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.

Michael W. Robinson
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.

Signature of Holding Company Director and Official
03/17/2020

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.

FR Y-6
OMB Number 7100-0297
Approval expires November 30, 2022
Page 1 of 2

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential.

Is confidential treatment requested for any portion of this report submission? ☐ No ☑ Yes

If Yes, provide details:

1. a letter justifying this request is being provided along with the report
2. a letter justifying this request has been provided separately

Is there a confidential portion of the report?

☐ Yes ☑ No

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."

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

12/2019
Report Item

1: a. The BHC is not required to prepare form 10K with the SEC.

1: b. The BHC does prepare an annual report for its shareholders. We will upload a copy when available.

2: a. Organizational Chart

2: b. Domestic branch listing provided to the Federal Reserve Bank electronically.
## FORM FR Y-6
December 31, 2019

### Report Item 3: Securities holders
(1)(a) (1)(b) (1)(c)  (2)(a) (2)(b) (2)(c)

<table>
<thead>
<tr>
<th>Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12-31-19</th>
<th>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 during the fiscal year ending 12-31-19</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>(1) (a)</strong>&lt;br&gt; Name &amp; Address (City, State, Country)</td>
<td><strong>(1) (b)</strong>&lt;br&gt; Country of Citizenship or Incorporation</td>
</tr>
<tr>
<td>Linda Alewine&lt;br&gt;Iva, SC</td>
<td>USA</td>
</tr>
<tr>
<td>Peoples Financial Group ESOP&lt;br&gt;Iva, SC&lt;br&gt;Shawn R McGee, Trustee</td>
<td>USA</td>
</tr>
<tr>
<td>(1) Names &amp; Address (City, State, Country)</td>
<td>(2) Principal Occupation if other than with Bank Holding Company</td>
</tr>
<tr>
<td>------------------------------------------</td>
<td>-------------------------------------------------------------</td>
</tr>
<tr>
<td>Mathew W. Thrasher Anderson, SC</td>
<td>Restaurant Business</td>
</tr>
<tr>
<td>Shawn McGee Iva, SC</td>
<td>N/A</td>
</tr>
<tr>
<td>Michael W. Robinson Belton, SC</td>
<td>N/A</td>
</tr>
<tr>
<td>J. R. McGee Iva, SC</td>
<td>N/A</td>
</tr>
<tr>
<td>(1) Names &amp; Address (City, State, Country)</td>
<td>(2) Principal Occupation if other than with Bank Holding Company</td>
</tr>
<tr>
<td>------------------------------------------</td>
<td>-------------------------------------------------------------</td>
</tr>
<tr>
<td>George Sullivan Anderson, SC</td>
<td>Attorney</td>
</tr>
<tr>
<td>Vance Wells, Jr. Anderson, SC</td>
<td>Mobile Home Sales</td>
</tr>
<tr>
<td>A. Fred Stringer Anderson, SC</td>
<td>Veterinarian-[Retired]</td>
</tr>
<tr>
<td>B. Steve White Anderson, SC</td>
<td>Realtor</td>
</tr>
<tr>
<td>Peoples Financial Group ESOP</td>
<td>N/A</td>
</tr>
</tbody>
</table>

Iva, SC Shawn R McGee, Trustee
Results: A list of branches for your depository institution: PEOPLES BANK THE (ID_RSSD: 285928).
This depository institution is held by PEOPLES FINANCIAL GROUP, INC. (2916020) of IVA, SC.
The data are as of 12/31/2019. Data reflects information that was received and processed through 03/05/2020.

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 hard copy format or via the FR Y-10 Online application - https://y10online.federalreserve.gov.

*FDIC UNIUNUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.*

<table>
<thead>
<tr>
<th>Date Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSSD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNIUNUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td>3/17/2020</td>
<td>Full Service (Head Office)</td>
<td>285928</td>
<td>PEOPLES BANK THE</td>
<td>801 EAST FRONT STREET</td>
<td>ANDERSON</td>
<td>SC</td>
<td>29655</td>
<td>ANDERSON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>PEOPLES BANK THE</td>
<td>285928</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>3/17/2020</td>
<td>Full Service</td>
<td>3539770</td>
<td>CLEMSON BOULEVARD BRANCH</td>
<td>3901 CLEMSON BOULEVARD</td>
<td>ANDERSON</td>
<td>SC</td>
<td>29621</td>
<td>ANDERSON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>PEOPLES BANK THE</td>
<td>285928</td>
<td></td>
</tr>
<tr>
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<td>3/17/2020</td>
<td>Full Service</td>
<td>2583338</td>
<td>DOWNTOWN BRANCH</td>
<td>605 NORTH MAIN STREET</td>
<td>ANDERSON</td>
<td>SC</td>
<td>29621</td>
<td>ANDERSON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>PEOPLES BANK THE</td>
<td>285928</td>
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</tr>
<tr>
<td>OK</td>
<td>3/17/2020</td>
<td>Full Service</td>
<td>4777239</td>
<td>CLEMSON BOULEVARD BRANCH</td>
<td>3901 CLEMSON BOULEVARD</td>
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<td>SC</td>
<td>29621</td>
<td>ANDERSON</td>
<td>UNITED STATES</td>
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<td>Not Required</td>
<td>PEOPLES BANK THE</td>
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<tr>
<td>OK</td>
<td>3/17/2020</td>
<td>Full Service</td>
<td>5772323</td>
<td>HOMELAND PARK BRANCH</td>
<td>3002 SOUTH MAIN ST</td>
<td>ANDERSON</td>
<td>SC</td>
<td>29621</td>
<td>ANDERSON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>PEOPLES BANK THE</td>
<td>285928</td>
<td></td>
</tr>
</tbody>
</table>