

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, 2013

Month / Day / Year

I, **WILLIAM R. FINNEY**

Reporter's Name, Street, and Mailing Address

WEST ALABAMA CAPITAL CORP.

Name of the Holding Company Director and Official

Legal Title of Holding Company

VICE PRESIDENT, WEST ALABAMA CAPITAL CORP.

PO BOX 310

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.

REFORM AL 35481

City State Zip Code

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.

509 FIRST AVENUE WEST

Physical location (if different from mailing address)

William R. Finney

Person to whom questions about this report should be directed:

NANCY J. TURNER SR. VP/CFO

Name Title

205-375-9511 - 255

Area Code / Phone Number / Extension

205-375-9482

Area Code / FAX Number

nturner@wabt.com

E-mail Address

www.wabt.com (SUBSIDIARY'S URL ADDRESS)

Signature of Holding Company Director and Official

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

03/19/2014

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 **1085255**
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

For Use By Tiered Holding Companies

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

N/A

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

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

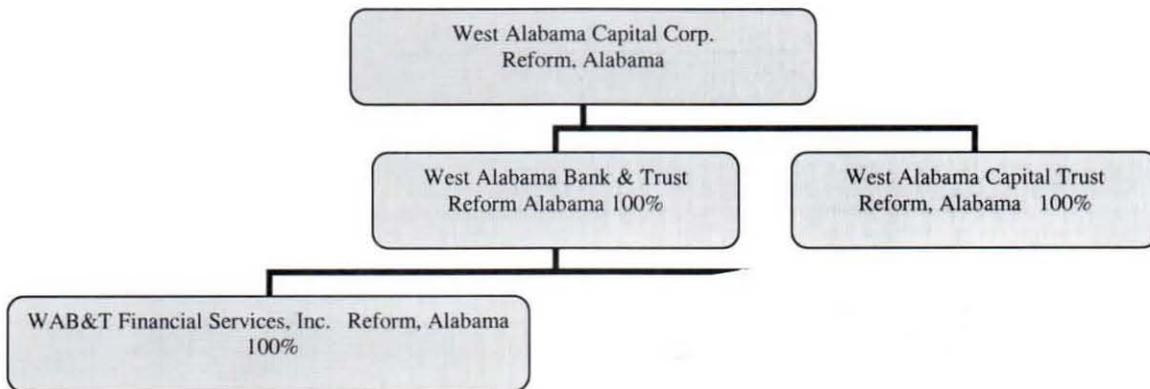
City State Zip Code

Physical location (if different from mailing address)

FORM FRY-6
West Alabama Capital Corp.
Reform, Alabama
Fiscal Year Ending December 31, 2013

Report Item 1: West Alabama Capital Corp does not prepare an annual report for its shareholders.

Report Item 2: Organizational Chart



*All entities list above were incorporated in the State of Alabama

Results: A list of branches for your depository institution: WEST ALABAMA BANK & TRUST (ID_RSSD: 501132).
 This depository institution is held by WEST ALABAMA CAPITAL CORP (1085255) of REFORM, AL.
 The data are as of 12/31/2013. Data reflects information that was received and processed through 04/07/2014.

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
ok		Full Service (Head Office)	501132	WEST ALABAMA BANK & TRUST	509 FIRST AVENUE WEST	REFORM	AL	35481	PICKENS	UNITED STATES	10381	0	WEST ALABAMA BANK & TRUST	501132	
ok		Full Service	738938	ALICEVILLE BRANCH	3RD AVENUE AND BROAD STREET	ALICEVILLE	AL	35442	PICKENS	UNITED STATES	8037	3	WEST ALABAMA BANK & TRUST	501132	
ok		Limited Service	923631	DRIVE IN BRANCH	713 MEMORIAL PARKWAY WEST	ALICEVILLE	AL	35442	PICKENS	UNITED STATES	227626	4	WEST ALABAMA BANK & TRUST	501132	
ok		Full Service	2055657	BUTLER BRANCH	119 WEST PUSHMATAHA STREET	BUTLER	AL	36904	CHOCTAW	UNITED STATES	265037	9	WEST ALABAMA BANK & TRUST	501132	
ok		Full Service	537739	CARROLLTON BRANCH	86 COURT SQUARE	CARROLLTON	AL	35447	PICKENS	UNITED STATES	9823	7	WEST ALABAMA BANK & TRUST	501132	
ok		Limited Service	437530	ETHELSDALE BRANCH	507 MAIN STREET	ETHELSDALE	AL	35461	PICKENS	UNITED STATES	237566	1	WEST ALABAMA BANK & TRUST	501132	
ok		Full Service	2055639	FAYETTE BRANCH	305 2ND STREET NORTHEAST	FAYETTE	AL	35555	FAYETTE	UNITED STATES	44521	11	WEST ALABAMA BANK & TRUST	501132	
ok		Full Service	529239	GORDO BRANCH	245 MAIN STREET SOUTH	GORDO	AL	35466	PICKENS	UNITED STATES	237567	2	WEST ALABAMA BANK & TRUST	501132	
ok		Full Service	2055611	LIVINGSTON BRANCH	211 LAFAYETTE STREET	LIVINGSTON	AL	35470	SUMTER	UNITED STATES	265039	10	WEST ALABAMA BANK & TRUST	501132	
ok		Full Service	541932	MARION BRANCH	1014 WASHINGTON STREET	MARION	AL	36756	PERRY	UNITED STATES	14639	14	WEST ALABAMA BANK & TRUST	501132	
ok		Full Service	543338	MILLPORT BRANCH	30330 HIGHWAY 17	MILLPORT	AL	35576	LAMAR	UNITED STATES	10859	15	WEST ALABAMA BANK & TRUST	501132	
ok		Full Service	3472952	NORTHPORT BRANCH	31 MCFARLAND BOULEVARD	NORTHPORT	AL	35476	TUSCALOOSA	UNITED STATES	455255	20	WEST ALABAMA BANK & TRUST	501132	
ok		Full Service	2945703	HIGHWAY 69S BRANCH	7680 HIGHWAY 69S	TUSCALOOSA	AL	35405	TUSCALOOSA	UNITED STATES	357262	17	WEST ALABAMA BANK & TRUST	501132	
ok		Full Service	2739993	WOODSTOCK BRANCH	28921 HIGHWAY 5	WOODSTOCK	AL	35188	BIBB	UNITED STATES	186289	18	WEST ALABAMA BANK & TRUST	501132	

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West Alabama Capital Corp.

Reform, Alabama

Fiscal Year Ending December 31, 2013

REPORT ITEM 3 (1): SHAREHOLDERS

A schedule of shareholders that directly or indirectly own, control or hold power to vote 5% or more of any class of voting securities of the bank holding company itself as of 12-31-2013:

NAME AND ADDRESS	COUNTRY OF CITIZENSHIP OR INCORPORATION	NUMBER OF SHARES	% OF VOTING SHARES
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1) Andrew C. Wade Carrollton, AL.	USA	(A) 88,568 (B) 25,635	18.99% 5.50%
2) Wade Family Partnership W.O. Kirk, Jr., General Partner Carrollton, AL.	Incorporate, USA	(A) 80,708	17.30%
3) Gerry C. Wade Carrollton, AL.	USA	(A) 25,635	5.50%
4) Cheryl R. Alford Birmingham, AL.	USA	(A) 25,500	5.47%

REPORT ITEM 3 (2): N/A

(A) Direct
(B) Indirect

West Alabama Capital Corp.

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December 31, 2013

Report Item 4: Insiders

(2) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name & Address (City, State, Country)	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & position with Subsidiaries (Includes name of subsidiaries)	Title & Position with Other Businesses (Include names of other businesses)	Percentag e of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	List names of other companies (include partnerships) If 25% or more of voting securities are held (list names of companies and percentage of voting securities held)
W. O. Kirk Carrollton, AL USA	Retired District Judge/Attorney	Director	Director (West Alabama Bank & Trust)	General Partner of Wade Family Partnership, Owner of Kirk Enterprises	1.07%	N/A	Kirk Enterprises – 100%
Joe Lewis Aliceville, AL	Retired	Director	Director (West Alabama Bank & Trust)	JBL Alabama Properties LLC Manager Joe & Claudia Lewis Properties LLC - Manager	.34%	N/A	JBL Alabama Properties LLC - 100% Joe & Claudia Lewis Properties LLC - 100%
Drew Linn Tuscaloosa, AL USA	Southland International Trucks, Inc.	Director	Director (West Alabama Bank & Trust)	GRADYCO, LLC, AGL Properties & Southland Trucks Inc., Owner	.21%	N/A	Southland International Trucks, Inc 100% GRADYCO LLC 100% AGL Properties 100%
J. Chris McCool Gordo, AL USA	District Attorney	Director	Director (West Alabama Bank & Trust)	N/A	.09%	N/A	N/A
Carol McKinzey Aliceville, AL USA	Sr. VP/Human Resources Officer WABT	Secretary/ Treas. and Director	Director & Sr. VP/H.R. Officer (WABT)	N/A	2.28%	N/A	N/A

West Alabama Capital Corp.

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December 31, 2013

Report Item 4: Insiders

(3) (2) (3) (a)(b)(c) and (a)(b)(c)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name & Address (City, State, Country)	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & position with Subsidiaries (Includes name of subsidiaries)	Title & Position with Other Businesses (Include names of other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	List names of other companies (include partnerships) If 25% or more of voting securities are held (list names of companies and percentages of voting securities held)
George Newman Tuscaloosa, AL USA	Investment Properties	Director	Director (West Alabama Bank & Trust)	N/A	.13%	N/A	N/A
Mark Prater Millport, AL USA	Retired - West Alabama Bank & Trust	Director	Director (West Alabama Bank & Trust)	N/A	.51% direct .01% indirect	N/A	N/A
Hugh Summerville Aliceville, AL USA	Farmer	Director	Director (West Alabama Bank & Trust)	Owner Summerville Enterprises, Inc.	2.11% direct .91% indirect	N/A	Summerville Enterprises, Inc. 95%
Charles T. Swann, Jr., Tuscaloosa AL USA	Regional Executive, SVP West Alabama Bank & Trust	Director	Director & Regional Executive/SVP (West Alabama Bank & Trust)	Partner, Kellann, LLC Partner, Swann, LLC	.39%	N/A	Kellann, LLC 100% Swann, LLC 50%
Robert E. Burns Tuscaloosa, AL USA	Retired Telecom Executive	Director	Director (West Alabama Bank & Trust)	N/A	.001%	N/A	N/A

West Alabama Capital Corp.

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December 31, 2013

Report Item 4: Insiders

(4) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name & Address (City, State, Country)	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & position with Subsidiaries (Includes name of subsidiaries)	Title & Position with Other Businesses (include name of other business)	% of Voting Shares in Bank Holding Company	% of Voting Shares in Subsidiaries (Include names of subsidiaries)	List names of other companies (include partnerships) If 25% or more of voting securities are held (list names of companies and % of voting securities held)
Nancy J. Turner Gordo, AL USA	SVP & CFO (West Alabama Bank & Trust)	Vice President & CFO	SVP CFO (West Alabama Bank & Trust) Director (WAB&T Fin. Services, Inc.)	N/A	.075%	N/A	N/A
Karen Black Carrollton, AL USA	VP & Senior Lending Officer (West Alabama Bank & Trust)	N/A	Senior Lender (West Alabama Bank & Trust)	N/A	N/A	N/A	N/A
Marshall Puckett, Carrollton, AL USA	Chief Technology Officer (West Alabama Bank & Trust)	N/A	Chief Technology Officer (West Alabama Bank & Trust)	N/A	.11%	N/A	N/A
Joseph Brad Williams Tuscaloosa, AL USA	VP & Sr. Lending Officer (West Alabama Bank & Trust)	N/A	VP & Sr. Lending Officer (West Alabama Bank & Trust)	Partner (Jamboree, LLC)	N/A	N/A	Jamboree, LLC – 50%
Michael Scott Christoff Tuscaloosa, AL USA	Sr. VP & Loan Officer (West Alabama Bank & Trust)	N/A	Sr. VP & Loan Officer (West Alabama Bank & Trust)	Partner (SFN, LLC)	N/A	N/A	SFN, LLC – 50%
Wade Family Pts. Carrollton, AL USA	N/A	N/A	N/A	N/A	17.30%	N/A	N/A