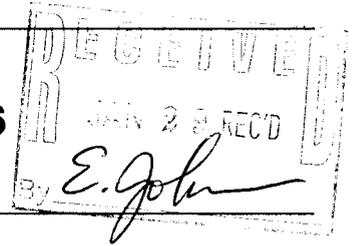


Board of Governors of the Federal Reserve System



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, Stanley Tucker

Reporter's Name, Street, and Mailing Address

Farmers & Merchants Bancshares, Inc.

Name of the Holding Company Director and Official

Legal Title of Holding Company

President/CEO

P.O. Box 128

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.

Lafayette AL 36862

City State Zip Code

1st Street NE, Lafayette, AL 36862

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:

Tiffany Pitchford Vice President

Name Title

334-864-2300

Area Code / Phone Number / Extension

334-864-9801

Area Code / FAX Number

tpitchford@fmbanklafayette.com

E-mail Address

N/A

Signature of Holding Company Director and Official

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

01/23/2013

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 1086485
 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."

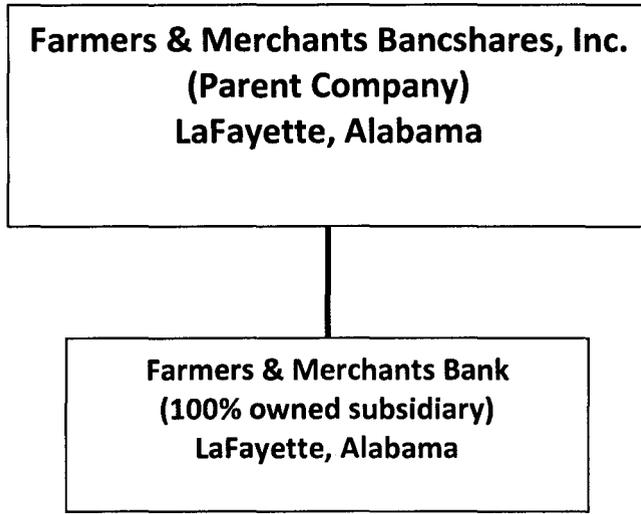
No

Revised 4-7-13^{2/13}

Form FR Y-6
Farmers & Merchants Bancshares, Inc.
LaFayette, Alabama
Fiscal Year Ending December 31, 2012

Report Item:

- 1. See Cover Page
 - 2a. Organizational Chart (See below)
 - 2b. Branch Listing – Submitted via email on 1/22/2013
- State of Incorporation: All entities are incorporated in Alabama



Results: A list of branches for your depository institution: FARMERS AND MERCHANTS BANK (ID_RSSD: 446130).
 This depository institution is held by FARMERS & MERCHANTS BANCSHARES, INC. (1086485) of LAFAYETTE, AL.
 The data are as of 12/31/2012. Data reflects information that was received and processed through 01/06/2013.

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
OK		Full Service (Head Office)	446130	FARMERS AND MERCHANTS BANK	1ST STREET NORTHEAST	LAFAYETTE	AL	36862	CHAMBERS	UNITED STATES	8683	0	FARMERS AND MERCHANTS BANK	446130	
OK		Full Service	1974247	HUGULEY BRANCH	2838 PHILLIPS ROAD	LANETT	AL	36863	CHAMBERS	UNITED STATES	230589	1	FARMERS AND MERCHANTS BANK	446130	

Form FR Y-6

Farmers & Merchants Bancshares, Inc.

Fiscal Year Ending December 31, 2012

Report Item:

2. Securities holders -

(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings 5% or more with power to vote as of fiscal year ending 12-31-2012

(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number & Percentage of Each Class of Voting Securities
Hennon L King LaFayette, AL	USA	22723 – 9.88% Common Stock
Vivian H. Tucker LaFayette, AL	USA	22360 – 9.72% Common Stock
Tucker Brothers, LLC LaFayette, AL	USA	25000 – 10.87% Common Stock
Mose A. Tucker LaFayette, AL	USA	2170 - 0.94% Common Stock 25000 – 10.87% Common Stock Owned by Tucker Brothers, LLC with power to vote

Current securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings 5% or more with power to vote as of fiscal year ending 12-31-2012

(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number & Percentage of Each Class of Voting Securities
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None

Form FR Y-6

Farmers & Merchants Bancshares, Inc.

Fiscal Year Ending December 31, 2012

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

(1) Name, City, State, Country	(2) 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 partnerships) if 25% of more of voting securities are held (list names of companies and percentage of voting securities held)
Chan Brinson Lafayette, AL	Alabama-Georgia Wood	Director	Director Farmers & Merchants Bank	President Brinson Enterprises, LLC	0.27%	None	100% Ownership Brinson Enterprises, LLC
Stanley Tucker Lafayette, AL	Banker	President/CEO	President/CEO Farmers & Merchants Bank	None	0.58%	None	None
William B. Bowling II Pine Mountain, GA	Retired Pharmacist	Director	Director Farmers & Merchants Bank	None	1.34%	None	None
Philip A. Gipson Auburn, AL	Retired Banker	Director	Director Farmers & Merchants Bank	None	1.48%	None	None
Wayne Welch Lafayette, AL	Retired Lumber	Director	Director Farmers & Merchants Bank	None	1.49%	None	None
James B. Spence Lafayette, AL	Retired Military	Director	Director Farmers & Merchants Bank	None	2.04%	None	None
W. Lewis Lowe Lafayette, AL	Retired Pharmacist	Director	Director Farmers & Merchants Bank	None	0.21%	None	None
Hennon L. King Lafayette, AL	Automobile Dealer	Director	Director Farmers & Merchants Bank	Owner King Ford, King Chevrolet, and King Family Property	9.88%	None	100% Ownership King Ford 100% Ownership King Chevrolet 50% Ownership King Family Property
Tucker Brothers, LLC Lafayette, AL	Cattle Farming	None	None	None	10.87%	None	None

Mose A. Tucker Lafayette, AL	Cattle Farmer	Director	Director Farmers & Merchants Bank	Owner Tucker Brothers, LLC	11.81%	None	100% Ownership Tucker Brothers, LLC