

Board of Governors of the Federal Reserve System



# Annual Report of Bank Holding Companies—FR Y-6



FR Y-6  
OMB Number 7100-0297  
Approval expires December 31, 2014  
Page 1 of 2

## 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, John J. Mullins

Name of the Bank Holding Company Director and Official

Chairman, President, & CEO

Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

FCB Bancshares, Inc.

Legal Title of Bank Holding Company

P.O. Box 1708

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

Cullman AL 35056

City State Zip Code

460 County Road 437 Good Hope, AL

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.

**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:

John J. Mullins Chairman, President, CEO

Name Title

256-737-9900

Area Code / Phone Number / Extension

256-739-4889

Area Code / FAX Number

jmulins@premierbankofthesouth.com

E-mail Address

www.premierbankofthesouth.com

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

Signature of Bank Holding Company Director and Official

03/15/2012

Date of Signature

For bank 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 2226484

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

## For Use By Tiered Bank Holding Companies

Top-tiered bank holding companies must list the names, mailing address, and physical locations of each of their subsidiary bank holding companies below.

FCB Bancshares, Inc.  
 Legal Title of Subsidiary Bank Holding Company

101 1st Ave NW  
 (Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box

Cullman AL 35055  
 City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Bank Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

FCB (AL) Statutory Trust I  
 Legal Title of Subsidiary Bank Holding Company

101 1st Ave NW  
 (Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box

Cullman AL 35055  
 City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Bank Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Premier Bank of the South  
 Legal Title of Subsidiary Bank Holding Company

P.O. Box 1708  
 (Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box

Cullman AL 35056  
 City State Zip Code

460 County Road 437 Good Hope, AL 35055  
 Physical location (if different from mailing address)

Legal Title of Subsidiary Bank Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Bank Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Bank Holding Company

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

City State Zip Code

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**Form FRY-6**  
**FCB Bancshares, Inc.**  
**Good Hope, Alabama**  
**Fiscal Year Ending December 31, 2011**

Report Item

1. The BHC does not prepare an annual report for its Shareholders. The BHC Audited Consolidated Financial Statement dated 12/31/11 to follow upon completion. We should have that report by May 2012.

2. Organization Chart

FCB Bancshares, Inc. (Parent Company) Cullman, Alabama  
FCB (AL) Statutory Trust I (100% Owned Subsidiary) Cullman, Alabama  
Premier Bank of the South (100% Owned Subsidiary) Good Hope, Alabama

There are no other reportable entities.

2.b Domestic Branch Listing – Sent via email March 15, 2012

3. Shareholders

See Attached Chart

4. Insiders

See Attached Chart

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Report Item 3: Shareholders

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12/31/11

<u>(1)(a) Name &amp; Address (City, State, Country)</u>	<u>(1)(b) County of Citizenship or Incorporation</u>	<u>(1)(c) Number of Percentage of Each Class of Voting Securities</u>
John J. Mullins Cullman, AL USA	USA	65,151 39.85% includes *19,046 shares of the KSOP Plan.  *KSOP shares estimated thru 2011/Annual reports have not yet been received
Dan J. Willingham Cullman, AL USA	USA	33,362 20.40%
E.O. Browder, Jr. Birmingham, AL USA	USA	25,651 15.69%
FCB Bancshares, Inc. KSOP Plan Cullman, AL (Employees vote their vested interest. John J. Mullins votes shares controlled by the Plan.)	USA	37,152 22.72%
C. Woody Browder Eutaw, AL	USA	9,742 5.96%

Shareholders not listed in 3(1)a-c that had ownership, control or holdings of 5% or more with power to vote during fiscal year ending 12/31/11.

<u>(2)(a) Name &amp; Address</u>	<u>(2)(b) County of Citizenship</u>	<u>(2)(c) Number and Percentage of</u>
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None

Report Item 4: Insiders

As of December 31, 2011

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Banking Holding Co.	(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) Names of other companies if 25% or more voting securities held
E.O. Browder Jr. Birmingham, AL USA	President Browder & Associates PC	Director	Director Premier Bank of the South	President Browder & Associates PC	15.69	0	50%/Ft Morgan Beach House LLC 50% Browder & Associates PC 33.3% Gulf Coast Investments LLC 25% Air Depot Road Investment Co. Partnership 50% Realty Mgrs LLC
Randy Drake Cullman, AL USA	VP/GM McGriff Treading Company	Director	Director Premier Bank of the South	Manager McGriff Treading Co. Inc.	.37	0	100%Fleet Air Tech 100% Sierra Tech 50% Fleet Tech, Inc. 100% RCD Properties
Edna Earle Hicks Cullman, AL USA	Retired	Director	Director Premier Bank of the South	NA	3.74	0	
John J. Mullins Cullman, AL USA	NA	Chairman, President, CEO & Director	Director, Chairman, CEO & President Premier Bank of the South	NA	39.85	0	50% Ft Morgan Beach House LLC 33.3% Gulf Coast Investments LLC

Report Item 4: Insiders

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Banking Holding Co.	(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) Names of other companies if 25% or more voting securities held
Dan J. Willingham Cullman, AL USA	Attorney	Director	Director Premier Bank of the South	Fuller & Willingham Partner	20.40	0	43% Fuller & Willingham, Atty 100% S&D Properties 50% Willingham Brothers LLC 50% Nadan, LLC 50% Willingham Properties, LLC 25.5% MCode, Inc. 50% Lechigh, LLC
FCB Bancshares, Inc. N/A KSOP Plan Cullman, AL (Employees vote their vested interest. John J. Mullins votes shares controlled by the Plan.)	N/A	N/A	N/A	N/A	22.72	N/A	N/A
Ann Mullins	VP/Manager BBB	Director	Director Premier Bank of the South	VP/Manager BBB	.85	0	
Linda Blair Bunis	CFO & EVP	Secretary	CFO & EVP Premier Bank of the South	N/A	1.27* Included in KSOP Plan	0	N/A