

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, Stephen K. Eberhart

Name of the Holding Company Director and Official

President and Director

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

09/26/2016

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 # 3814655
C.I. _____

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

June 30, 2016

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

FBDC Financial Corp.

Legal Title of Holding Company

1400 Gault Avenue North

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

<u>Fort Payne</u>	<u>AL</u>	<u>35967</u>
City	State	Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Glenn E. Nickelson Financial Analyst

Name Title

256-845-1077

Area Code / Phone Number / Extension

256-845-1152

Area Code / FAX Number

glennn@bankffb.com

E-mail Address

N/A

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

FORM FR Y-6
FBDC FINANCIAL CORPORATION
FORT PAYNE, ALABAMA
JUNE 30, 2016

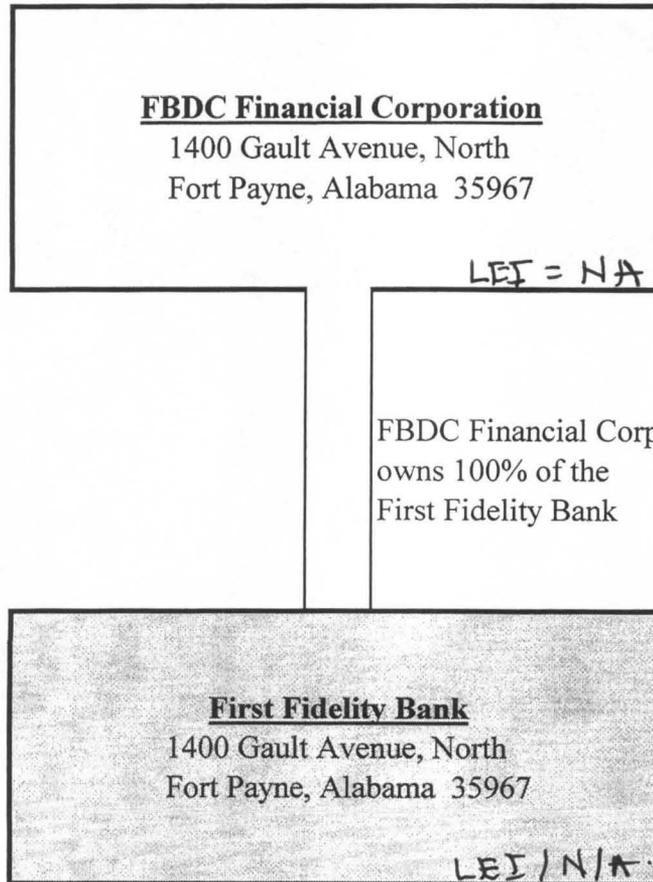
Report Item

1: The bank holding company prepares an annual report for its securities holders and is not registered with the SEC. As specified by the appropriate Reserve Bank, one copy will be forwarded as soon as practicable.

2a: Organizational Chart

FBDC Financial Corporation is incorporated in the state of Alabama.
First Fidelity Bank is incorporated in the state of Alabama.

ORGANIZATIONAL CHART



Results: A list of branches for your depository institution: FIRST FIDELITY BANK (ID_RSSD: 420877).
 This depository institution is held by FBDC FINANCIAL CORP. (3814655) of FORT PAYNE, AL.
 The data are as of 06/30/2016. Data reflects information that was received and processed through 10/06/2016.

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	FCIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
Okay		Full Service (Head Office)	420877	FIRST FIDELITY BANK	1400 GAULT AVENUE NORTH	FORT PAYNE	AL	35967-3236	DEKALB	UNITED STATES	44313	0	FIRST FIDELITY BANK	420877	
Okay		Full Service	4160322	HIGHWAY 75 BRANCH	10838 ALABAMA HIGHWAY 75	IDER	AL	35981	DEKALB	UNITED STATES	285079	101	FIRST FIDELITY BANK	420877	
Okay		Full Service	4160331	MAIN STREET BRANCH	960 MAIN STREET WEST	RAINSVILLE	AL	35986	DEKALB	UNITED STATES	285078	100	FIRST FIDELITY BANK	420877	

Form FR Y-6
 FBDC Financial Corp.
 Fiscal Year Ending June 30, 2016

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 ended 06-30-2016.			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 06-30-2016.		
(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
Stephen K. Eberhart* Fort Payne, AL, USA	USA	35,062 - 8.97% Common Stock	None		
Dean Eberhart * Fort Payne, AL, USA	USA	13,028 - 3.33% Common Stock			
Cathie Crow Menton, AL, USA	USA	33,400 - 8.55% Common Stock			
The Estate of Glen Kilgore ** Shari Jones, Administratrix Rainsville, AL, USA	USA	26,760 - 6.85% Common Stock			
Randy Owen Fort Payne, AL, USA	USA	27,732 - 7.10% Common Stock			
Eloise Smith ** Rainsville, AL, USA	USA	61,732 - 15.80% Common Stock			
Charles Stephens *** Fort Payne, AL, USA	USA	26,130 - 6.69% Common Stock			
Linda Stephens *** Fort Payne, AL, USA	USA	100 - 0.03% Common Stock			
Johnny Young **** Fort Payne, AL, USA	USA	62,700 - 16.05% Common Stock			
Linda M. Young **** Fort Payne, AL, USA	USA	5,600 - 1.43% Common Stock			
Chris Pierson **** Fort Payne, AL USA	USA	5,166 - 1.32% Common Stock			
Chris Young **** Fort Payne, AL USA	USA	5,120 - 1.31% Common Stock			

Note: The number of asterix beside names above indicates the family relationships.

Form FR Y-6
 FBDC Financial Corp.
 Fiscal Year Ending June 30, 2016

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 with Holding Company	(3)(a) Title & Position with 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 Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (include partnerships) if 25% or more of voting securi- ties are held (List names of companies and percentage of voting securities held)
Stephen Kellett Eberhart Fort Payne, AL USA	N/A	Director & President/CEO	President & CEO First Federal Bank	N/A	8.97%	None	N/A
Johnny David Young Fort Payne, AL USA	Fabricator Young Steel Stamping, Inc.	Director	Director First Federal Bank	President Young Steel Stamping, Inc.	16.05%	None	Young Steel Stamping, Inc. 50%
Charles Ray Stephens Fort Payne, AL USA	Machinist Machine Shop, Owner/Operator	Director	Director First Federal Bank	President/CEO Dixie Machine Shop, Inc.	6.69%	None	Dixie Machine Shop, Inc. 51%
Cathie Gilbreath Crow Mentone, AL USA	Retired, Motel Owner/Operator	Director	Director First Federal Bank	Director/President Pioneer Credit Company	8.55%	None	Pioneer Credit Company 53%
Eloise J. Smith Rainsville, AL USA	Public Relations	N/A	N/A	Public Relations, 1st State Bank	15.80%**	None	N/A
Shari Jones, Administratrix Estate of Glen Kilgore Rainsville, AL USA	Merchant Rainsville Church Pew, Inc.	N/A	N/A	Stockholder Rainsville Church Pew, Inc. Chairman/President First State Bancshares of DeKalb County, Inc.	6.85%**	None None	Rainsville Church Pew, Inc. 100% First State Bancshares, Inc. 96%

Note **: Although Eloise Smith and Shari Jones (administrator for estate of Glen Kilgore) are not a director or officer of the holding company, information must be provided because they are considered a "principal securities holder of the holding company. This definition can be found in the FR Y-6 instructions.