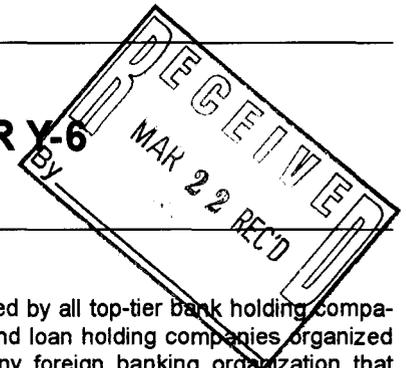


Board of Governors of the Federal Reserve System



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)); 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)) and section 10(c)(2)(H) of the Home Owners' Loan Act. 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 and top-tier savings and loan 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.

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

**December 31, 2012**

Month / Day / Year

I, **Thomas H. Copeland**

Reporter's Name, Street, and Mailing Address

**TraCorp, Inc.**

Name of the Holding Company Director and Official

Legal Title of Holding Company

**President**

**P.O. Box 176**

Title of the Holding Company Director and Official

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

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.

**Tullahoma TN 37388**

City State Zip Code

**111 West Grundy Street**

Physical location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

**Kim Klonaris Accountant**

Name Title

**931-455-7513**

Area Code / Phone Number / Extension

**931-455-7603**

Area Code / FAX Number

**kklonaris@haa-cpa.com**

E-mail Address

**www.tradersbank.com**

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

Signature of Holding Company Director and Official

*Thomas H. Copeland*  
 3-20-13

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 **1250718**  
 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:

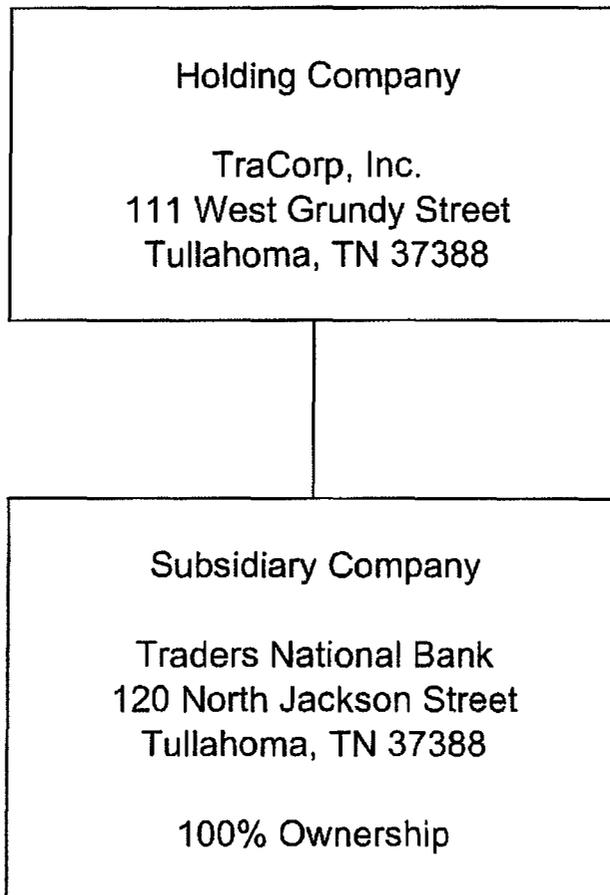
- In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
- The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

Revised

Federal Reserve Board Report FR Y-6 Item 2a

**TraCorp, Inc.**  
**State of Incorporation Tennessee**  
**Organization Chart**  
**December 31, 2012**



**Results:** A list of branches for your BHC: TRACORP, INC. (1250718) of TULLAHOMA, TN.

The data are as of 12/31/2012. Data reflects information that was received and processed through 01/05/2013.

**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.

	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)	490937	TRADERS NATIONAL BANK	120 NORTH JACKSON STREET	TULLAHOMA	TN	37388	COFFEE	UNITED STATES	3312	0	TRADERS NATIONAL BANK	490937	
OK	Full Service	2879406	HILLSBORO BOULEVARD BRANCH	1207 HILLSBORO BOULEVARD	MANCHESTER	TN	37355	COFFEE	UNITED STATES	205864	4	TRADERS NATIONAL BANK	490937	
OK	Full Service	4051608	SHELBYVILLE BRANCH	1602 NORTH MAIN STREET	SHELBYVILLE	TN	37160	BEDFORD	UNITED STATES	Not Required	Not Required	TRADERS NATIONAL BANK	490937	
OK	Full Service	498232	WEST LINCOLN ST BR	412 WEST LINCOLN STREET	TULLAHOMA	TN	37388	COFFEE	UNITED STATES	205861	1	TRADERS NATIONAL BANK	490937	
OK	Full Service	2791777	MERCHANT CENTER BRANCH	2695 DECHERD BLVD	WINCHESTER	TN	37398	FRANKLIN	UNITED STATES	205862	2	TRADERS NATIONAL BANK	490937	

TRACORP, INC.  
 FEDERAL RESERVE BOARD REPORT FR Y-6  
 YEAR ENDED DECEMBER 31, 2012

*Revised*

Report Item 3-Shareholders

Current shareholders with ownership / control of holdings of 5% or more with power to vote as of 12/31/11.

(1) (a) <u>Name and Address</u>	(1) (b) <u>Country of Citizenship or Incorporation</u>	(1) (c) <u>Number and Percentage of Each Class of Voting Securities</u>	
		<u>Number</u>	<u>Percent</u>
Thomas H. Copeland Tullahoma, TN	U.S.A.	10,789	14.70%
Kyle Copeland Tullahoma, TN	U.S.A.	7,100	9.67%
Claudia Copeland Vaden Gray, GA	U.S.A.	6,901	9.40%
Scott Copeland Tullahoma, TN	U.S.A.	6,902	9.41%
Kim Copeland Uselton Tullahoma, TN	U.S.A.	8,720	11.88%
Bennie R. Garrick Tullahoma, TN	U.S.A.	12,602	17.17%
Daryl Hammers Winchester, TN	U.S.A.	12,467	17.03%

No other person owned or controlled 5 percent or more of any class of voting securities during the year.

Revised

TRACORP, INC.  
 FEDERAL RESERVE BOARD REPORT FR Y-6  
 YEAR ENDED DECEMBER 31, 2012

Report Item 4 - Insiders

<u>Name of Business</u>	<u>Principal Occupation</u>	<u>TraCorp, Inc.</u>	<u>Traders National Bank</u>	<u>Position with Other Business</u>	<u>TraCorp, Inc. Common Percent</u>	<u>Percentage of Voting Securities Owned or Controlled in Other Businesses if More Than 25% Ownership</u>	
						<u>Name of Business</u>	<u>Percent</u>
Thomas H. Copeland Tullahoma, TN	Attorney	Director & Pres.	Director & Chairman	Smith/Copeland ptr. Copeland Partnership Copeland & Bell, PLLC	14.70%	Smith/Copeland Ptr.	50%
						Copeland & Bell, P.L.L.C.	55%
Bennie R. Garrick Tullahoma, TN	Banker	Director & Sec.	Director & Secretary	KRS Properties, partner	17.17%	N/A	N/A
Daryl Hammers Winchester, TN	Businessman	Director	Director	None	17.03%	Metal, Moulding, Inc.	25%
						Marine Master	33%
						KRS Properties	45%
						C & S Plastics, LLC	25%
Kim Copeland Useiton Tullahoma, TN	Housewife	Principle Shareholder	Principle Shareholder	N/A	11.88%	N/A	N/A

**NOTE:** No Shareholders, Directors, or Officers hold an interest in Traders National Bank, which is 100% owned by TraCorp, Inc.