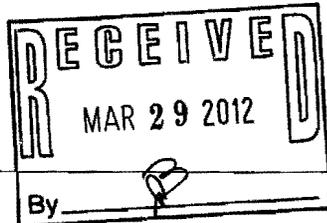


Board of Governors of the Federal Reserve System



Annual Report of Bank Holding Companies—FR Y-6



FR Y-6
OMB Number 7100-0297
Approval expires December 31, 2014
Page 1 of 2

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)). 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 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). 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 Bank Holding Companies* must be signed by one director of the top-tier bank holding company. This individual should also be a senior official of the top-tier bank holding company. In the event that the top-tier bank 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 bank holding company's fiscal year-end):
December 31, 2011
Month / Day / Year

I, Dennis Upchurch
Name of the Bank Holding Company Director and Official
President & CEO
Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
CBS Banc-Corp
Legal Title of Bank Holding Company
P.O. Box 910
(Mailing Address of the Bank Holding Company) Street / P.O. Box
Russellville AL 35653
City State Zip Code
200 Jackson Ave. South
Physical location (if different from mailing address)

attest that the *Annual Report of Bank Holding Companies* (including the supporting attachments) for this report date have 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.

Person to whom questions about this report should be directed:
John Aldridge CFO & Senior VP
Name Title
256-332-1710
Area Code / Phone Number / Extension
256-767-8237
Area Code / FAX Number
john.aldridge@cbsbank.net
E-mail Address
www.cbsbank.com
Address (URL) for the Bank Holding Company's web page

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.

H. Dennis Upchurch, Pres. & CEO
Signature of Bank Holding Company Director and Official
03/26/2012
Date of Signature

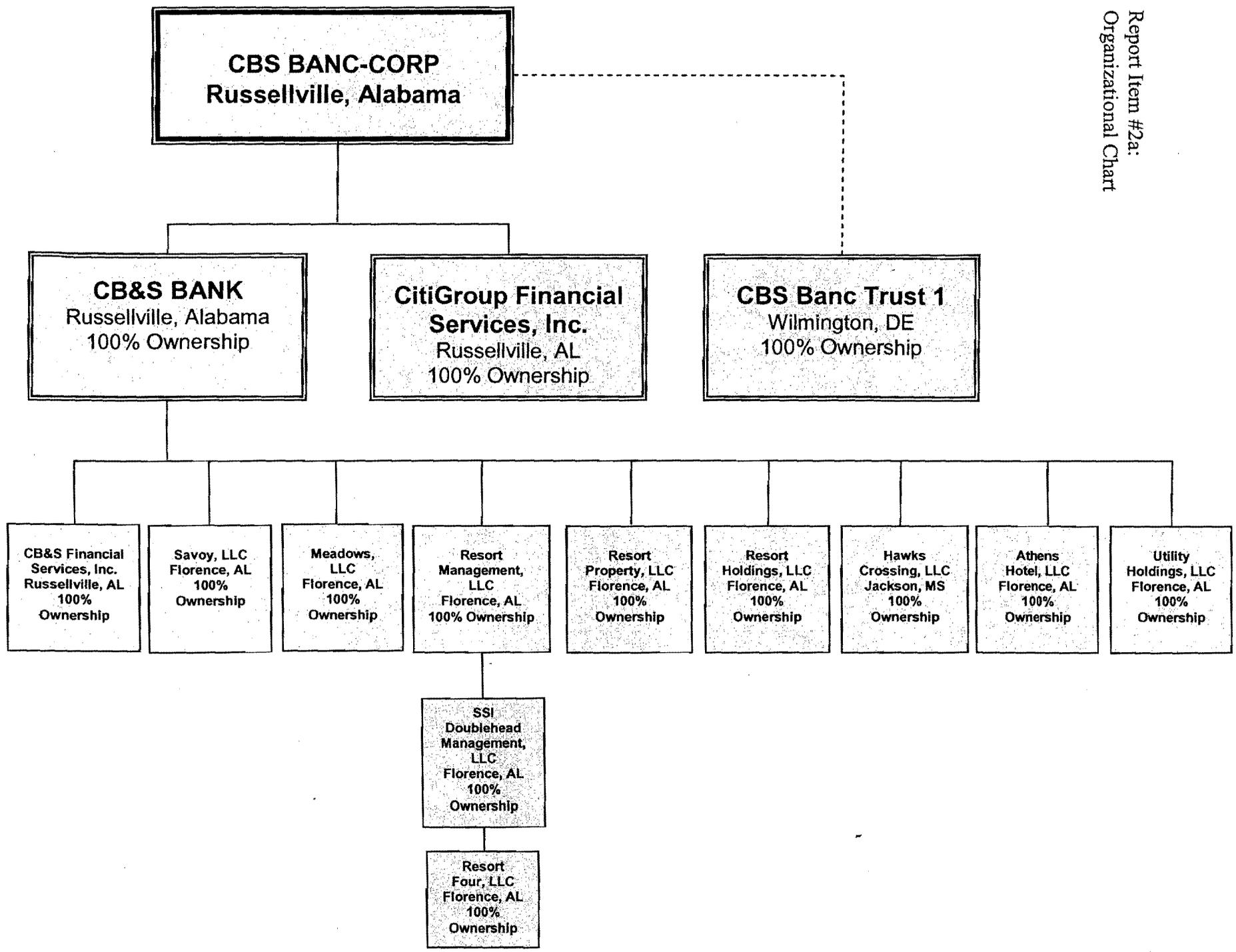
For bank holding companies not registered with the SEC—
Indicate status of Annual Report to Shareholders:
 is included with the FR Y-6 report
 will be sent under separate cover
 is not prepared

For Federal Reserve Bank Use Only
RSSD ID 1493654
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

Report Item #2a:
Organizational Chart

Form FR Y-6
CBS BANC-CORP
Russellville, Alabama
Fiscal Year Ending December 31, 2011



REPORT ITEM #3.1

FORM FR Y-6
 CBS BANC-CORP
 RUSSELLVILLE, AL
 FISCAL YEAR ENDING DECEMBER 31, 2011

STOCKHOLDERS OWNING 5% OR MORE				
CBS BANC CORP				
DECEMBER 31, 2011				
NAME & ADDRESS		NO. OF SHARES		PERCENTAGE
Cecil Batchelor		320		0.53%
Russellville, AL 35654				
American Citizen				
Cecil & Olivia Batchelor Family Limited Partnership		15,869		26.45%
Russellville, AL 35654				
Alabama FLP				
John Gregory Batchelor				
Russellville, AL 35654				
American Citizen				
LTD - 49.6881%				
GEN - .6302%				
John Gregory Batchelor, Trustee				
Russellville, AL 35654				
Generation Skipping Trust				
LTD - 18.9048%				
Olivia Batchelor		412		0.69%
Russellville, AL 35654				
American Citizen				
Olivia & Cecil Batchelor Family Limited Partnership		16,392		27.32%
Russellville, AL 35654				
Alabama FLP				
Rebecca Batchelor Reeves				
Russellville, AL 35654				
American Citizen				
LTD - 50.0671%				
GEN - .6101%				
Rebecca Batchelor Reeves, Trustee				
Russellville, AL 35654				
Generation Skipping Trust				
LTD - 15.8614%				
John Bradley Reeves				
Russellville, AL 35654				
American Citizen				
LTD - 32.2413%				
Estate of C.W. James		5,990		9.98%
Donald M. James Executor				
Birmingham, AL 35238				
American Citizen				

Form FR Y-6
CBS BANC-CORP
Russellville, Alabama
Fiscal Year Ending December 31, 2011

Report Item #3.2

Not Applicable

CBS BANC-CORP
RUSSELLVILLE, ALABAMA
FISCAL YEAR ENDING DECEMBER 31, 2011

(1) Name & Address	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other Businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (Include names of Subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Mr. Cecil Batchelor Russellville, AL 35654	N/A	Chairman Board of Directors CBS Banc Corp	Chairman Board of Directors CB&S Bank	N/A	0.53%	N/A	Ce.Rob, Inc. - 50% Cecil & Olivia Batchelor Family Partnership Ltd - 0.0063% Olivia & Cecil Batchelor Family Partnership Ltd - 0.0061% John John, LLC - 33.33%
Cecil & Olivia Batchelor Family Limited Partnership Russellville, AL 35654	N/A	Shareholder	N/A	N/A	26.45%	N/A	N/A
Olivia & Cecil Batchelor Family Limited Partnership Russellville, AL 35654	N/A	Shareholder	N/A	N/A	27.32%	N/A	N/A
Mr. Dennis Upchurch Russellville, AL 35653	N/A	Member Board of Directors CBS Banc Corp	President & CEO CB&S Bank Member Board of Directors CB&S Bank	N/A	0.85%	N/A	N/A
Mr. Greg Batchelor Russellville, AL 35654	Investor	Vice-Chairman & Chairman Elect Board of Directors CBS Banc Corp	Vice-Chairman & Chairman Elect Board of Directors CB&S Bank Member Board of Directors CB&S Bank	President Dependable True Value Hardware	0.17%	N/A	Lido, Inc. - 100% Dependable True Value Hardware - 50% John John, LLC - 33.33% General & LTD Partner of Cecil & Olivia Batchelor Family Limited Partnership LTD - 49.6881% Gen - 0.6302% Trust - 18.9048%
Mr. Brad Reeves Russellville, AL 35654	Investor	Member Board of Directors CBS Banc Corp	Member Board of Directors CB&S Bank	Vice-President Dependable True Value Hardware	1.64%	N/A	Dependable True Value Hardware - 50% (stock held jointly: Brad & Rebecca Reeves) JBRR, INC. - 60% (stock held jointly: Brad & Rebecca Reeves) John John, LLC - 33% (stock held jointly: Brad & Rebecca Reeves)

CBS BANC-CORP
RUSSELLVILLE, ALABAMA
FISCAL YEAR ENDING DECEMBER 31, 2011

(1) Name & Address	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3c) Title & Position with Other Businesses (include names of other Businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of Subsidiaries)	(4c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Mrs. Rebecca Reeves Russellville, AL 35654	N/A	Member Board of Directors CBS Banc Corp	Member Board of Directors CB&S Bank Vice-Chairman Elect	N/A	0.17%	N/A	Dependable True Value Hardware - 50% (stock held jointly: Brad & Rebecca Reeves) JBRR, INC. - 60% (stock held jointly: Brad & Rebecca Reeves) John John, LLC - 33% (stock held jointly: Brad & Rebecca Reeves) General & LTD Partner of Olivia & Cecil Batchelor Family Limited Partnership LTD - 50.0671% Gen - 0.6101% Trust - 15.8614%
Mr. John Bradley Reeves Russellville, AL 35654	N/A	Member Board of Directors CBS Banc Corp	Member Board of Directors CB&S Bank	N/A	0.20%	N/A	JBRR, INC. - 40% Cecil Mack, Inc. - 25% LTD Partner of Olivia & Cecil Batchelor Family Limited Partnership LTD - 32.2413%
Mr Roy Walton Russellville, AL 35653	N/A	Secretary	CFO CB&S Bank	N/A	N/A	N/A	N/A