

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):

12/31/2012  
Month / Day / Year

1. Robert K. Jones, III  
Name of the Holding Company Director and Official  
CEO/President & Director  
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address  
United Bancorporation of Alabama, Inc.  
Legal Title of Holding Company  
P.O. Box 8

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.

(Mailing Address of the Holding Company) Street / P.O. Box  
Atmore Al 36502  
City State Zip Code  
200 E Nashville Avenue, Atmore  
Physical location (if different from mailing address)  
Alabama 36502

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:  
Tina Brooks Corporate Secretary  
Name Title

[Signature]  
Signature of Holding Company Director and Official  
4/22/13  
Date of Signature

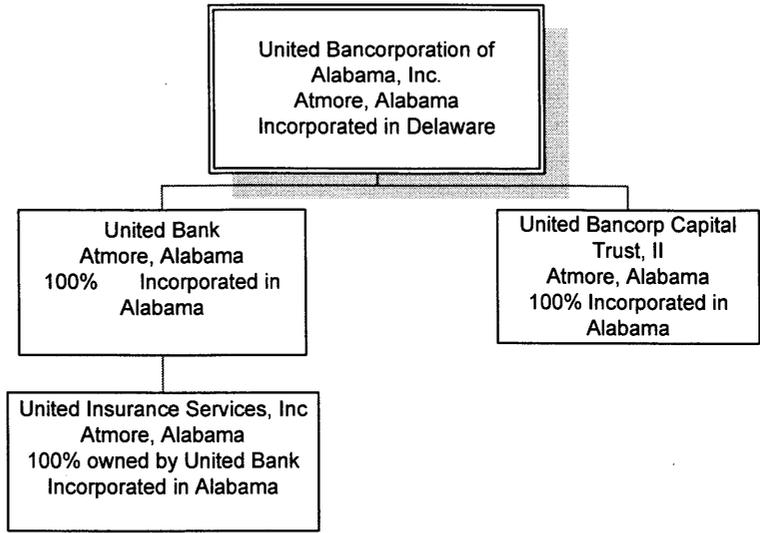
(251) 446-6001  
Area Code / Phone Number / Extension  
(251) 446-6152  
Area Code / FAX Number  
tina.brooks@unitedbank.com  
E-mail Address  
www.unitedbank.com  
Address (URL) for the Holding Company's web page

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

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 Federal Reserve Bank Use Only  
RSSD ID 1083895  
C.I. \_\_\_\_\_

Revised 5-7-13



**Results:** A list of branches for your depository institution: UNITED BANK (ID\_RSSD: 994435).  
 This depository institution is held by UNITED BANCORPORATION OF ALABAMA, INC. (1083895) of ATMORE, AL.  
 The data are as of 03/31/2013. Data reflects information that was received and processed through 04/10/2013.

AM  
OK

**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)	994435	UNITED BANK	200 EAST NASHVILLE AVENUE	ATMORE	AL	36502	ESCAMBIA	UNITED STATES	39	0	UNITED BANK	994435	
		Full Service	748030	SOUTHSIDE BRANCH	164 LINDBERG AVENUE	ATMORE	AL	36502	ESCAMBIA	UNITED STATES	445451	16	UNITED BANK	994435	
		Full Service	2765518	COURTHOUSE SQUARE BRANCH	404 COURTHOUSE SQUARE	BAY MINETTE	AL	36507	BALDWIN	UNITED STATES	180961	7	UNITED BANK	994435	
		Full Service	3225103	MCMEANS BRANCH	615 MCMEANS AVENUE	BAY MINETTE	AL	36507	BALDWIN	UNITED STATES	438878	13	UNITED BANK	994435	
		Full Service	932231	FLOMATON BRANCH	705 SIDNEY MANNING BLVD	FLOMATON	AL	36441	ESCAMBIA	UNITED STATES	180957	1	UNITED BANK	994435	
		Full Service	2481658	FOLEY BRANCH	516 SOUTH MCKENZIE STREET	FOLEY	AL	36535	BALDWIN	UNITED STATES	180959	5	UNITED BANK	994435	
		Full Service	628936	FRISCO CITY BRANCH	4285 BOWDEN STREET	FRISCO CITY	AL	36445	MONROE	UNITED STATES	3819	3	UNITED BANK	994435	
		Limited Service	4437079	GREENSBORO BRANCH	1120 MAIN STREET	GREENSBORO	AL	36744	HALE	UNITED STATES	Not Required	Not Required	UNITED BANK	994435	
		Full Service	2612854	LILLIAN BRANCH	34354 U. S. HWY 98	LILLIAN	AL	36549	BALDWIN	UNITED STATES	180960	6	UNITED BANK	994435	
		Full Service	3744435	LOXLEY RETAIL BRANCH	1059 WEST LOXLEY AVENUE	LOXLEY	AL	36551	BALDWIN	UNITED STATES	478542	19	UNITED BANK	994435	
		Full Service	3048816	MAGNOLIA SPRINGS BRANCH	12512 MAGNOLIA SPRINGS HIGHWAY	MAGNOLIA SPRINGS	AL	36555	BALDWIN	UNITED STATES	361446	9	UNITED BANK	994435	
		Full Service	220237	MONROEVILLE BRANCH	1588 SOUTH ALABAMA AVENUE	MONROEVILLE	AL	36460	MONROE	UNITED STATES	207885	4	UNITED BANK	994435	
		Full Service	3024098	SILVERHILL BRANCH	21950 BROAD STREET	SILVERHILL	AL	36576	BALDWIN	UNITED STATES	360073	8	UNITED BANK	994435	
		Full Service	3673599	EASTERN SHORE CENTRE BRANCH	30500 HIGHWAY 181, SUITE 100	SPANISH FORT	AL	36527	BALDWIN	UNITED STATES	468334	17	UNITED BANK	994435	
		Limited Service	3741975	SPANISH FORT PROPERTY	7330 SPANISH FORT BLVD	SPANISH FORT	AL	36527	BALDWIN	UNITED STATES	Not Required	Not Required	UNITED BANK	994435	
		Full Service	3290790	SUMMERDALE BRANCH	1015 SOUTHWEST FIRST STREET	SUMMERDALE	AL	36580	BALDWIN	UNITED STATES	430688	11	UNITED BANK	994435	
		Full Service	3342644	JAY BRANCH	14038 ALABAMA STREET	JAY	FL	32565	SANTA ROSA	UNITED STATES	443568	15	UNITED BANK	994435	
		Full Service	3385258	MILTON OFFICE	5907 BERRYHILL ROAD, MEDICAL PARK DRIVE	MILTON	FL	32570	SANTA ROSA	UNITED STATES	443567	14	UNITED BANK	994435	
		Full Service	3744444	PACE BRANCH	3615 HIGHWAY 90	PACE	FL	32571	SANTA ROSA	UNITED STATES	478541	18	UNITED BANK	994435	

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**FR Y-6 December 31, 2012**  
**United Bancorporation of Alabama, Inc.**  
**P. O. Box 8**  
**Atmore, AL 36504-0008**

Report Item 1: United Bancorporation of Alabama, Inc., deregistered with the SEC in 2012.

Report Item 2: Organization Chart (Attached)

Report Item 2b: Responded via email 4/18/2013

Report Item 3: Shareholders

1A. NONE

1B. N/A

1C. N/A

Report Item 3: 1. U. S. Treasury TARP CPP Program  
Washington, D. C., U.S A  
111,257.99 warrants = to 4.66%  
2. N/A

Report Item 4: Directors and Officers

1. L. Walter Crim  
Monroeville, Alabama, U.S.A.
  2. Owner, Central Farm Supply
  - 3A. Director, United Bancorporation of Alabama, Inc.
  - 3B. Director, United Bank
  - 3C. Owner, Central Farm Supply
  - 4A. 17,386 0.73%, Class A Common Stock
  - 4B. None
  - 4C. Central Farm Supply, 100%
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1. Richard K Maxwell  
Atmore, Alabama, U.S.A.
  2. Owner, Maxwell Construction, Inc., Owner, West Side Storage Company  
Partner, Triterra Development Co., LLC
  - 3A. Director, United Bancorporation of Alabama, Inc.
  - 3B. Director, United Bank
  - 3C. Owner, Maxwell Construction, Inc., Owner, West Side Storage Company  
Partner, Triterra Development Co., LLC
  - 4A. 8,467 shares, 0.35%, Class A Common Stock
  - 4B. None
  - 4C. Maxwell Construction, Inc. 100%, West Side Storage Company, 100 %  
Triterra Development Co, LLC—50%
-

1. Michael R. Andreoli  
Bay Minette, Alabama, U.S.A.
  2. Partner, Robertson, Andreoli and Covington
  - 3A. Director, of United Bancorporation of Alabama, Inc.
  - 3B. Director, Vice Chairman of United Bank
  - 3C. Partner, Robertson, Andreoli and Covington
  - 4A. 9,450 shares, 0.40%, Class A Common Stock
  - 4B. None
  - 4C. 33% Partner, Robertson, Andreoli and Covington; 50% ALCO Properties; 33% Minnow LLC.
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1. Robert R. Jones, III  
Atmore, Alabama, U.S.A.
  2. None
  - 3A. Director President, and CEO of United Bancorporation of Alabama, Inc.
  - 3B. Director, President, and Chief Executive Officer, United Bank
  - 3C. None
  - 4A. 60,507 shares, 2.53%, Class A Common Stock
  - 4B. None
  - 4C. None
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1. Dale M. Ash  
Atmore, Alabama, U.S.A.
  2. Partner, Controller, Pepsi-Cola Bottling Company of Atmore and of South Alabama Vending Company and Weeks Bank Mitigation Bank.
  - 3A. Director, United Bancorporation of Alabama, Inc.
  - 3B. Director, United Bank
  - 3C. Partner, Treasurer, Pepsi-Cola Bottling Co. of Atmore, Vice President of South Alabama Vending and Partner of Wetlands Restorations, LLC
  - 4A. 16,952 shares, 0.71%,
  - 4B. None
  - 4C. 33.33% ownership in Pepsi-Cola Bottling Company of Atmore, 23.33% ownership in South Alabama Vending and 33.33% ownership in Wetlands Restoration, LLC.
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1. David D. Swift  
Atmore, Alabama, U.S.A.
  2. Vice-President, Swift Lumber, Inc.; President & CEO, Swift Supply, Inc.; Partner, Palustris Products, Ltd.
  - 3A. Director and Vice-Chairman, United Bancorporation of Alabama, Inc.
  - 3B. Director and Chairman, United Bank
  - 3C. Vice-President, Swift Lumber, Inc.; President, Swift Supply, Inc.; Partner, Palustris Products, Ltd.
  - 4A. 61,974 shares, 2.59 %, Class A Common Stock
  - 4B. None
  - 4C. 33.33% ownership in Palustris Products, Ltd.
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1. Ricky Smith  
Jay, Florida, U.S.A.
  2. President and Chief Executive Officer of Smith Tractor Company, Inc.
  - 3A. Director of United Bancorporation of Alabama, Inc.
  - 3B. Director of United Bank
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3C. Owner Smith Tractor Company; Partner LTC Care of Jay; Partner, Smith Family LLC.

4A. 74.7149 shares Class A Common Stock

4B None

4C 14.28% ownership in LTC of Jay; 50% ownership in Smith Family LLC.

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