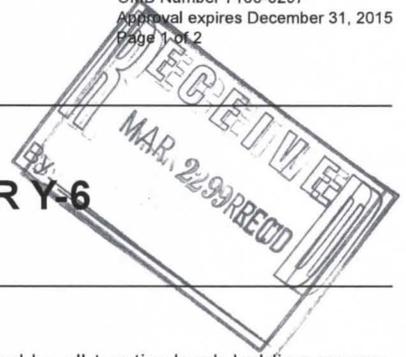


Board of Governors of the Federal Reserve System



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, John A. Riley, III

Name of the Holding Company Director and Official

President and CEO

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.

Reporter's Name, Street, and Mailing Address

Cullman Savings Bank, MHC

Legal Title of Holding Company

316 2nd Ave SW

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

Cullman

AL

35055

City

State

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:

Mike Duke

CFO

Name

Title

256 737 3369

Area Code / Phone Number / Extension

2567373376

Area Code / FAX Number

duke@cullmansavingsbank.com

E-mail Address

www.cullmansavingsbank.com

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

Signature of Holding Company Director and Official

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

C.I.

4096485

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.

Cullman Bancorp, Inc
Legal Title of Subsidiary Holding Company
316 2nd Ave SW
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
Cullman AL 35055
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

Physical location (if different from mailing address)

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(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
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Physical location (if different from mailing address)

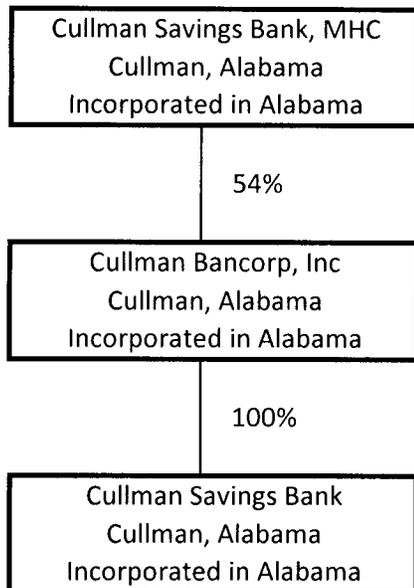
Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code

Physical location (if different from mailing address)

Form FR Y-6
Cullman Savings Bank, MHC
Cullman, Alabama
Fiscal year ending December 31, 2012

Report Item

2a. Organizational Chart



2b. No changes to Domestic Branch Listings

3. Securities holders with 5% or greater control or holdings

1. None
2. None

Results: A list of branches for your holding company: CULLMAN SAVINGS BANK, MHC (4096485) of CULLMAN, AL.
The data are as of 12/31/2012. Data reflects information that was received and processed through 02/24/2013.

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
		Full Service (Head Office)	934673	CULLMAN SAVINGS BANK	316 2ND AVENUE SOUTHWEST	CULLMAN	AL	35055	CULLMAN	UNITED STATES	43001	0	CULLMAN SAVINGS BANK	934673	
		Full Service	4163154	HIGHWAY 57 BRANCH	3201 ALABAMA HIGHWAY 157	CULLMAN	AL	35058	CULLMAN	UNITED STATES	429279	101	CULLMAN SAVINGS BANK	934673	
		Full Service	4163145	HANCEVILLE BRANCH	101 MAIN STREET NORTHWEST	HANCEVILLE	AL	35077	CULLMAN	UNITED STATES	278901	100	CULLMAN SAVINGS BANK	934673	

Form FR Y-6
Cullman Bancorp, Inc
Cullman, Alabama
Fiscal year ending December 31, 2012

Report Item

3. Securities holders with 5% or greater control or holdings
 - 1.a. Cullman Savings Bank, MHC
 - b. Cullman, Alabama, USA
 - c. 1,397,912 shares - 54% common stock

3. Securities holders with 5% or greater control or holdings during the year
 2. None

Form FR Y-6
Cullman Savings Bank, MHC
Cullman, Alabama
Fiscal year ending December 31, 2012

Report Item 4: Insiders

1	2	3a	3b	3c	4a	4b	4c
Name & Address	Occupation other than Holding Co	Title & Position Holding Co	Title & Position Subsidiary	Title & Position other Businesses	% Voting shares in Holding Co	% Voting shares in Sub	25% Voting Shares Other Companies
Dr. William F. Peinhardt Cullman, Alabama, USA	Medical Doctor	Director & Chairman	Director & Chairman Cullman Bancorp	President - Cullman Internal Med, PC Member - Heritage Diagnostic, LLC Member - PRN Properties, LLC Member - Performance Group, LLC Member - Peinhardt Edgewood Farm, LLC	N/A	1.2%	25%
John A. Riley, III Cullman, Alabama, USA	Banking	Director, President & CEO	Director, President & CEO Cullman Bancorp	Member - Riley Development, LLC Member - Galín & Riley, LLC	N/A	2.9%	50% 50%
Dr. Paul D. Bussman Cullman, Alabama, USA	Dentist	Director	Director Cullman Bancorp	President - Paul D. Bussman DMD, PC Sole Member - PHB Property, LLC	N/A	0.3%	100% 100%
Kim J. Chaney Cullman, Alabama, USA	Judge	Director	Director Cullman Bancorp	N/A	N/A	1.2%	N/A
Nancy McClellan Cullman, Alabama, USA	Attorney	Director	Director Cullman Bancorp	Corporate Secretary - Bland, Harris & McClellan, PC Member - Harris & McClellan, LLC Sole Member - Brent Properties, LLC Managing Member - Five Sisters, LLC	N/A	0.5%	50% 50% 100% 20%

Form FR Y-6
Cullman Bancorp, Inc
Cullman, Alabama
Fiscal year ending December 31, 2012

Report Item 4: Insiders

1	2	3a	3b	3c	4a	4b	4c
Name & Address	Occupation other than Holding Co	Title & Position Holding Co	Title & Position Subsidiary	Title & Position other Businesses	% Voting shares in Holding Co	% Voting shares in Sub	25% Voting Shares Other Companies
Cullman Savings Bank, MHC Cullman, Alabama, USA	N/A	N/A	N/A	N/A	54.0%	N/A	N/A
Dr. William F. Peinhardt Cullman, Alabama, USA	Medical Doctor	Director & Chairman	Director & Chairman Cullman Savings Bank	President - Cullman Internal Med, PC Member - Heritage Diagnostic, LLC Member - PRN Properties, LLC Member - Performance Group, LLC Member - Peinhardt Edgewood Farm, LLC	1.2%	N/A	25%
John A. Riley, III Cullman, Alabama, USA	Banking	Director, President & CEO	Director, President & CEO Cullman Savings Bank	Member - Riley Development, LLC Member - Galin & Riley, LLC	2.9%	N/A	50% 50%
Dr. Paul D. Bussman Cullman, Alabama, USA	Dentist	Director	Director Cullman Savings Bank	President - Paul D. Bussman DMD, PC Sole Member - PHB Property, LLC	0.3%	N/A	100% 100%
Kim J. Chaney Cullman, Alabama, USA	Judge	Director	Director Cullman Savings Bank	N/A	1.2%	N/A	N/A
Nancy McClellan Cullman, Alabama, USA	Attorney	Director	Director Cullman Savings Bank	Corporate Secretary - Bland, Harris & McClellan, PC Member - Harris & McClellan, LLC Sole Member - Brent Properties, LLC Managing Member - Five Sisters, LLC	0.5%	N/A	50% 50% 100% 20%