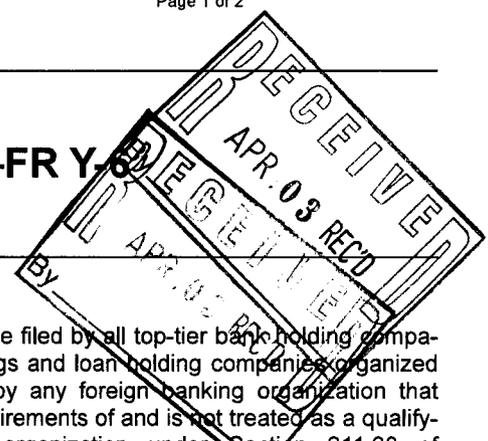


Board of Governors of the Federal Reserve System



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, **ROBIN CUMMINGS**

Reporter's Name, Street, and Mailing Address  
**ALTRUST FINANCIAL SERVICES, INC.**

Name of the Holding Company Director and Official  
**CHIEF EXECUTIVE OFFICER**

Legal Title of Holding Company  
**811 2ND AVE SW**

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.

<b>CULLMAN</b>	<b>AL</b>	<b>35055</b>
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.

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

<b>SHEILA SIZEMORE</b>	<b>V.P./CONTROLLER</b>
Name	Title

**256-737-7014**

Area Code / Phone Number / Extension

**256-737-4042**

Area Code / FAX Number

**ssizemore@peoplesbankal.com**

E-mail Address

Signature of Holding Company Director and Official

**03/27/2013**

Date of Signature

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 *-Rec*
- is not prepared

For Federal Reserve Bank Use Only

RSSD ID 1136595  
 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.

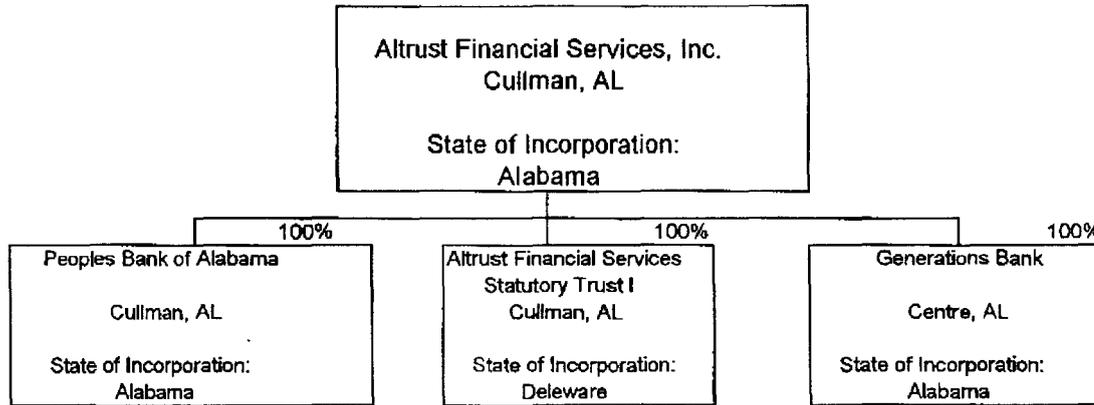
The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

**Altrust Financial Services, Inc**  
FR Y-6 12/31/12

**Report Item**

- 1 Annual Report  
Will be sent under separate cover
  
- 2 Organizational Chart



**Results:** A list of branches for your depository institution: GENERATIONS BANK (ID\_RSSD: 3808832).  
 This depository institution is held by ALTRUST FINANCIAL SERVICES, INC. (1136595) of CULLMAN, AL.  
 The data are as of 03/31/2013. Data reflects information that was received and processed through 04/10/2013.

**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.

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)	3808832	GENERATIONS BANK	1285 CHESNUT BYPASS	CENTRE	AL	35960	CHEROKEE	UNITED STATES	469910	0	GENERATIONS BANK	3808832	
OK		Full Service	3822463	CEDAR BLUFF BRANCH	4971 HIGHWAY 68	CEDAR BLUFF	AL	35959	CHEROKEE	UNITED STATES	481672	1	GENERATIONS BANK	3808832	
OK		Full Service	3927854	GADSDEN BRANCH	400 WEST MEIGHAN BOULEVARD	GADSDEN	AL	35901	ETOWAH	UNITED STATES	490021	2	GENERATIONS BANK	3808832	

Results: A list of branches for your depository institution: PEOPLES BANK OF ALABAMA (ID\_RSSD: 60330). This depository institution is held by ALTRUST FINANCIAL SERVICES, INC. (1136595) of CULLMAN, AL. The data are as of 03/31/2013. Data reflects information that was received and processed through 04/10/2013.

**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.

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)	60330	PEOPLES BANK OF ALABAMA	811 SECOND AVENUE SW	CULLMAN	AL	35055	CULLMAN	UNITED STATES	15719	0	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	3702677	ALBERTVILLE BRANCH	7473 US HIGHWAY 431	ALBERTVILLE	AL	35950	MARSHALL	UNITED STATES	471135	35	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	2945682	BRINDLEE MOUNTAIN BRANCH	2133 NORTH BRINDLEE MOUNTAIN PARKWAY	ARAB	AL	35016	MARSHALL	UNITED STATES	361447	16	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	2148746	BRINDLEE MOUNTAIN PARKWAY BRANCH	PARKWAY	ARAB	AL	35016	MARSHALL	UNITED STATES	180937	18	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	1403822	BAILEYTON BRANCH	12081 ALABAMA HIGHWAY 69 N.	BAILEYTON	AL	35019	CULLMAN	UNITED STATES	254861	6	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	3387319	BLOUNTSVILLE BRANCH	6870 MAIN STREET SOUTH	BLOUNTSVILLE	AL	35031	BLOUNT	UNITED STATES	450818	31	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	2722502	BOAZ BRANCH	200 BILLY B DYAR BLVD	BOAZ	AL	35957	MARSHALL	UNITED STATES	180951	21	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	1167731	GOOD HOPE BRANCH	1495 COUNTY ROAD 437	CULLMAN	AL	35055	CULLMAN	UNITED STATES	254858	3	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	3771570	NORTH CULLMAN BRANCH	5052 US HWY 157	CULLMAN	AL	35055	CULLMAN	UNITED STATES	418510	23	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	3433261	6TH AVENUE BRANCH	1737 6TH AVENUE SOUTHEAST	DECATUR	AL	35601	MORGAN	UNITED STATES	448968	30	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	3482193	BELTLINE PLACE BRANCH	303 BELTLINE PLACE SE, SUITE E	DECATUR	AL	35606	MORGAN	UNITED STATES	455367	32	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	2198817	DECATUR BRANCH	401 LEE STREET	DECATUR	AL	35601	MORGAN	UNITED STATES	272283	7	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	2314934	GARDENDALE BRANCH	336 FIELDSTOWN ROAD	GARDENDALE	AL	35071	JEFFERSON	UNITED STATES	254862	8	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	2814377	GUNTERSVILLE BRANCH	14340 HIGHWAY 431 NORTH	GUNTERSVILLE	AL	35976	MARSHALL	UNITED STATES	180952	22	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	2368843	DODGE CITY BRANCH	435 ALABAMA HIGHWAY 69 SOUTH	HANCEVILLE	AL	35077	CULLMAN	UNITED STATES	254863	9	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	1162848	HANCEVILLE BRANCH	204 MAIN STREET NORTHEAST	HANCEVILLE	AL	35077	CULLMAN	UNITED STATES	254857	2	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	3643501	HARTSELLE BRANCH	501 HIGHWAY 31 SW	HARTSELLE	AL	35640	MORGAN	UNITED STATES	468283	34	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	64534	HOLLY POND BRANCH	10695 U.S. HIGHWAY 278 EAST	HOLLY POND	AL	35083	CULLMAN	UNITED STATES	254856	1	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	1955723	LACEYS SPRING BRANCH	10437 HIGHWAY 36 WEST	LACEYS SPRING	AL	35754	MORGAN	UNITED STATES	262176	10	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	3340837	LOCUST FORK OFFICE	29900 STATE HIGHWAY 79	LOCUST FORK	AL	35097	BULLOCK	UNITED STATES	432313	26	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	1168176	MORRIS BRANCH	585 MORRIS MAJESTIC ROAD	MORRIS	AL	35116	JEFFERSON	UNITED STATES	242680	25	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	2945646	ONEONTA BRANCH	918 2ND AVENUE EAST	ONEONTA	AL	35121	BLOUNT	UNITED STATES	358880	15	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	2050894	SOMERVILLE OFFICE	5276 HIGHWAY 67	SOMERVILLE	AL	35670	MORGAN	UNITED STATES	262179	11	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	2834209	WEST POINT BRANCH	265 COUNTY ROAD 1242	VINEMONT	AL	35179	CULLMAN	UNITED STATES	254865	13	PEOPLES BANK OF ALABAMA	60330	
OK		Full Service	2921435	WARRIOR BRANCH	420 CALDWELL DRIVE	WARRIOR	AL	35180	JEFFERSON	UNITED STATES	357704	14	PEOPLES BANK OF ALABAMA	60330	

**Altrust Financial Services, Inc**

FRY-6 12/31/12

**Report Item 3 (1): Shareholders**

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12-31-12

(1)(a) Name & Address	(1)(b) Country	(1)(c) # and % of each class of voting securities
Terry Neal & Tressa Walker Baileyton, AL	USA	367,028 - 7.67% Common Stock Incl 25,200 Options exercisable w/in 60 days of 12/31/12
Robin Cummings Cullman, AL	USA	237,723 - 4.97% Common Stock
Cecil Alan & Amy Walker Cullman, AL	USA	355,141 - 7.42% Common Stock Incl 25,20 Options exercisable w/in 60 days of 12/31/12
Timothy Dudley Walker Baileyton, AL	USA	296,706 - 6.20% Common Stock Incl 25,20 Options exercisable w/in 60 days of 12/31/12
Altrust Financial Services, Inc. Savings & ESOP Trust Trustee: Peoples Bank of North Alabama Trust Officer: Michael Babb	USA	1,056,378- 22.06% Common Stock

Administrative Committee: Robin Cummings, Michael Babb, Brian Witcher

All company stock in the trust shall be voted by the Trustee only in such manner as shall be directed by the Committee.

Each participant will be entitled to instruct the Committee as to the manner in which shares of Company stock then allocated to his accounts will be voted, but only to the extent required by Sections 401(a)(22) and 409(e)(3) of the Code and the regulations thereunder.

**Report Item 3 (2): None**

Altrust Financial Services, Inc  
FRY-6 12/31/12

Report Item 4: Directors and Officers

(1) NAME ADDRESS	(2) OCCUPATION	(3a) HOLDING CO TITLE	(3b) SUBSIDIARY TITLE	(3c) OTHER BUSINESS	(4a) % VOTING SHARES IN BHC	(4b) SUBS	(4c) OTHER BUSINESS
Robin Cummings Culman, AL	Banking	Director Vice Chairman CEO	Director CEO (Peoples Bank) Director/CEO (Generations Bank)	President - Cummings Sporting Goods Inc.	4.97%	None	100% Cummings Sporting Goods, Inc.
George Whit Drake Vestavia Hills, AL	Attorney	Director	Director (Peoples Bank) (Generations Bank)	Attorney-own name	1.08%	None	Attorney
Noel Jasper Estes Guntersville, AL	Retired	Director	Director (Peoples Bank) (Generations Bank)	N/A	1.08%	None	None
Cecil Alan Walker Culman, AL	Building Supply Real Estate Construction	Director Chairman	Director (Peoples Bank) (Generations Bank)	Partner-Walker Bros. LTD Pres-Walker Servicing Corp Partner-Walker Mortgages LTD Partner-Gunters Landing LTD	7.42%	None	2.32% 33.33 2.32% 2.32%
Terry Neal Walker Baileton, AL	Building Supply Real Estate Construction	Secretary	Director (Peoples Bank) (Generations Bank)	Partner-Walker Bros. LTD Pres-Walker Servicing Corp Partner-Walker Mortgages LTD Partner-Gunters Landing LTD	7.67%	None	2.32% 33.33 2.32% 2.32%
Timothy Dudley Walker Baileton, AL	Building Supply Real Estate Construction	Director	Director (Peoples Bank) (Generations Bank)	Partner-Walker Bros. LTD Pres-Walker Servicing Corp Partner-Walker Mortgages LTD Partner-Gunters Landing LTD	6.20%	None	2.32% 33.33 2.32% 2.32%
Brian Clarke Wilcher Culman, AL	Used Car Dealer Financing Real Estate	Director	Director (Peoples Bank) (Generations Bank)	SouthPark Auto Sales Culman Auto Financing WW Holdings, LLC	1.73%	None	50% Southpark Auto Sak 50% Culman Auto Finan 50% WW Holdings, LLC
Candace Nail Hooten Arab, AL	Banking	Director	Director/EVP (Peoples Bank) (Generations Bank)	N/A	0.45%	None	None
Robert D Koncerak Alpharetta, GA	Banking	CFO	CFO (Peoples Bank) (Generations Bank)	N/A	0.00%	None	None
Chris J Sawyer Crane Hill, AL	Banking	Director	Director/President (Peoples Bank) Director (Generations Bank)	N/A	0.00%	None	None
Clayton R Lee, II Gardendale, AL	Banking	N/A	EVP (Peoples Bank) Director (Generations Bank)	N/A	0.14%	None	None
Timothy Williams Centre, AL	Banking	N/A	President Director (Generations Bank)	N/A	0.24%	None	None
Michael Babb Culman, AL	Banking	Asst Secretary (Non-voting)	EVP (Peoples Bank)	N/A	0.00%	None	None
Altrust Financial Services, Inc. Culman, AL	N/A	None	None	None	22.06% (A)	None	None

(A) ESOP holds 1,058,378 shares (including shares held by Exec. Officers), which is approximately 22.06% of total outstanding common stock (excluding 151,200 shares subject to options currently exercisable or exercisable within 60 days of December 31, 2012)