks	(3)(c) Other businesses		(4)(a) % voting stock in bank holding co.	(4)(b) % voting stock in subs <u>banks</u>	(4)(c) Other Companies 25% or> voting	
				Title & Position	Name of business			% voting	% voting
Harry M. Hatfield Madison, WV, USA	Attorney-At-Law Hatfield & Hatfield, PLLC	Director	Chairman, Premier Bank, Inc.	Owner Chairman	Hatfield & Hatfield, PLLC Madison Baptist Church Trustee 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. Secretary, 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	N/A	N/A
Neal Scaggs Logan, WV, USA	President, Baisden Brothers, Inc.	Director	N/A	Director President 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%
Thomas W. Wright Ashland, KY, USA	Owner, Chairman of NexQuest, Inc.	Director	N/A	Co-Owner Co-Owner Owner Owner Owner Owner	Venture LLC Venture Four, LLC Beuno Venture, LLC Beuno Venture II, LLC Chicken Supreme Slims of Ashland	< 1%	N/A	Venture LLC Venture Four, LLC Beuno Venture, LLC Beuno Venture II, LLC Chick Supreme Slims of Ashland	80.0% 90.0% 90.0% 90.0% 90.0% 90.0%