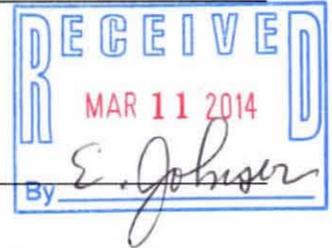


Board of Governors of the Federal Reserve System



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):

12/31/13

Month / Day / Year

I, William C Robertson

Reporter's Name, Street, and Mailing Address

F.B.H. Corporation

Name of the Holding Company Director and Official

President & Chief Executive Officer

Legal Title of Holding Company

PO Box 706

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.

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

Fayette Alabama 35555

City

State

Zip Code

100 Temple Av S, Fayette, AL 35555

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:

Pam N Shipman Operations Analyst

Name

Title

205-932-8911 ext 131

Area Code / Phone Number / Extension

205-932-8326

Area Code / FAX Number

PShipman@citizensbankfayette.com

E-mail Address

Not Applicable

Signature of Holding Company Director and Official

3/7/14

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

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 1416907

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

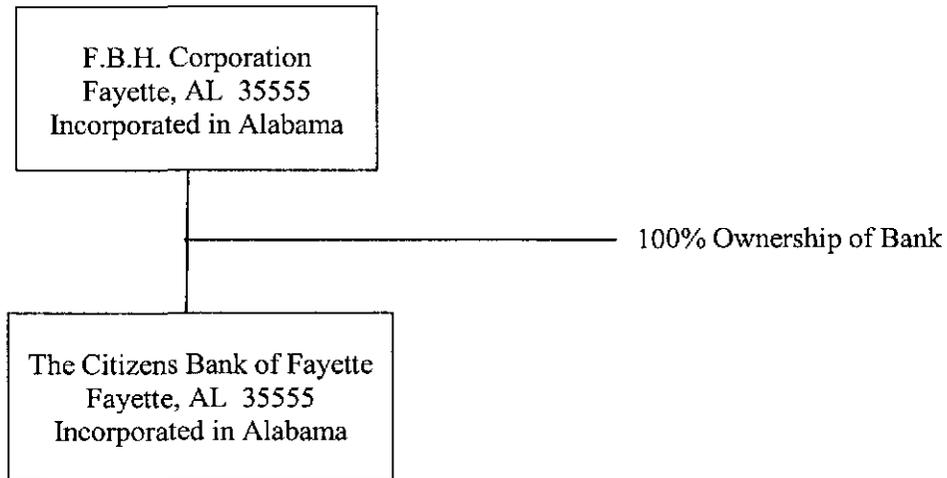
FORM FR Y-6

**F.B.H. CORPORATION
FAYETTE, ALABAMA
FISCAL YEAR ENDING DECEMBER 31, 2013**

Report Item

1: The BHC does not prepare an annual report for its shareholders.

2a: Organization Chart



2b: Domestic Branches:

Submitted early via email on 3/6/14.

Results: A list of branches for your holding company: F.B.H. CORPORATION (L416907) of FAYETTE, AL.
 The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

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)	438434	CITIZENS BANK OF FAYETTE, THE	100 TEMPLE AVENUE SOUTH	FAYETTE	AL	35555	FAYETTE	UNITED STATES	3813	0	CITIZENS BANK OF FAYETTE, THE	438434	
OK		Full Service	303336	TEMPLE AVENUE BRANCH	1910 TEMPLE AVE N	FAYETTE	AL	35555	FAYETTE	UNITED STATES	207862	1	CITIZENS BANK OF FAYETTE, THE	438434	

F.B.H. Corporation
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December 31, 2013

Report Item 3: Securities Holders

Current Securities holders with ownership, control or holdings of 5% or more with power to vote as of 12/31/13.

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

(1a)	(1b)	(1c)	(2a)	(2b)	(2c)
Name & Address (City & State)	Country of Citizenship or Incorporation	Number & Percentage of Each Class of Voting Securities	Name & Address (City & State)	Country of Citizenship or Incorporation	Number & Percentage of Each Class of Voting Securities
William C. Robertson Fayette, AL	USA	400.2 - 20.0% Common Stock			
Thomas H. Robertson, IV Missoula, MT	USA	375.7 - 18.8% Common Stock			
Susan E. Robertson Portland, OR	USA	375.7 - 18.8% Common Stock	None	None	None
John C. Robertson, Jr. Fayette, AL	USA	475.8 - 23.8% Common Stock			
Catherine L. Robertson Fayette, AL	USA	183.5 - 9.2% Common Stock			

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Report Item 4: Insiders

(1)	(2)	(3a)	(3b)	(3c)	(4a)	(4b)	(4c)
Name & Address (City, State, Country)	Principal Occupation If Other Than With the BHC	Title or Position With the BHC	Title or Position With Subsidiaries and the Names of the Subsidiaries	Title or Position With Other Businesses and the Names of the Businesses	Percentage of Voting Shares in the BHC	Percentage of Voting Shares in Subsidiaries and the Names of the Subsidiaries	Percentage of Voting Shares in Other Companies if 25% or more of Voting Securities Are Held
William C. Robertson Fayette, AL USA	N/A	President/CEO and Director	President/CEO and Director of The Citizens Bank of Fayette	None	20.0	None	None
John C. Robertson, Jr. Fayette, AL USA	N/A	Secretary- Treasurer and Director	Vice-President and Director of The Citizens Bank of Fayette	None	23.8	None	None
Susan E. Robertson Portland, OR USA	Homemaker	Principal Securities Holder	None	None	18.8	None	None
Thomas H. Robertson, IV Missoula, MT USA	Photographer	Principal Securities Holder and Director	None	None	18.8	None	None
Catherine L. Robertson Fayette, AL USA	Guest Services Director	Director	None	Guest Services Director, Camp McDowell	9.2	None	None

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Report Item 4: Insiders

(1)	(2)	(3a)	(3b)	(3c)	(4a)	(4b)	(4c)
Name & Address (City, State, Country)	Principal Occupation If Other Than With the BHC	Title or Position With the BHC	Title or Position With Subsidiaries and the Names of the Subsidiaries	Title or Position With Other Businesses and the Names of the Businesses	Percentage of Voting Shares in the BHC	Percentage of Voting Shares in Subsidiaries and the Names of the Subsidiaries	Percentage of Voting Shares in Other Companies if 25% or more of Voting Securities Are Held
Amy R. Vaden Ashville, NC USA	Development Associate	Director	None	Development Associate, Southern Alliance for Clean Energy	2.4	None	None