

Board of Governors of the Federal Reserve System



Annual Report of Bank 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)); 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 CFR 211.13(c)); and Section 225.5(b) of Regulation Y (12 CFR 225.5(b)). 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 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 CFR 211.23). 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 Bank Holding Companies* must be signed by one director of the top-tier bank holding company. This individual should also be a senior official of the top-tier bank holding company. In the event that the top-tier bank 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.

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

December 31, 2008

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Kish Bancorp, Inc.

Legal Title of Bank Holding Company

4255 East Main Street, PO Box 917

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

Belleville, PA 17004-9817

City / State / Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Scott R. Reigle, Comptroller

Name / Title

(717) 667-9200

Area Code / Phone Number

(717) 667-9502

FAX Number

sreigle@kishbank.com

E-mail Address

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

1. William P. Hayes, Chairman, President & CEO
Name and Title of the Bank Holding Company Director and Official

attest that the *Annual Report of Bank Holding Companies* (including the supporting attachments) for this report date have 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 CFR Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Signature of Bank Holding Company Director and Official

March 27, 2009

Date of Signature

For bank 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 Number

C.I.

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

REPORT ITEM 3: (1) SHAREHOLDERS

<u>Name & Address</u>	<u>Country of Citizenship</u>	<u>Number of Shares* Beneficially Owned In Kish Bancorp, Inc.</u>	<u>Percent of Shares Owned</u>
William P. Hayes State College, PA United States	United States	41,166 (1)(2)(3)(4) 15,451 Options on Common Stock	7.76% 2.41%
(1) Includes 1,635 shares owned individually by his spouse, 4,270 shares owned jointly with his spouse, 31,568 shares owned by Mr. Hayes, 650 shares owned by Hayes Partnership, 198 shares of Restricted Stock and 2,845 shares held by MML Investor Services, Inc. as custodian for Mr. Hayes' individual retirement account.			
(2) 10,677 shares are registered in Kishacoquillas Valley National Bank Retirement Savings Plan of which Mr. Hayes is one of three trustees. These shares are not included in Mr. Hayes' total.			
(3) Mr. Hayes has power of attorney for his sister, Eliza H. McLane, who owns 620 shares of stock that is being held by MML Investor Services, Inc.			
(4) Kish Bank Asset Management, an entity of the bank's Trust Department, is holding 8,342 shares in its name for fifteen individual trust customers. These shares are voted at the direction of Kish Bank Asset Management. Mr. Hayes is a member of the Trust Committee which controls the assets of the trust department.			

*The Kish Bancorp, Inc. is the sole owner of stock of the Kishacoquillas Valley National Bank, Kish Capital Trust II, Kish Capital Trust III, and Kish Travel Services, Inc. its only subsidiaries. Also, the Kish Bancorp has issued only common stock.

REPORT ITEM 3: (2) SHAREHOLDERS

None

REPORT ITEM 4: DIRECTORS AND OFFICERS

<u>Name, Address & Country</u>	<u>Princ. Occupation</u>	<u>Title in Bank Holding Co.</u>	<u>Title in Subsidiaries</u>	<u>Number of Shares* Beneficially Owned In Kish Bancorp, Inc.</u>	<u>Percent of Shares Owned</u>
Richard C. Calkins Lewistown, PA United States	President Calkins-Ward, Inc.	Director and Vice Chairman of the Board	Director (Kish Bank) Director (Kish Agency) Director (Kish Travel)	5,633 (1) 1,448 Options on Common Stock	1.06% .27%
William L. Dancy Belleville, PA United States	Owner J.M. Young & Sons, Inc.	Director and Secretary/Treasurer	Director (Kish Bank) Director (Kish Agency)	2,352 (2) 678 Options on Common Stock	.44% .13%
William P. Hayes State College, PA United States	N/A	Chairman, Pres., CEO & Director	Chairman, Pres., CEO & Director (Kish Bank) Director (Kish Agency) Director (Kish Travel)	41,166 (3)(5)(6)(7) 15,451 Options on Common Stock	7.76% 2.91%
Richard L. Kalin State College, PA United States	Attorney Richard L. Kalin Law Offices	Director	Director (Kish Bank) Director (Kish Agency)	4,500 (7) 887 Options on Common Stock	.85% .17%
Robert S. McMinn Huntingdon, PA United States	N/A	General Counsel Assistant Secretary	Executive VP & COO (Kish Bank) President & CEO (Kish Travel)	4,967 (5)(8) 5,160 Options on Common Stock	.94% .97%
Phyllis L. Palm Lewistown, PA United States	Sr. V.P. Patient Services Lewistown Hospital (Retired)	Director	Director (Kish Bank) Director (Kish Travel)	2,925 (7) 842 Options on Common Stock	.55% .16%

<u>Name, Address & Country</u>	<u>Princ. Occupation</u>	<u>Title in Bank Holding Co.</u>	<u>Title in Subsidiaries</u>	<u>Number of Shares* Beneficially Owned In Kish Bancorp, Inc.</u>	<u>Percent of Shares Owned</u>
Scott R. Reigle Reedsville, PA United States	N/A	Comptroller Assistant Secretary	Vice President (Kish Bank) Secretary / Treasurer (Kish Travel)	360 (9) 2,405 Options on Common Stock	.07% .45%
James L. Shilling, Jr. Reedsville, PA United States	N/A	Assistant Secretary	Executive Vice President (Kish Bank)	1,420 (4) 4,625 Options on Common Stock	.27% .87%
James J. Lakso Huntingdon, PA United States	Provost Juniata College	Director	Director (Kish Bank)	500 (7) 578 Options on Common Stock	.09% .11%

FOOTNOTES TO REPORT ITEM 4: DIRECTORS AND OFFICERS

- (1) Includes 3591 shares owned jointly with his spouse.
- (2) Includes 1,010 shares owned individually, 1,042 shares owned jointly with his spouse, 200 shares held by MML Investor Services, Inc., and 100 shares titled to J.M. Young & Sons.
- (3) Includes 1,635 shares owned individually by his spouse, 4,270 shares owned jointly with his spouse, 31,568 shares owned by Mr. Hayes, 650 shares owned by Hayes Partnership, 198 shares of Restricted Stock and 2,845 shares held by MML Investor Services, Inc. as custodian for Mr. Hayes' individual retirement account.
- (4) Includes 1,340 shares held by MML Investor Services, Inc. held for Mr. Shilling's individual retirement account, and 80 shares of Restricted Stock.
- (5) 10,677 shares are registered in Kish Valley National Bank Retirement Savings Plan of which Mr. Hayes and Mr. McMinn are trustees. These shares are not included in Mr. Hayes' and Mr. McMinn's total.
- (6) Mr. Hayes has power of attorney for his sister, Eliza P. Hayes, who owns 620 shares of stock that is being held by MML Investor Services, Inc.

FOOTNOTES TO REPORT ITEM 4: DIRECTORS AND OFFICERS

- (7) K. V. Management, an entity of the bank's Trust Department, is holding 8,342 shares in its name for fifteen trust customers not included in total. The shares are voted at the direction of the individual client. Mr. Hayes, Ms. Palm, Mr. Kalin, and Mr. Lakso are members of the bank's Trust Committee which controls the assets of the trust department.
- (8) Includes 417 shares of Restricted Stock and 50 shares held by MML Investor Services, Inc.
- (9) Includes 110 shares of Restricted Stock.

*The Kish Bancorp, Inc. is the sole owner of stock of the Kishacoquillas Valley National Bank, Kish Capital Trust II, Kish Capital Trust III, and Kish Travel Services, Inc., its only subsidiaries. Also, the Kish Bancorp has issued only common stock.

Title or position with any other business company in which the person is a director, trustee, partner or principal officer.

<u>DIRECTOR/OFFICER</u>	<u>BUSINESS COMPANY</u>	<u>TITLE/POSITION</u>
Richard C. Calkins	Calkins-Ward, Inc.	President
William L. Dancy	J. M. Young & Sons, Inc.	President
Richard L. Kalin	Richard L. Kalin Law Offices	Sole Proprietor

The following directors and/or officers own, control or hold the power to vote at least 25% of other business companies:

<u>DIRECTOR/OFFICER</u>	<u>BUSINESS CO.</u>	<u>VOTING SECURITY</u>	<u>NUMBER OF SHARES</u>	<u>PERCENTAGE TYPE OF OF SHARES OR OWNERSHIP</u>
Richard C. Calkins	Calkins-Ward Motor, Inc.	Common Stock	228	90.84%
William L. Dancy	J. M. Young & Sons, Inc.	Common Stock	35	100.00%
Richard L. Kalin	Richard L. Kalin Law Offices			100.00%
	Hill Alley Company (1)			54.00%
	Kalin Real Estate			100.00%
	AWDEV, Inc.			33.00%
	AWGP, Inc.			33.00%
	Beaver Court Associates LP			50.00%
	Calibre Altoona Associates, LP			33.00%
	Calibre Boalsburg Associates, LP			33.00%
	Calibre Boalsburg Associates II, LP			33.00%
	Calibre Construction Management, Inc.			33.00%
	Calibre Builders, Inc.			33.00%
	CEWDEV, Inc.			33.00%
	CEWGP, Inc.			33.00%
	KAK A, Inc.			50.00%
	Keith School Associates, LP			50.00%
	Keith GP, LLC			50.00%
	KKM Properties, Ltd.			50.00%
	Myers-Exton Construction Company, Inc.			50.00%
	MYX, Inc.			50.00%
	Park Crest Development, Ltd.			50.00%
	Park Crest Terrace LP			50.00%
	Patterson Properties			50.00%
	Vista Woods, Inc.			50.00%
	Vista Woods LP			50.00%

(1) Wife is partner

REPORT ITEM 1A: FORM 10-K FILED WITH THE SECURITIES AND EXCHANGE COMMISSION

The Bank Holding Company is not required to prepare form 10K with the SEC

REPORT ITEM 1B: ANNUAL REPORT TO SHAREHOLDERS

Kish Bancorp, Inc. Annual Report will be sent under a separate cover letter.

bancorp.rpt.

KISH BANCORP, INC.

100%

**THE KISHACOQUILLAS VALLEY
NATIONAL BANK OF
BELLEVILLE**
(DOMESTIC BANK SUBSIDIARY)
4255 EAST MAIN STREET, PO BOX 917
BELLEVILLE, PA 17004
UNITED STATES

100%

KISH TRAVEL SERVICES INC.
(PENNSYLVANIA CORPORATION)
TRAVEL SUBSIDIARY
25 GAEWAY DRIVE
REEDSVILLE, PA 17084
UNITED STATES

100%

KISH CAPITAL TRUST II
(DELAWARE BUSINESS TRUST)
25 GAEWAY DRIVE
REEDSVILLE, PA 17084
UNITED STATES

100%

KISH CAPITAL TRUST III
(DELAWARE BUSINESS TRUST)
25 GAEWAY DRIVE
REEDSVILLE, PA 17084
UNITED STATES

12.5%

**BANKERSRE
INSURANCE CO., SPC**
(CAYMEN ISLAND CORPORATION)
GRAND CAYMEN,
CAYMEN ISLANDS, WEST INDIES

100%

KISH AGENCY, INC.
(PENNSYLVANIA CORPORATION)
25 GATEWAY DRIVE, P.O. BOX 579
REEDSVILLE, PA 17084
UNITED STATES

NR

NOT REQUIRED ON FR-Y 10
BANKERS
SETTLEMENT SERVICES
(PENNSYLVANIA CORPORATION)
4811 JONESTOWN ROAD SUITE 223
HARRISBURG, PA 17109
UNITED STATES

CELL P-3
(KISH)

CELL P-10
(KISH)

CELL P-11
(KISH)