

SEP 30 2019

FAB RICHMOND

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)(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.

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):

June 30, 2019

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

I, Curtis T. Evatt

Name of the Holding Company Director and Official

President, CEO and Director

Title of the Holding Company Director and Official

I 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.

Oconeefederal, MHC

Legal Title of Holding Company

201 East North Street

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

Seneca SC 29678

City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Curtis T. Evatt President and CEO

Name Title

864-882-2765

Area Code / Phone Number / Extension

864-882-9816

Area Code / FAX Number

curt.evatt@oconeefederal.com

E-mail Address

www.oconeefederal.com

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

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

September 27, 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. \_\_\_\_\_

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 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.

Oconee Federal Financial Corp.

Legal Title of Subsidiary Holding Company

201 East North Second Street

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

Seneca SC 29678  
City State Zip Code

Physical Location (if different from mailing address)

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)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

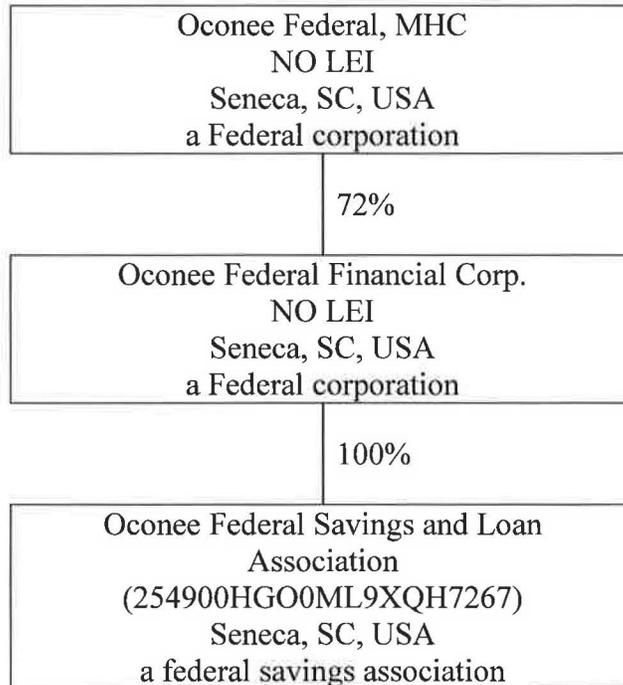
Physical Location (if different from mailing address)

**Form FR Y-6**  
**Oconee Federal, MHC**  
**Oconee Federal Financial Corp.**  
**Seneca, South Carolina**  
**Fiscal Year Ending June 30, 2019**

Attached hereto are items required by Form FR Y-6 for Oconee Federal, MHC, a mutual non-stock holding company (the "MHC") and Oconee Federal Financial Corp. (the "Company"), the mid-tier stock holding company of Oconee Federal Savings and Loan Association.

Report Item

1. The MHC does not prepare an annual report and is not registered with the SEC. The Company prepares an annual report for its stockholders and is registered with the SEC.
- 2a. Organization Chart



2b. The MHC and the Company have reviewed the FR Y-6 Depository Institution Branch Data Verification Report and do not have any changes. A copy of the verified report is attached hereto.

**Results:** A list of branches for your depository institution: OCONEE FEDERAL SAVINGS AND LOAN ASSOCIATION (ID\_RSSD: 853671).  
 This depository institution is held by OCONEE FEDERAL, MHC (4234054) of SENECA, SC  
 The data are as of 06/30/2019. Data reflects information that was received and processed through 07/07/2019.

**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
OK		Full Service (Head Office)	853671	OCONEE FEDERAL SAVINGS AND LOAN ASSOCIATION	115 EAST NORTH SECOND STREET	SENECA	SC	29678	OCONEE	UNITED STATES	Not Required	Not Required	OCONEE FEDERAL SAVINGS AND LOAN ASSOCIATION	853671	
OK		Full Service	4165532	CLAYTON BRANCH	221 HIGHWAY 76 EAST	CLAYTON	GA	30525	RABUN	UNITED STATES	Not Required	Not Required	OCONEE FEDERAL SAVINGS AND LOAN ASSOCIATION	853671	
OK		Full Service	4165514	DOWNTOWN BRANCH	12 EAST DOYLE STREET	TOCCOA	GA	30577	STEPHENS	UNITED STATES	Not Required	Not Required	OCONEE FEDERAL SAVINGS AND LOAN ASSOCIATION	853671	
OK		Full Service	506276	TOCCOA BRANCH	2859 HWY 17 ALT	TOCCOA	GA	30577	STEPHENS	UNITED STATES	Not Required	Not Required	OCONEE FEDERAL SAVINGS AND LOAN ASSOCIATION	853671	
OK		Full Service	4160340	SENECA BRANCH	813 BY-PASS 123	SENECA	SC	29678	OCONEE	UNITED STATES	Not Required	Not Required	OCONEE FEDERAL SAVINGS AND LOAN ASSOCIATION	853671	
OK		Full Service	4160359	WALHALLA BRANCH	204 WEST NORTH BROAD STREET	WALHALLA	SC	29691	OCONEE	UNITED STATES	Not Required	Not Required	OCONEE FEDERAL SAVINGS AND LOAN ASSOCIATION	853671	
OK		Full Service	4160368	WESTMINSTER BRANCH	111 WEST WINDSOR ST	WESTMINSTER	SC	29693	OCONEE	UNITED STATES	Not Required	Not Required	OCONEE FEDERAL SAVINGS AND LOAN ASSOCIATION	853671	

**Form FR Y-6  
Oconee Federal, MHC  
Oconee Federal Financial Corp.  
Seneca, South Carolina  
Fiscal Year Ending June 30, 2019**

**Report Item 3: Securities holders of Oconee Federal, MHC**

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

<b>Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of the fiscal year ending June 30, 2019</b>			<b>Shareholders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote as of the fiscal year ending June 30, 2019</b>		
<b>(1)(a) Name &amp; Address (City, State, Country)</b>	<b>(1)(b) Country of Citizenship or Incorporation</b>	<b>(1)(c) Number and Percentage of Each Class of Voting Securities</b>	<b>(2)(a) Name &amp; Address (City, State, Country)</b>	<b>(2)(b) Country of Citizenship or Incorporation</b>	<b>(2)(c) Number and Percentage of Each Class of Voting Securities</b>
NONE	NONE	NONE	NONE		

**Form FR Y-6  
Oconee Federal, MHC  
Oconee Federal Financial Corp.  
Seneca, South Carolina  
Fiscal Year Ending June 30, 2019**

**Report Item 3: Securities holders of Oconee Federal Financial Corp.**

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

<b>Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of the fiscal year ending June 30, 2019</b>			<b>Shareholders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote as of the fiscal year ending June 30, 2019</b>		
<b>(1)(a) Name &amp; Address (City, State, Country)</b>	<b>(1)(b) Country of Citizenship or Incorporation</b>	<b>(1)(c) Number and Percentage of Each Class of Voting Securities</b>	<b>(2)(a) Name &amp; Address (City, State, Country)</b>	<b>(2)(b) Country of Citizenship or Incorporation</b>	<b>(2)(c) Number and Percentage of Each Class of Voting Securities</b>
Oconee Federal, MHC 201 East North Second Street, Seneca, South Carolina 29678 USA	USA	4,164,415 shares; 72% common stock	NONE		

**Form FR Y-6**  
**Oconee Federal, MHC**  
**Oconee Federal Financial Corporation**  
**Fiscal Year Ending June 30, 2019**

**Exhibit 4: Insiders – Oconee Federal, MHC**  
**(1), (2), (3)(a)(b)(c), and 4(a)(b)(c)**

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title and Position with Holding Company	3(b) Title and Position with Subsidiaries (include names of subsidiaries)	3(c) Title and Position with Other Businesses (including names of other businesses)	4(a) Percentage of Voting Shares in Holding Company	4(b) Percentage of Voting Shares in Subsidiaries (including 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)
Curtis T. Evatt, Seneca, SC, USA	President, Chief Executive Officer and Director of the Company and Oconee Federal Savings and Loan Association	President, Chief Executive Officer and Director	President, Chief Executive Officer and Director of the Company and Oconee Federal Savings and Loan Association	N/A	N/A	N/A	N/A
C. Todd Latiff, Seneca, SC, USA	Executive Vice President and Chief Banking Officer of the Company and Oconee Federal Savings and Loan Association	Executive Vice President and Chief Banking Officer	Executive Vice President and Chief Banking Officer of the Company and Oconee Federal Savings and Loan Association	N/A	N/A	N/A	N/A

**Form FR Y-6**  
**Oconee Federal, MHC**  
**Oconee Federal Financial Corporation**  
**Fiscal Year Ending June 30, 2019**

John W. Hobbs, Seneca, SC, USA	Senior Vice President and Chief Financial Officer of the Company and Oconee Federal Savings and Loan Association	Senior Vice President and Chief Financial Officer	Senior Vice President and Chief Financial Officer of the Company and Oconee Federal Savings and Loan Association	N/A	N/A	N/A	N/A
Harry B. Mays, Jr., Seneca, SC, USA	Retired	Director	Director, Company and Oconee Federal Savings and Loan Association	Retired	N/A	N/A	N/A
Robert N. McLellan, Jr., Seneca, SC, USA	Insurance agent	Chairman of the Board	Chairman of the Board, Company and Oconee Federal Savings and Loan Association	President, Byrd-McLellan Agency, Inc. Seneca, SC	N/A	N/A	51% Byrd- McLellan Agency, Inc.
Cecil T. Sandifer, Jr., Seneca, SC, USA	Business Owner	Director	Director, Company and Oconee Federal Savings and Loan Association	President, Heritage Memorial Garden, Inc. Westminster, SC	N/A	N/A	75% Heritage Memorial Garden, Inc.
W. Maurice Poore, Seneca, SC, USA	Retired	Director	Director, Company and Oconee Federal Savings and Loan Association	Retired	N/A	N/A	N/A

**Form FR Y-6**  
**Oconee Federal, MHC**  
**Oconee Federal Financial Corporation**  
**Fiscal Year Ending June 30, 2019**

**Exhibit 4: Insiders – Oconee Federal Financial Corporation**

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

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title and Position with Holding Company	3(b) Title and Position with Subsidiaries (include names of subsidiaries)	3(c) Title and Position with Other Businesses (including names of other businesses)	4(a) Percentage of Voting Shares in Holding Company	4(b) Percentage of Voting Shares in Subsidiaries (including 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)
Curtis T. Evatt, Seneca, SC, USA	President, Chief Executive Officer and Director of Oconee Federal Savings and Loan Association and the MHC	President, Chief Executive Officer and Director	President, Chief Executive Officer and Director, Oconee Federal Savings and Loan Association and the MHC	N/A	2.5%	N/A	N/A
C. Todd Latiff, Seneca, SC, USA	Executive Vice President and Chief Banking Officer of Oconee Federal Savings and Loan Association and the MHC	Executive Vice President and Chief Banking Officer	Executive Vice President and Chief Banking Officer , Oconee Federal Savings and Loan Association and the MHC	N/A	Less than 1%	N/A	N/A

**Form FR Y-6**  
**Oconee Federal, MHC**  
**Oconee Federal Financial Corporation**  
**Fiscal Year Ending June 30, 2019**

John W. Hobbs, Seneca, SC, USA	Senior Vice President and Chief Financial Officer of the Company and Oconee Federal Savings and Loan Association	Senior Vice President and Chief Financial Officer	Senior Vice President and Chief Financial Officer of the Company and Oconee Federal Savings and Loan Association	N/A	Less than 1%	N/A	N/A
Harry B. Mays, Jr., Seneca, SC, USA	Retired	Director	Director, Oconee Federal Savings and Loan Association and the MHC	Retired	Less than 1%	N/A	N/A
Robert N. McLellan, Jr., Seneca, SC, USA	Insurance agent	Chairman of the Board	Chairman of the Board, Oconee Federal Savings and Loan Association and the MHC	President, Byrd-McLellan Agency, Inc. Seneca, SC	Less than 1%	N/A	51% Byrd- McLellan Agency, Inc.
Cecil T. Sandifer, Jr., Seneca, SC, USA	Business Owner	Director	Director, Oconee Federal Savings and Loan Association and the MHC	President, Heritage Memorial Garden, Inc. Westminster, SC	Less than 1%	N/A	75% Heritage Memorial Garden, Inc.
W. Maurice Poore, Seneca, SC, USA	Retired	Director	Director, Oconee Federal Savings and Loan Association and the MHC	Retired	Less than 1%	N/A	N/A