
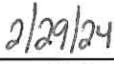


Annual Disclosure Statement
December 31, 2023
FFIEC 051

Field & Main Bank
Henderson, KY 42420

I, the undersigned officer, attest to the correctness of this statement and declare that it has been examined by me and to the best of my knowledge and belief has been prepared in accordance with instructions issued by the appropriate Federal regulatory authority and is true and correct.

	
_____ Signature	_____ Date

This statement has not been reviewed, or confirmed for accuracy or relevance, by the Federal Reserve Board.

Consolidated Report of Income

December 31, 2023

Dollar Amounts in Thousands	Prior Year 2022	Current Year 2023
Interest income:		
Interest and fee income on loans:		
Loans secured by real estate:		
Loans secured by 1-4 family residential properties.....	7,229	11,017
All other loans secured by real estate.....	9,191	11,206
Commercial and industrial loans.....	3,328	4,126
Loans to individuals for household, family, and other personal expenditures:		
Credit cards.....	0	0
Other (includes revolving credit plans other than credit cards, automobile loans, and other consumer loans).....	185	228
All other loans.....	796	795
Total interest and fee income on loans.....	20,729	27,372
Income from lease financing receivables.....	0	0
Interest income on balances due from depository institutions.....	234	906
Interest and dividend income on securities:		
U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities).....	0	0
Mortgage-backed securities.....	39	34
All other securities (includes securities issued by states and political subdivisions in the U.S.).....	1,713	1,862
Interest income on federal funds sold and securities purchased under agreements to resell.....	0	0
Other interest income.....	179	336
Total interest income.....	22,894	30,510
Interest expense:		
Interest on deposits:		
Transaction accounts (interest-bearing demand deposits, NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts).....	708	4,835
Nontransaction accounts:		
Savings deposits (includes MMDAs).....	324	1,110
Time deposits of \$250,000 or less.....	1,032	2,984
Time deposits of more than \$250,000.....	278	815
Expense of federal funds purchased and securities sold under agreements to repurchase.....	2	6
Other interest expense.....	75	287
Total interest expense.....	2,419	10,037
Net interest income.....	20,475	20,473
Provision for loan and lease losses.....	0	790
Noninterest income:		
Income from fiduciary activities.....	3,248	3,233
Service charges on deposit accounts.....	921	961
Income from securities-related and insurance activities:		
Fees and commissions from securities brokerage, investment banking, advisory, and underwriting activities.....	17	13
Income from insurance activities.....	1,894	1,921

Consolidated Report of Income

December 31, 2023

Dollar Amounts in Thousands	Prior Year 2022	Current Year 2023
Noninterest income (continued):		
Net servicing fees.....	91	124
Net gains (losses) on sales of loans and leases.....	268	225
Net gains (losses) on sales of other real estate owned.....	0	0
Net gains (losses) on sales of other assets.....	0	26
Other noninterest income.....	2,043	2,064
Total noninterest income.....	8,482	8,567
Realized gains (losses) on held-to-maturity securities.....	0	0
Realized gains (losses) on available-for-sale debt securities.....	11	(3)
Noninterest expense:		
Salaries and employee benefits.....	11,142	11,322
Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest).....	2,346	2,366
Goodwill impairment losses.....	0	0
Amortization expense and impairment losses for other intangible assets.....	248	207
Other noninterest expense.....	6,033	6,727
Total noninterest expense.....	19,769	20,622
Income (loss) before change in net unrealized holding gains (losses) on equity securities not held for trading, applicable income taxes, and discontinued operations.....	9,199	7,625
Change in net unrealized holding gains (losses) on equity securities not held for trading.....	0	0
Income (loss) before applicable income taxes and discontinued operations.....	9,199	7,625
Applicable income taxes.....	1,644	1,127
Income (loss) before discontinued operations.....	7,555	6,498
Discontinued operations, net of applicable income taxes.....	0	0
Net income (loss) attributable to bank and noncontrolling (minority) interests.....	7,555	6,498
LESS: Net income (loss) attributable to noncontrolling (minority) interests.....	0	0
Net income (loss) attributable to bank.....	7,555	6,498
Memoranda		
Income on tax-exempt loans and leases to states and political subdivisions in the U.S.....	109	57
Income on tax-exempt securities issued by states and political subdivisions in the U.S.....	1,713	1,861
Number of full-time equivalent employees at end of current period (round to the nearest whole number).....	Number 122	Number 123
<i>The following item is to be completed by:</i>		
• banks with \$300 million or more in total assets, and		
• banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers exceeding five percent of total loans.		
Interest and fee income on loans to finance agricultural production and other loans to farmers.....	659	734

Consolidated Report of Income

December 31, 2023

Dollar Amounts in Thousands	Prior Year 2022	Current Year 2023
Memoranda (continued)		
Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year?.....	YES / NO	YES / NO
	NO	NO
Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties.....	NR	NA
Other-than-temporary impairment losses on held-to-maturity and available-for-sale debt securities recognized in earnings.....	NR	NR
<i>The following items are to be completed by institutions with \$1 billion or more in total assets and offer one or more consumer deposit account products.</i>		
Components of service charges on deposit accounts:		
Consumer overdraft-related service charges levied on those transaction account and nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use.....	NR	NR
Consumer account periodic maintenance charges levied on those transaction account and nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use.....	NR	NR
Consumer customer automated teller machine (ATM) fees levied on those transaction account and nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use.....	NR	NR
All other service charges on deposit accounts.....	NR	NR

Consolidated Report of Income

December 31, 2023

Dollar Amounts in Thousands	Prior Year 2022	Current Year 2023
Changes in Bank Equity Capital		
Total bank equity capital most recently reported for the December 31, 2022 Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).....	59,120	55,255
Cumulative effect of changes in accounting principles and corrections of material accounting errors.....	0	(289)
Balance end of previous calendar year as restated.....	59,120	54,966
Net income (loss) attributable to bank.....	7,555	6,498
Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions).....	0	0
Treasury stock transactions, net.....	0	0
Changes incident to business combinations, net.....	0	0
LESS: Cash dividends declared on preferred stock.....	0	0
LESS: Cash dividends declared on common stock.....	2,400	2,400
Other comprehensive income.....	(9,020)	1,426
Other transactions with stockholders (including a parent holding company).....	0	0
Total bank equity capital end of current period.....	55,255	60,490
Changes in Allowances for Credit Losses		
Loans and Leases Held for Investment		
Balance most recently reported for the December 31, 2022, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).....	5,813	5,925
Recoveries.....	114	112
LESS: Charge-offs.....	2	192
LESS: Write-downs arising from transfers of financial assets.....	0	0
Provisions for credit losses.....	0	730
Adjustments.....	0	591
Balance end of current period.....	5,925	7,166
Changes in Allowances for Credit Losses		
Held-to-Maturity Debt Securities		
Balance most recently reported for the December 31, 2022, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).....	NR	0
Recoveries.....	NR	0
LESS: Charge-offs.....	NR	0
LESS: Write-downs arising from transfers of financial assets.....	NR	0
Provisions for credit losses.....	NR	0
Adjustments.....	NR	0
Balance end of current period.....	NR	0

Consolidated Report of Income

December 31, 2023

Dollar Amounts in Thousands	Prior Year 2022	Current Year 2023
Changes in Allowances for Credit Losses		
Available-for-Sale Debt Securities		
Balance most recently reported for the December 31, 2022, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).....	NR	0
Recoveries.....	NR	0
LESS: Charge-offs.....	NR	0
LESS: Write-downs arising from transfers of financial assets.....	NR	0
Provisions for credit losses.....	NR	0
Adjustments.....	NR	0
Balance end of current period.....	NR	0
Memoranda		
Provisions for credit losses on other financial assets measured at amortized cost.....	NR	0
Allowance for credit losses on other financial assets measured at amortized cost.....	NR	0
Provisions for credit losses on off-balance-sheet credit exposures.....	NR	60

Consolidated Report of Condition

December 31, 2023

	Dollar Amounts in Thousands	Prior Year 2022	Current Year 2023
Assets			
Cash and balances due from depository institutions:			
Noninterest-bearing balances and currency and coin.....		8,707	8,512
Interest-bearing balances.....		1,105	37,478
Securities:			
Held-to-maturity securities.....		0	0
Available-for-sale debt securities.....		60,257	57,220
Equity securities with readily determinable fair values not held for trading.....		0	0
Federal funds sold and securities purchased under agreements to resell:			
Federal funds sold.....		0	0
Securities purchased under agreements to resell.....		0	0
Loans and lease financing receivables:			
Loans and leases held for sale.....		313	832
Loans and leases held for investment.....		476,421	556,695
LESS: Allowance for loan and lease losses.....		5,925	7,166
Loans and leases held for investment, net of allowance.....		470,496	549,529
Trading assets.....		0	0
Premises and fixed assets (including capitalized leases).....		14,880	14,475
Other real estate owned.....		0	24
Investments in unconsolidated subsidiaries and associated companies.....		0	0
Direct and indirect investments in real estate ventures.....		0	0
Intangible assets.....		7,720	7,426
Other assets.....		29,185	29,808
Total assets.....		592,663	705,304
Liabilities			
Deposits:			
In domestic offices.....		511,918	638,507
Noninterest-bearing.....		122,224	121,466
Interest-bearing.....		389,694	517,041
Federal funds purchased and securities sold under agreements to repurchase:			
Federal funds purchased.....		0	0
Securities sold under agreements to repurchase.....		256	134
Trading liabilities.....		0	0
Other borrowed money (includes mortgage indebtedness).....		18,729	989
Subordinated notes and debentures.....		0	0
Other liabilities.....		6,505	5,184
Total liabilities.....		537,408	644,814
Equity Capital			
Bank Equity Capital			
Perpetual preferred stock and related surplus.....		0	0
Common stock.....		5,000	5,000
Surplus (excludes all surplus related to preferred stock).....		19,572	19,572
Retained earnings.....		37,908	41,718
Accumulated other comprehensive income.....		(7,225)	(5,800)
Other equity capital components.....		0	0
Total bank equity capital.....		55,255	60,490
Noncontrolling (minority) interests in consolidated subsidiaries.....		0	0
Total equity capital.....		55,255	60,490
Total liabilities and equity capital.....		592,663	705,304

Consolidated Report of Condition

December 31, 2023

**Past Due and Nonaccrual Loans, Leases,
and Other Assets**

	Prior Year - 2022		Current Year - 2023	
	Past Due 90 days or more and still accruing	Nonaccrual	Past Due 90 days or more and still accruing	Nonaccrual
Dollar Amounts in Thousands				
Loans secured by real estate:				
Construction, land development, and other land loans:				
1-4 family residential construction loans.....	0	0	0	0
Other construction loans and all land development and other land loans.....	0	0	0	0
Secured by farmland.....	0	236	0	219
Secured by 1-4 family residential properties:				
Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	0	44	42	0
Closed-end loans secured by 1-4 family residential properties:				
Secured by first liens.....	145	165	0	176
Secured by junior liens.....	9	0	34	61
Secured by multifamily (5 or more) residential properties.....	0	30	0	22
Secured by nonfarm nonresidential properties:				
Loans secured by owner-occupied nonfarm nonresidential properties.....	0	367	196	0
Loans secured by other nonfarm nonresidential properties.....	0	423	267	374
Loans to depository institutions and acceptances of other banks.....	0	0	0	0
Commercial and industrial loans.....	0	249	212	103
Loans to individuals for household, family, and other personal expenditures:				
Credit cards.....	0	0	0	0
Automobile loans.....	0	0	5	0
Other (includes revolving credit plans other than credit cards and other consumer loans).....	0	0	1	0
All other loans.....	0	0	0	0
Lease financing receivables.....	0	0	0	0
Total loans and leases.....	154	1,514	757	955
Debt securities and other assets (exclude other real estate owned and other repossessed assets).....	0	0	0	0
Loans and leases reported in items above that are wholly or partially guaranteed by the U.S. Government, excluding loans and leases covered by loss-sharing agreements with the FDIC.....	0	0	0	0
Guaranteed portion of loans and leases included in item above, excluding rebooked "GNMA loans".....	0	0	0	0
Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item above.....	0	0	0	0

Consolidated Report of Condition

December 31, 2023

**Past Due and Nonaccrual Loans, Leases,
and Other Assets**

Memoranda	Dollar Amounts in Thousands	Prior Year - 2022		Current Year - 2023	
		Past Due 90 days or more and still accruing	Nonaccrual	Past Due 90 days or more and still accruing	Nonaccrual
Loans restructured in troubled debt restructurings included in items above:					
Construction, land development, and other land loans:					
1-4 family residential construction loans.....		0	0	0	0
Other construction loans and all land development and other land loans.....		0	0	0	0
Loans secured by 1-4 family residential properties.....		0	0	0	0
Secured by multifamily (5 or more) residential properties.....		0	0	0	0
Secured by nonfarm nonresidential properties:					
Loans secured by owner-occupied nonfarm nonresidential properties.....		0	0	0	0
Loans secured by other nonfarm nonresidential properties.....		0	0	0	0
Commercial and industrial loans.....		0	167	0	267
All other loans (include loans to individuals for household, family, and other personal expenditures).....		0	0	0	0
<i>Itemize loan categories included in item above that exceed 10% of total loans restructured in troubled debt restructurings that are past due 30 days or more or in nonaccrual status:</i>					
Loans secured by farmland.....		0	0	0	0
Loans to individuals for household, family, and other personal expenditures:					
Credit cards.....		0	0	0	0
Automobile loans.....		0	0	0	0
Other (includes revolving credit plans other than credit cards and other consumer loans).....		0	0	0	0
<i>The following item is to be completed by:</i>					
• Banks with \$300 million or more in total assets					
• Banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers exceeding five percent of total loans					
Loans to finance agricultural production and other loans to farmers included in item above.....		0	0	0	0
Total loans restructured in troubled debt restructurings included in items above.....		0	167	0	267
Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in items above.....		0	0	0	0

Consolidated Report of Condition

December 31, 2023

**Past Due and Nonaccrual Loans, Leases,
and Other Assets**

	Prior Year - 2022		Current Year - 2023	
	Past Due 90 days or more and still accruing	Nonaccrual	Past Due 90 days or more and still accruing	Nonaccrual
Memoranda				
Dollar Amounts in Thousands				
The following item is to be completed by:				
• Banks with \$300 million or more in total assets				
• Banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers exceeding five percent of total loans				
Loans to finance agricultural production and other loans to farmers (included in items above).....	0	0	0	0
Loans and leases held for sale (included in items above).....	0	0	0	0

	Prior Year 2022	Current Year 2023
Dollar Amounts in Thousands		
Additions to nonaccrual assets during the previous six months.....	466	0
Nonaccrual assets sold during the previous six months.....	0	0

	Prior Year - 2022		Current Year - 2023	
	Past Due 90 days or more and still accruing	Nonaccrual	Past Due 90 days or more and still accruing	Nonaccrual
Memoranda				
Dollar Amounts in Thousands				
Purchased credit-impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3):				
Outstanding balance.....	NR	NR	NR	NR
Amount included in items above.....	NR	NR	NR	NR

2023 ANNUAL DISCLOSURE STATEMENT NOTICE OF AVAILABILITY

In accordance with Federal regulation, this bank will provide an Annual Disclosure Statement to our customers, shareholders, and the general public, upon request, containing the bank's financial information for the last two years. This information will be updated annually and made available on or before March 31, 2024.

To request a copy

of the Annual Disclosure Statement, please contact:

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