

FR Y-6
OMB Number 7100-0297
Approval expires December 31, 2014
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Board of Governors of the Federal Reserve System



Annual Report of Bank Holding Companies—FR Y-6

1142318

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, Michael A. Bean

Name of the Bank Holding Company Director and Official

COO / Director

Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Citizens Southern Bancshares, Inc.

Legal Title of Bank Holding Company

P.O. Box 800

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

Vernon AL 35592

City State Zip Code

315 Columbus Avenue Northwest

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:

Michael A. Bean COO

Name Title

334-836-4103

Area Code / Phone Number / Extension

334-678-8827

Area Code / FAX Number

mbean@southbank.com

E-mail Address

N/A

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.

Signature of Bank Holding Company Director and Official

03/29/2012

Date of Signature

For bank holding companies not registered with the SEC—

Indicate status of Annual Report to Shareholders:

- Is included with the FRY-6 report
- will be sent under separate cover
- Is not prepared

For Federal Reserve Bank Use Only

RSSD ID _____
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

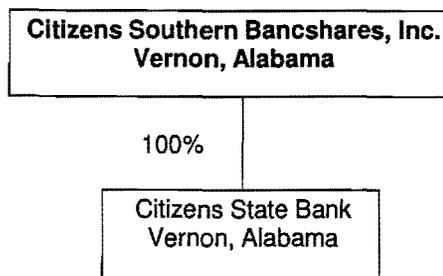
Form FR Y-6

Citizens Southern Bancshares, Inc. (CSBS)
Vernon, Alabama
Fiscal Year Ending December 31, 2011

Report Item

1 : Citizens Southern Bancshares, Inc. does not prepare an annual report for its shareholders.

2a: Organization Chart



Results: A list of branches for your depository institution: CITIZENS STATE BANK (ID_RSSD: 139834).
 This depository institution is held by CITIZENS SOUTHERN BANCSHARES, INC. (1142318) of VERNON, AL.
 The data are as of 12/31/2011. Data reflects information that was received and processed through 01/05/2012.

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)	139834	CITIZENS STATE BANK	315 COLUMBUS AVENUE NORTHWEST	VERNON	AL	35592	LAMAR	UNITED STATES	15709	0	CITIZENS STATE BANK	139834	
OK		Full Service	1839944	DOWNTOWN BRANCH	101 S POND ST	VERNON	AL	35592	LAMAR	UNITED STATES	254835	1	CITIZENS STATE BANK	139834	

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Citizens Southern Bancshares, Inc.
Fiscal Year Ending December 31, 2011

Report Item 3 : Securities holders
(1)(a)(b)(c), and 2(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2011			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 12-31-2011		
(1)(a) Name City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
MICHAEL A. BEAN Dothan, Alabama, USA	USA	2,054 - 6% Common Stock	None.		
MICHAEL PREWITT MCCANN Dothan, Alabama, USA	USA	2,567 - 8% Common Stock			
GUY FLETCHER MEDLEY Dothan, Alabama, USA	USA	7,704 - 24% Common Stock			
MICHAEL ALAN MEDLEY Dothan, Alabama, USA	USA	7,703 - 24% Common Stock			
J. STEVEN ROY Dothan, Alabama, USA	USA	2,660 - 8% Common Stock			

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Citizens Southern Bancshares, Inc.
Fiscal Year Ending December 31, 2011

Report Item 4 : Insiders
(1), (2), (3)(a)(b)(c), and 4(a)(b)(c)

(1) Name City, State Country	(2)(a) Principal Occupation if other than 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 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
MICHAEL A. BEAN Dothan, Alabama USA	N/A	Director and Chief Operating Officer	Director and Chief Operating Officer (Citizens State Bank)	Director and EVP / Chief Operating Officer SunSouth Bancshares, Inc. Director and EVP / Chief Operating Officer SunSouth Bank Consultant Medley Group, Inc. Managing Director SunSouth Alabama Financial Group, LLC Director SunSouth Capital, Inc. Managing Director SunSouth Financial Services, LLC	6%	None	N/A
ANTHONY J. BURNETT Vernon, Alabama USA	N/A	Director and EVP Chief Financial Officer	Director and President / CEO / CFO (Citizens State Bank)	N/A	2%	None	N/A
WILLIAM E. COLLINS, SR Vernon, Alabama, USA USA	N/A	Director and Executive Vice President	Director and Executive Vice President / Commercial Loan Officer (Citizens State Bank)	N/A	2%	None	N/A

Report Item 4 : Insiders
 (1), (2), (3)(a)(b)(c), and 4(a)(b)(c)

(1) Name City, State Country	(2)(a) Principal Occupation if other than 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 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
TOM J. ESKRIDGE Vernon, Alabama USA	President/Owner of Private Trucking Company	Director	Director (Citizens State Bank)	President Eskridge Auto Parts President Eskridge Trucking Co., Inc.	1%	None	Eskridge Auto Parts (100%) Eskridge Trucking Co., Inc. (100%)
ANNETTE G. LOVRICH Dothan, Alabama USA	N/A	Board Secretary	Board Secretary VP / Sr. Compliance Officer / BSA Officer / Information Security Officer (Citizens State Bank)	Board Secretary SunSouth Bancshares, Inc. Board Secretary SVP / Sr. Compliance Officer / BSA Officer / Information Security Officer SunSouth Bank Board Secretary and Compliance Officer SunSouth Capital, Inc.	4%	None	
GUY FLETCHER MEDLEY Dothan, Alabama USA	N/A	Director and Executive Vice President	Director and Executive Vice President/ Chief Investment Officer (Citizens State Bank)	Director and President SunSouth Bancshares, Inc. Director and Chairman / Chief Inv Officer SunSouth Bank Secretary and Treasurer Medley Group, Inc. Managing Director SunSouth Financial Services, LLC	24%	None	SunSouth Bancshares, Inc. (35%)

Report Item 4 : Insiders
 (1), (2), (3)(a)(b)(c), and 4(a)(b)(c)

(1) Name City, State Country	(2)(a) Principal Occupation if other than 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 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
MICHAEL ALAN MEDLEY Dothan, Alabama USA	N/A	Director and Chairman, President, CEO	Director and Chairman (Citizens State Bank)	Director and Chairman / CEO SunSouth Bancshares, Inc. Director and Chief Executive Officer and Interim Chief Financial Officer SunSouth Bank Managing Member MMH, LLC Chairman and CEO Medley Group, Inc. Managing Member Moementum Investments, LLC Director and Chairman SunSouth Capital, Inc. Managing Director SunSouth Alabama Financial Group, LLC Managing Director SunSouth Financial Services, LLC	24%	None	SunSouth Bancshares, Inc. (34%) MMH, LLC (49%) Medley Group, Inc. (100%) Moementum Investments, LLC (49%)
ROGER PETERSON Dothan, Alabama USA	N/A	Director	Director (Citizens State Bank)	Director SunSouth Bancshares, Inc. Director and Managing Director SunSouth Bank	1%	None	

Report Item 4 : Insiders
 (1), (2), (3)(a)(b)(c), and 4(a)(b)(c)

(1) Name City, State Country	(2)(a) Principal Occupation if other than 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 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
J. STEVEN ROY Dothan, Alabama USA	CFO of Private Trucking Company	Director	Director (Citizens State Bank)	Director SunSouth Bancshares, Inc. Director SunSouth Bank Chief Financial Officer AAA Cooper Transportation	8%	None	
JEFFREY K. STOUT Dothan, Alabama USA	N/A	Director and Executive Vice	Director and EVP / Chief Loan Officer	Director and Executive Vice President SunSouth Bancshares, Inc. Director and President / Chief Loan Officer SunSouth Bank Director SunSouth Capital, Inc. Managing Director Blue Sky, LLC	4%	None	Blue Sky, LLC (34%)