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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.

I, E. N. JONES

Name of the Holding Company Director and Official

CHAIRMAN

Title of the Holding Company Director and Official

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.

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.

Signature of Holding Company Director and Official

01/14/2015

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 1417191
 C.I. _____

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

December 31, 2014

Month / Day / Year

N/A

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

CITIZENS BANCORPORATION, INC.

Legal Title of Holding Company

P.O. BOX 147

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

VALLEY HEAD AL 35989

City State Zip Code

85 WINSTON STREET

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

E. N. JONES CHAIRMAN

Name Title

256-635-6292

Area Code / Phone Number / Extension

256-635-6294

Area Code / FAX Number

citizens@citizensbankvh.com

E-mail Address

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

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 1: CITIZENS BANCORPORATION, INC. IS NOT A REGISTRANT OF THE SEC AND DOES NOT PREPARE AN ANNUAL REPORT.

REPORT ITEM 2: a. ORGANIAZTIONAL CHART- CITIZENS BANCORPORATION, INC., VALLEY HEAD, ALABAMA OWNS 100 % OF THE OUTSTANDING SHARES OF COMMON STOCK OF THE CITIZENS BANK OF VALLEY HEAD, VALLEY HEAD, ALABAMA. THE CITIZENS BANK DOES NOT HAVE ANY OTHER TYPE OF STOCK ISSUED. BOTH ENTITIES ARE INCORPORATED IN THE STATE OF ALABANA.

b. (1) CITIZENS BANK, IDER OFFICE, 11194 AL HWY 75,
IDER, AL. 35981, FULL SERVICE

(2) CITIZENS BANK, MENTONE OFFICE, 5750 AL HWY 117,
MENTONE, AL. 35984, FULL SERVICE

REPORT ITEM 3 & 4: SEE ATTACHED SHEET.

Report Item 3: Shareholders (Citizens Bancorporation, Inc.)

<u>(1) (a) Name and Address</u>	<u>(1) (b)</u>	<u>(1) (c)</u>
E. N. Jones, III Valley Head, Al.	USA	328-32.8% Common Stock
Thomas A. Jones, Jr. Valley Head, Al.	USA	305-30.5% Common Stock
G. Gordon Jones Valley Head, Al.	USA	304-30.4% Common Stock

Report Item 3: (2) (a), (2) (b), (2) (c)-----None.

Report Item 4: Directors, Officers & Principle Shareholders

<u>(1) Names and Address</u>	<u>(2)</u>	<u>(3) (a)</u>	<u>(3) (b)</u>	<u>(3)(c)</u>	<u>(4)(a)</u>	<u>(4)(b)</u>	<u>(4)(c)</u>
E. N. Jones, III Valley Head, Al.	N/A	Director & Chairman	Director & President (The Citizens Bank)	N/A	32.8%	None	N/A
Deborah L. Padgett Valley Head, Al.	N/A	Director	Director & V. P. & Cashier (The Citizens Bank)	N/A	0.2%	None	N/A
G. Gordon Jones Valley Head, Al.	N/A	Director & President	Director, Chairman & CEO (The Citizens Bank)	N/A	30.4%	None	N/A
Thomas A. Jones, Jr. Valley Head, Al.	N/A	N/A	N/A	N/A	30.5%	None	N/A