

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 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

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.

I, **William P. Hayes**

Name of the Bank Holding Company Director and Official

Chairman, President and CEO

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 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 Bank Holding Company Director and Official

03/30/2012

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 ID _____

C.I. _____

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection.

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 C.F.R. § 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.

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

December 31, 2011

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

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 8650

Area Code / Phone Number / Extension

814-861-3254

Area Code / FAX Number

sreigle@kishbank.com

E-mail Address

Address (URL) for the Bank 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 Bank Holding Companies

Top-tiered bank holding companies must list the names, mailing address, and physical locations of each of their subsidiary bank holding companies below.

Legal Title of Subsidiary Bank Holding Company	Legal Title of Subsidiary Bank Holding Company
(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)
Legal Title of Subsidiary Bank Holding Company	Legal Title of Subsidiary Bank Holding Company
(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
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Physical location (if different from mailing address)	Physical location (if different from mailing address)
Legal Title of Subsidiary Bank Holding Company	Legal Title of Subsidiary Bank Holding Company
(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)

REPORT ITEM 1: ANNUAL REPORT TO SHAREHOLDERS

Kish Bancorp, Inc. Annual Report is attached.

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	42,958 (1)(2)(3)(4) 15,801 Options on Common Stock	7.20% 2.65%

(1) Includes 1,635 shares owned individually by his spouse, 4,270 shares owned jointly with his spouse, 31,968 shares owned by Mr. Hayes, 650 shares owned by Hayes Partnership, 1,890 shares of Restricted Stock and 2,545 shares held by MML Investor Services, Inc. as custodian for Mr. Hayes' individual retirement account.

(2) 10,815 shares are registered in Kishacoquillas Valley National Bank Retirement Savings Plan of which Mr. Hayes is one of four trustees. These shares are not included in Mr. Hayes' total.

(3) Kish Bank Asset Management, an entity of the bank's Trust Department, is holding 3,039 shares in its name for seventeen 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.

(4) 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. These shares are not included in Mr. Hayes' total.

*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>
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)	42,958 (2)(4)(5)(6) 15,801 Options on Common Stock	7.20% 2.65%
James J. Lakso Huntingdon, PA United States	Provost Juniata College	Vice Chairmam Director	Director (Kish Bank)	800 (6) 578 Options on Common Stock	0.13% 0.10%
William L. Dancy Belleville, PA United States	Owner J.M. Young & Sons, Inc.	Secretary Director	Director (Kish Bank) Director (Kish Agency)	4,975 (1)(6) 678 Options on Common Stock	0.83% 0.11%
Richard L. Kalin State College, PA United States	Attorney Richard L. Kalin Law Offices	Director	Director (Kish Bank) Director (Kish Travel)	9,055 887 Options on Common Stock	1.52% 0.15%
Alison B. Kurtz State College, PA United States	President Ameron Construction Co.	Director	Director (Kish Bank) Director (Kish Agency) Director (Kish Travel)	1,500	0.25%
Phyllis L. Palm Lewistown, PA United States	Sr. V.P. Patient Services Lewistown Hospital (Retired)	Director	Director (Kish Bank) Director (Kish Travel)	3,925 (6) 842 Options on Common Stock	0.66% 0.14%
Delmont R. Sunderland Huntingdon, PA United States	President World Marketing Of America	Director	N/A	1,000	0.17%
Alan Metzler Reedsville, PA United States	President Metzler Forest Products	Director	Director (Kish Bank) Director (Kish Agency)	170	0.03%

<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>
J. Bradley Scovill State College, PA United States	N/A	Treasurer	Executive Vice President (Kish Bank) Chief Operating Officer (Kish Bank) Senior Risk Officer (Kish Bank) Director (Kish Agency)	2,709 (9)(4) 2600 Options on Common Stock	0.45% 0.44%
Sangeeta Kishore State College, PA United States	N/A	Chief Financial Officer	Executive Vice President (Kish Bank) Chief Financial Officer (Kish Bank)	500 (11) 500 Options on Common Stock	0.08% 0.08%
Robert S. McMinn Huntingdon, PA United States	N/A	General Counsel Assistant Secretary	Executive VP Finl Svcs (Kish Bank) President, CEO & Director (Kish Travel) Director (Kish Agency)	6,767 (4)(7) 7,210 Options on Common Stock	1.13% 1.21%
Scott R. Reigle Reedsville, PA United States	N/A	Comptroller Assistant Secretary	Vice President (Kish Bank) Secretary / Treasurer (Kish Travel)	485 (8) 3,705 Options on Common Stock	0.08% 0.62%
James L. Shilling, Jr. Reedsville, PA United States	N/A	Assistant Secretary	Executive Vice President (Kish Bank)	2,230 (3) 5,600 Options on Common Stock	0.37% 0.94%
Ronald Beyer State College, PA United States	N/A	Assistant Secretary	Vice President (Kish Bank) Secretary (Kish Agency)	694 (10) 1,400 Options on Common Stock	0.12% 0.23%

FOOTNOTES TO REPORT ITEM 4: DIRECTORS AND OFFICERS

(1) Includes 2,633 shares owned individually, 1,042 shares owned jointly with his spouse, 200 shares held by MML Investor Services, Inc., and 1,100 shares titled to J.M. Young & Sons.

(2) Includes 1,635 shares owned individually by his spouse, 4,270 shares owned jointly with his spouse, 31,968 shares owned by Mr. Hayes, 650 shares owned by Hayes Partnership, 1,890 shares of Restricted Stock and 2,545 shares held by MML Investor Services, Inc. as custodian for Mr. Hayes' individual retirement account.

(3) Includes 1,550 shares held by MML Investor Services, Inc. for Mr. Shilling's individual retirement account, and 680 shares of Restricted Stock.

(4) 10,815 shares are registered in Kish Valley National Bank Retirement Savings Plan of which Mr. Hayes, Mr. McMinn and Mr. Scovill are trustees. These shares are not included in Mr. Hayes', Mr. McMinn's and Mr. Scovill's total.

(5) 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. These shares are not included in Mr. Hayes' total.

(6) K. V. Management, an entity of the bank's Trust Department, is holding 3,039 shares in its name for seventeen trust customers not included in total. The shares are voted at the direction of the individual client. Mr. Hayes, Mr. Dancy, Mrs. Palm and Mr. Lakso are members of the bank's Trust Committee which controls the assets of the trust department.

(7) Includes 790 shares of Restricted Stock.

(8) Includes 385 shares of Restricted Stock.

(9) Includes 1,879 shares of Restricted Stock.

(10) Includes 644 Shares of Restricted Stock.

(11) Includes 500 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.

DIRECTOR/OFFICER	BUSINESS COMPANY	TITLE/POSITION
William L. Dancy	J. M. Young & Sons, Inc.	President
	William Dancy Properties	President
Alison B. Kurtz	Ameron Construction Co.	President
Richard L. Kalin	Richard L. Kalin Law Offices	Sole Proprietor
	Allen Street Associates	Partner
	Benner Park Five	Partner
	Ferguson Square Associates	Partner
	Hold-It Associates II	Partner
	Nittany Terrace Apartments	Partner
	Training Table Associates	Partner
	AWDEV Inc	VP, Secty, Director
	AWGP, Inc	VP, Secty, Director
	Calibre Construction Mgt, Inc	VP, Secty, Director
	Calibre, Inc	VP, Secty, Director
	Calibre Builders, Inc	VP, Secty, Director
	CEWDEV, Inc	VP, Secty, Director
	CEWGP, Inc	VP, Secty, Director
	KAK A, Inc	VP, Secty, Director
	Kalin Holdings, LLC	Sole Member
	Keith GP, LLC	Managing Member
	Keith Master GP, LLC	Managing Member
	KKM Properties, Ltd.	VP, Secty, Director
	Myers-Exton Construction Co. Inc	VP, Secty, Director
	MYX, Inc	VP, Secty, Director
	Park Crest Development, Ltd.	VP, Secty, Director
	Park Crest Terrace Ltd Partnership	Limited Partner
	Patterson Properties	Partner
	ProCare Capital Associates, LP	Limited Partner
	ProCare Health Systems, Inc.	Secretary
	Sylvan View Associates, LP	Limited Partner
	Vista Woods, Inc.	VP, Secty, Director
	Vista Woods Limited Partnership	Limited Partner
	Calibre Lexington Altoona, LP	Limited Partner
	Whisper Ridge, LP	Limited Partner
	Loubenko, LP	Limited Partner
Alan Metzler	Metzler Forrest Products	Sole Proprietor

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

DIRECTOR/OFFICER	BUSINESS COMPANY	TITLE/POSITION
Delmont Sunderland	World Marketing of America, Inc	President & Secretary
	Comfort Home Products, Inc	President & Secretary
	WEM Partnership	President
	Team Ten LLC	
	Bald Eagle Holding Company LLC	
	Adonai Holding LLC	
	St. Joseph Institute Inc.	
	Huntingdon Lakeland Inn LLC	President & Secretary
	Mill Stone Manor Inc.	President & Secretary
	D&B Protection	President
	Fiore/Grappone Joint Venture LLC	
	Majestic World Farms Inc.	President & Secretary
	Majestic World Lodge and Retreat.	President & Secretary

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

DIRECTOR/OFFICER BUSINESS CO.		PERCENTAGE TYPE OF OF SHARES OR OWNERSHIP
William L. Dancy	J. M. Young & Sons, Inc.	100.00%
	William Dancy Properties	100.00%
Richard L. Kalin	Richard L. Kalin Law Offices	100.00%
	Hill Alley Company (1)	54.00%
	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, Inc	33.00%
	Calibre Builders, Inc.	33.00%
	Calibre Tilson Investors, LLC	50.00%
	Calibre Lexington Altoona GP, LLC	50.00%
	Calibre Lexington Altoona, LP	50.00%
	Calibre Lexington Dev., LLC	50.00%
	CEWDEV, Inc.	33.00%
	CEWGP, Inc.	33.00%
	KAK A, Inc.	50.00%
	Kalin Holdings, LLC	100.00%
	Keith GP, LLC	50.00%
	Keith Master GP, LLC	33.00%
	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		100.00%
Alan Metzler	Metzler Forrest Products	

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

DIRECTOR/OFFICER BUSINESS CO.		PERCENTAGE TYPE OF OF SHARES OR OWNERSHIP
Delmont Sunderland	World Marketing of America, Inc	100.00%
	Comfort Home Products, Inc	100.00%
	WEM Partnership	100.00%
	Team Ten LLC	27.00%
	Bald Eagle Holding Company LLC	27.00%
	Adonai Holding LLC	34.00%
	St. Joseph Institute Inc.	49.00%
	Huntingdon Lakeland Inn LLC	100.00%
	Mill Stone Manor Inc.	100.00%
	D&B Protection	100.00%
	Fiore/Grappone Joint Venture LLC	50.00%
	Majestic World Farms Inc.	100.00%
	Majestic World Lodge and Retreat.	100.00%

Results: A list of branches for your depository institution: KISHACOQUILLAS VALLEY NATIONAL BANK OF BELLEVILLE, THE (ID_RSSD: 600419). This depository institution is held by KISH BANCORP, INC. (1141889) of BELLEVILLE, PA. The data are as of 12/31/2011. Data reflects information that was received and processed through 01/05/2012.

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
		Full Service (Head Office)	600419	KISHACOQUILLAS VALLEY NATIONAL BANK OF BELLEVILLE, THE	4255 EAST MAIN STREET	BELLEVILLE	PA	17004	MIFFLIN	UNITED STATES	9377		KISHACOQUILLAS VALLEY NATIONAL BANK OF BELLEVILLE, THE	600419	
		Full Service	3869628	BELLEFONTE BRANCH	1211 ZION ROAD	BELLEFONTE	PA	16823	CENTRE	UNITED STATES	493369		KISHACOQUILLAS VALLEY NATIONAL BANK OF BELLEVILLE, THE	600419	
		Full Service	937218	GATEWAY DIVISION BRANCH	ROUTE 322 AND PENNSYLVNIA ROUTE	BROWN TOWNSHIP	PA	17084	MIFFLIN	UNITED STATES	232586		KISHACOQUILLAS VALLEY NATIONAL BANK OF BELLEVILLE, THE	600419	
		Full Service	2857002	HUNTINGTON OFFICE	RT22 SMITHFIELD TWP	HUNTINGTON	PA	16652	HUNTINGDON	UNITED STATES	232591		KISHACOQUILLAS VALLEY NATIONAL BANK OF BELLEVILLE, THE	600419	
		Full Service	1438682	LEWISTOWN BRANCH	ELECTRIC AVENUE AND SIXTH STREET	LEWISTOWN	PA	17044	MIFFLIN	UNITED STATES	232589		KISHACOQUILLAS VALLEY NATIONAL BANK OF BELLEVILLE, THE	600419	
		Full Service	3245727	LEWISTOWN MAIN STREET BRANCH	SOUTH MAIN STREET	LEWISTOWN	PA	17004	MIFFLIN	UNITED STATES	426500		KISHACOQUILLAS VALLEY NATIONAL BANK OF BELLEVILLE, THE	600419	
		Full Service	752215	STONE VALLEY DIVISION BRANCH	PENNSYLVANIA ROUTES 305 AND 26	MCALLEVYS FORT	PA	16669	HUNTINGDON	UNITED STATES	232587		KISHACOQUILLAS VALLEY NATIONAL BANK OF BELLEVILLE, THE	600419	
		Full Service	431510	MCVEYTOWN BRANCH	10 EAST JOHN STREET	MCVEYTOWN	PA	17051	MIFFLIN	UNITED STATES	216039		KISHACOQUILLAS VALLEY NATIONAL BANK OF BELLEVILLE, THE	600419	
		Full Service	755515	MILL CREEK BRANCH	ROUTE 22	MILL CREEK	PA	17060	HUNTINGDON	UNITED STATES	216082		KISHACOQUILLAS VALLEY NATIONAL BANK OF BELLEVILLE, THE	600419	
		Full Service	2867908	KISH BANK FINANCIAL CENTER BRANCH	25 GATEWAY DRIVE	REEDSVILLE	PA	17084	MIFFLIN	UNITED STATES	232590		KISHACOQUILLAS VALLEY NATIONAL BANK OF BELLEVILLE, THE	600419	
		Full Service	4215624	BROOKLINE BRANCH	1930 CLIFFSIDE DRIVE	STATE COLLEGE	PA	16801	CENTRE	UNITED STATES	Not Required	Not Required	KISHACOQUILLAS VALLEY NATIONAL BANK OF BELLEVILLE, THE	600419	
		Full Service	3212934	HILLS PLAZA SOUTH BRANCH	1961 SOUTH ATHERTON STREET	STATE COLLEGE	PA	16801	CENTRE	UNITED STATES	422584		KISHACOQUILLAS VALLEY NATIONAL BANK OF BELLEVILLE, THE	600419	
		Full Service	3936810	NORTH ATHERTON BRANCH	2610 GREEN TECH DRIVE	STATE COLLEGE	PA	16803	CENTRE	UNITED STATES	493368		KISHACOQUILLAS VALLEY NATIONAL BANK OF BELLEVILLE, THE	600419	