

Board of Governors of the Federal Reserve System

Revised 5/29/14

MAY 29 2014 FR Y-6



Annual Report of Holding Companies

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

J. Gary Cooper

Reporter's Name, Street, and Mailing Address

CNB Bancorp, Inc.

Name of the Holding Company Director and Official
Chairman

Legal Title of Holding Company

2214 St Stephens Rd

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.

Mobile

City

AL

State

36617

Zip Code

Physical location (if different from mailing address)

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:

Tyrone Fenderson Jr. CEO

Name

251-380-7705

Title

Area Code / Phone Number / Extension

251-544-2297

Area Code / FAX Number

tfenderson@ecommonwealthbank.com

E-mail Address

Signature of Holding Company Director and Official

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

Date of Signature

5/22/14

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 **363S328**

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.

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)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

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Form FR Y-6

CNB BANCORP INC.

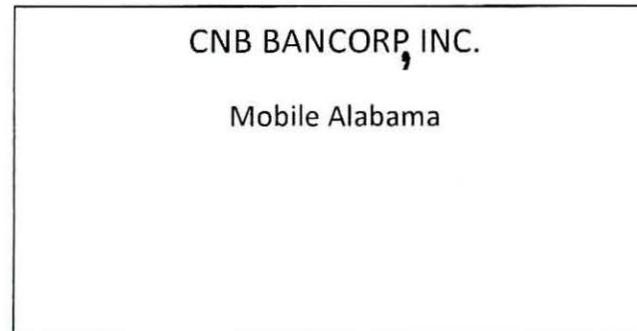
Mobile Alabama

Fiscal Year Ending December 31 2013

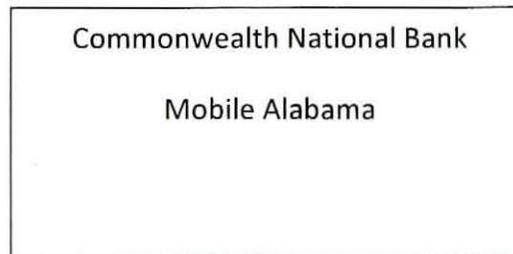
Report Item

1: The bank holding company prepares an annual report for its securities holders. Report included

2a: Organization Chart:



100%



All entities incorporated in the state of Alabama.

Results: A list of branches for your depository institution: CITIZENS NATIONAL BANK (ID_RSSD: 717737).
 This depository institution is held by CNS BANCSHARES, INC. (1086270) of SEVIERVILLE, TN.
 The data are as of 12/31/2013. Data reflects information that was received and processed through 03/07/2014.

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) | 717737 | CITIZENS NATIONAL BANK | 200 FORKS OF THE RIVER PKWY | SEVIERVILLE | TN | 37862 | SEVIER | UNITED STATES | 14470 | 0 | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 3289600 | DANDRIDGE BRANCH | 720 SOUTH HWY 92 | DANDRIDGE | TN | 37725 | JEFFERSON | UNITED STATES | 439759 | 16 | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 4588627 | GATLINBURG 441 BRANCH | 813 PARKWAY | GATLINBURG | TN | 37738 | SEVIER | UNITED STATES | Not Required | Not Required | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 908731 | GATLINBURG BRANCH | 906 PARKWAY EAST | GATLINBURG | TN | 37738 | SEVIER | UNITED STATES | 251942 | 4 | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 2925415 | GATLINBURG OFFICE | 110 CHEROKEE ORCHARD ROAD | GATLINBURG | TN | 37738 | SEVIER | UNITED STATES | 357845 | 10 | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 3402324 | JEFFERSON CITY BRANCH | 1507 O'DELL AVENUE | JEFFERSON CITY | TN | 37760 | JEFFERSON | UNITED STATES | 446939 | 18 | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 3255128 | SOUTH KNOXVILLE WALMART BRANCH | 7420 CHAPMAN HIGHWAY | KNOXVILLE | TN | 37920 | KNOX | UNITED STATES | 427188 | 14 | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 3689844 | STRAWBERRY PLAINS BRANCH | 813 HUCKLEBERRY LANE | KNOXVILLE | TN | 37924 | KNOX | UNITED STATES | 466501 | 19 | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 835837 | KODAK BRANCH | 3014 WINFIELD DUNN PARKWAY | KODAK | TN | 37764 | SEVIER | UNITED STATES | 251940 | 2 | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 3734678 | KODAK FOOD CITY BRANCH | 2946 WINFIELD DUNN PARKWAY | KODAK | TN | 37764 | SEVIER | UNITED STATES | 476652 | 20 | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 833730 | PIGEON FORGE BRANCH | 2661 PARKWAY | PIGEON FORGE | TN | 37863 | SEVIER | UNITED STATES | 251939 | 1 | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 2686314 | PIGEON FORGE KROGER BRANCH | 220 WEARS VALLEY ROAD | PIGEON FORGE | TN | 37863 | SEVIER | UNITED STATES | 259961 | 7 | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 983439 | DOLLY PARTON PARKWAY BRANCH | 801 DOLLY PARTON PARKWAY | SEVIERVILLE | TN | 37862 | SEVIER | UNITED STATES | 251941 | 3 | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 9079717 | KROGER BRANCH | 702 WINFIELD DUNN PARKWAY | SEVIERVILLE | TN | 37876 | SEVIER | UNITED STATES | 364372 | 11 | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 3220779 | SEVIERVILLE FOOD CITY BRANCH | 741 DOLLY PARTON PARKWAY | SEVIERVILLE | TN | 37862 | SEVIER | UNITED STATES | 424207 | 13 | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 2347240 | WAL-MART SUPERCENTER BRANCH | 1414 PARKWAY | SEVIERVILLE | TN | 37862 | SEVIER | UNITED STATES | 251943 | 6 | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 95332 | SEYMOUR BRANCH | 10225 CHAPMAN HIGHWAY | SEYMOUR | TN | 37865 | BLOUNT | UNITED STATES | 232182 | 5 | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 2686923 | SEYMOUR KROGER BRANCH | 10721 CHAPMAN HIGHWAY | SEYMOUR | TN | 37865 | SEVIER | UNITED STATES | 259989 | 9 | CITIZENS NATIONAL BANK | 717737 | |
| OK | | Full Service | 3922309 | WHITE PINE BRANCH | 2002 WALNUT STREET | WHITE PINE | TN | 37890 | JEFFERSON | UNITED STATES | 479856 | 22 | CITIZENS NATIONAL BANK | 717737 | |

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CNB BANCORP INC.

Fiscal Year Ending December 31, 2013

2b. Domestic Branch Listing has been verified and reconciled.

Report Item 3: Securities Holders

1: Securities Holders with ownership control of 5% or more with power to vote as of fiscal year ending 12/31/13.

| <u>Name</u> | <u>Country of Citizenship</u> | <u>Number and Percentage of</u> |
|---------------------------|-------------------------------|--|
| <u>City State Country</u> | | <u>Each Class of Voting Securities</u> |
| Patrick Cooper | United States | 23150 - 11% Common Stock |
| Birmingham Alabama | | |
| Gary Cooper | United States | 49150 - 23% Common Stock |
| Mobile Alabama | | |

Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12/31/13

N/A

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CNB BANCORP INC.

Fiscal Year Ending December 31, 2013

Report Item 4 – Insiders

| Name City, State, Country | Principal Occupation if other Than with holding Company | Title and Position with Holding Co | Title & Position Subsidiaries Include Names | Title and Position with other Businesses Include Names | % of voting shares in Bank Holding Company | % of voting shares in Subsidiaries | List Names of other companies, includes partnerships, if 25% or more of voting Securities are held (list names of companies and And % of voting securities Held |
|---|---|---------------------------------------|---|--|---|--|--|
| Gary Cooper U Mobile Al nited States | Retired | Chairman | EVP Commonwealth National Bank | N/A | 23% | 23% | N/A |
| Michael Pierce Mobile Al United States | President MLK Redevelopment Corp | Director | Chairman Commonwealth National Bank | N/A | .57% | .57% | N/A |
| Scott Hunter Mobile Al United States | Branch Manager Raymond James Financial Services | Director | Director Commonwealth National Bank | N/A | .57% | .57% | N/A |

Revised

| | | | | | | | |
|---|--|----------|---|-----|------|------|-----|
| Jacquitta Green Mobile AL United States | Vice President Northside Check Exchange | Director | Director Commonwealth National Bank | N/A | .67% | .67% | N/A |
| Christopher Sylvester Eight Mile AL United States | Vice President Mitchell Company | Director | Director Commonwealth National Bank | N/A | .12% | .12% | N/A |
| Tyrone Fenderson Daphne AL United States | CEO / President Commonwealth National Bank | CEO | CEO Commonwealth National Bank | N/A | .23% | .23% | N/A |
| Patrick Cooper Birmingham AL United States | Attorney | N/A | N/A | N/A | 11% | 11% | N/A |