

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

MAR 29 REC'D

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, 2015

Month / Day / Year

N/A

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

I. H. J. Hughes

Name of the Holding Company Director and Official

President

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

First Hartford Bancshares, Inc.

Legal Title of Holding Company

101 3rd Avenue / P O Box 129

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

Hartford AL 36344
City State Zip Code

N/A

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:

Marcia Solomon Secretary

Name Title

334-588-2211

Area Code / Phone Number / Extension

334-588-2279

Area Code / FAX Number

marciasolomon@fnbhartford.com

E-mail Address

www.fnbhartford.com

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

Signature of Holding Company Director and Official

02/12/2016

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 1084052

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
Annual Report of Holding Companies
First Hartford Bancshares, Inc.
Hartford, Alabama
Fiscal Year Ending December 31, 2015



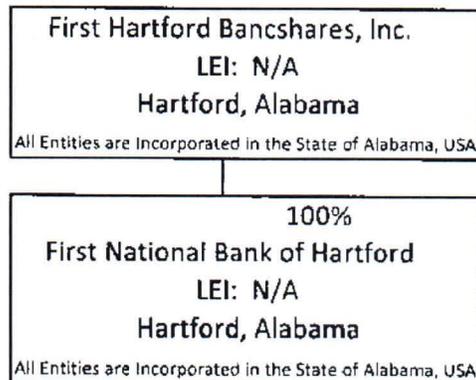
Report Item 1(a): Form 10-k filed with the Securities and Exchange Commission

First Hartford Bancshares, Inc. is not required to prepare from 10K with the SEC.

Report Item 1(b): Annual reports to shareholders

First Hartford Bancshares, Inc. does prepare an annual report for its shareholders. Two copies of the annual report are included.

Report Item 2: Organizational Chart



Report Item 2(b): Domestic Branch Listing

NONE.

Results: A list of branches for your holding company: FIRST HARTFORD BANCSHARES, INC. (1084052) of HARTFORD, AL.
 The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.



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 | FDIC UNINUM* | Office Number* | Head Office | Head Office ID_RSSD* | Comments |
|-------------|----------------|----------------------------|-----------------|---------------------------------|------------------------|----------|-------|----------|--------|---------------|--------------|----------------|---------------------------------|----------------------|----------|
| OK | 12/31/2015 | Full Service (Head Office) | 112332 | FIRST NATIONAL BANK OF HARTFORD | 101 SOUTH THIRD AVENUE | HARTFORD | AL | 36344 | GENEVA | UNITED STATES | 1830 | 0 | FIRST NATIONAL BANK OF HARTFORD | 112332 | |

Form FR Y-6
December 31, 2015

 **REVISED**
09/20/16

Report Item 3: Shareholders
(1)(a)(b)(c) and (2)(a)(b)(c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12-31-2015

Shareholders 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 12-31-2015

| (1)(a) Name & Address (City, State, Country) | (1)(b) Country or Citizenship or Incorporation | (1)(c) Number and Percentage of Each Class of Voting Securities | (2)(a) Name & Address (City, State, Country) | (2)(b) Country and Citizenship or Incorporation | (2)(c) Number and Percentage of Each Class of Voting Securities |
|--|--|--|--|---|--|
| John A. Hughes, Jr. Hartford, AL, USA | USA | 553 13.37% Common Stock | None | None | None |
| Amy J. Hughes Birmingham, AL, USA | USA | 516 12.48% Common Stock | | | |
| Henry J. Hughes Hartford, AL, USA | USA | 430 10.40% Common Stock | | | |
| Mary H. Wesley Credit Shelter Trust Hartford, AL, USA H. J. Hughes Trustee | USA | 314 7.60% Common Stock | | | |
| Bill C. Hughes Hartford, AL, USA | USA | 243 5.88% Common Stock | | | |
| Ann Avery Pearson Fairhope, AL, USA | USA | 237 5.73% Common Stock | | | |
| Jack Houston Avery Dothan, AL, USA | USA | 236 5.71% Common Stock | | | |
| Patricia B. Guilford Hartford, AL, USA | USA | 221 5.34% Common Stock | | | |

Form FR Y-6
December 31, 2015

| Report Item 4: Directors and Officers (1) (2) (3)(a)(b)(c) and (4)(a)(b)(c) | | | | | | | |
|--|---|---|---|---|---|---|---|
| (1) Names & Address (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 (First National Bank of Hartford All Entities are Incorporated in the State of Alabama, USA) | (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 (includes partnerships) if 25% or more of voting securities are held. (List names of companies and percentage of voting securities held). |
| John A. Hughes, Jr Hartford, AL, USA | N/A | Chairman Director | Chairman Director | N/A | 13.37% | None | N/A |
| Henry J. Hughes Hartford, AL, USA | N/A | Director | President Director | N/A | 10.40% | None | N/A |
| Bill C. Hughes Hartford, AL, USA | Insurance Agent | Director | Director | N/A | 5.88% | None | N/A |
| Frances N. Borland Birmingham, AL, USA | Homemaker | Director | Director | N/A | 0.39% | None | N/A |
| William A. Hughes Tuscaloosa, AL, USA | Administration | Director | Director | Administrator University of Alabama | 2.03% | None | N/A |
| Amy J. Hughes Birmingham, AL, USA | Implementation Manager | Director | Director | N/A | 12.48% | None | N/A |
| Patricia B. Guilford Hartford, AL, USA | Homemaker | Director | Director | N/A | 5.34% | None | N/A |
| John Jackson Hughes Hartford, AL, USA | Banking | Director | Director | President Hughes & Associates, LLC dba Ameriprise Financial | 0.99% | None | AMSA Holdings, LLC 100% |

 **REVISED**
09/20/16

Report Item 4: Directors and Officers
(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

| (1) Names & Address (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 (First National Bank of Hartford All Entities are Incorporated In the State of Alabama, USA) | (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 (includes partnerships) if 25% or more of voting securities are held. (List names of companies and percentage of voting securities held). |
|--|---|---|---|---|---|---|---|
| Mark A. Payne Enterprise, AL, USA | Banking | Director | Chief Executive Officer Director | N/A | 0.10% | None | N/A |
| Jeffrey A. Sorrells Hartford, AL, USA | Banking | N/A | VP-Loan Officer | N/A | None | None | N/A |
| Mike Kinman Hartford, AL, USA | Banking | N/A | VP -Information Technology | N/A | None | None | N/A |
| Marcia A. Solomon Hartford, AL, USA | Banking | Secretary | Cashier VP - Operations Human Resources | N/A | None | None | N/A |
| Michael Clardy Dothan, AL, USA | Banking | N/A | VP-Loan Officer | N/A | None | None | N/A |
| Mary H. Wesley Family Trust Hartford, AL, USA | N/A | N/A | N/A | N/A | 7.60% | None | N/A |
| Susan K. Hughes Hartford, AL, USA | Banking | Director | VP - CD/IRAs | N/A | 0.99% | None | N/A |

**Form FR Y-6
December 31, 2015**

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| Robert Guilford Hartford, AL, USA | Banking | Director | VP - Loan Officer Investment Officer | N/A | 0.12% | None | N/A |
| Amy Coleman Enterprise, AL, USA | Banking | N/A | Compliance Officer BSA Officer Security Officer Internal Audit Manager | N/A | None | None | N/A |
| Mary Langford Hartford, AL, USA | Banking | N/A | Head Teller Physical Security Officer | N/A | None | None | N/A |
| Rhoda Tomlinson Enterprise, AL, USA | Banking | N/A | Head Bookkeeper | N/A | None | None | N/A |
| David Thompson Dothan, AL, USA | Banking | N/A | Controller | N/A | None | None | N/A |