

RECEIVED FEB 03 2012

Board of Governors of the Federal Reserve System



Annual Report of Bank 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)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

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.

I, Shari Jones

Name of the Bank Holding Company Director and Official

Chairperson

Title of the Bank Holding Company Director and Official

I certify 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.

Shari Jones

Signature of Bank Holding Company Director and Official

1-27-2012

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
C.I. _____

2115449

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.

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

December 31, 2011

Month / Day / Year

Reporter's Name, Street, and Mailing Address

First State Bancshares of Dekalb County Inc

Legal Title of Bank Holding Company

PO Box 681299

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

Fort Payne AL 35968

City State Zip Code

2407 Gault Avenue North

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Tracy Arnold Secretary

Name Title

256-845-6101

Area Code / Phone Number / Extension

Area Code / FAX Number

tarnold@fsbdekalb.com

E-mail Address

Address (URL) for the Bank 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

For Use By Tiered Bank Holding Companies

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

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)

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City State Zip Code

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City State Zip Code

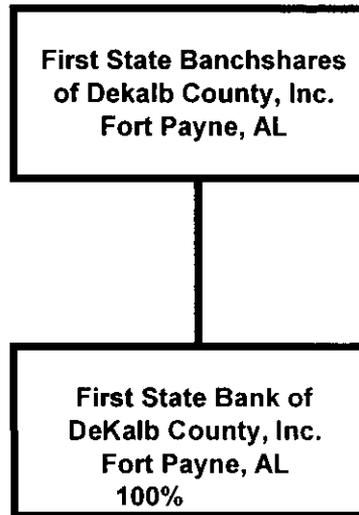
Physical location (if different from mailing address)

Form FR Y-6
First State Bancshares of DeKalb County, Inc.
December 31, 2008

Report Item:

1. The bank holding company prepares an annual report for its stockholders. Copy is enclosed with this report.

2. Organization Chart



Report Item 4: Insiders

(1), (2), (3)(a)(b)(c) and (4)(a)(b)(c)

(1) Name and address	(2) Principal occupation if other than with Holding Company	(3)(a) Title and position with Holding Co.	(3)(b) Title and position with subsidiary	(3)(c) Title and position with other businesses	(4)(a) Percentage of voting shares in holding company	(4)(b) Percentage of voting shares in subsidiary	(4)(c) Names of other companies and percentage held
Shari K. Jones Rainsville, AL 35986	merchant	Chairman and President	None	Stockholder Rainsville Church Pew, Inc.	10.30%	0.00%	Rainsville Church Pew Co. (100%)
James T. Jones Rainsville, AL 35986	merchant	Secretary	Director	Stockholder Rainsville Church Pew, Inc.	1.26%	0.00%	N/A
Kerry D. Akins Fort Payne, AL 35967	merchant	None	Director and Secretary	President/Stockholder W.A. Akins and Sons, inc.	0.90%	0.00%	W.A. Akins and Sons, Inc. (70%)
David Henderson Rainsville, AL 35986	banker	None	President and CEO Director	N/A	0.90%	0.00%	N/A
Dr. Blake Isbell Fort Payne, AL 35967	physician	None	Director	President Isbell Medical Group, PC	0.90%	0.00%	Isbell Medical Group PC (25%)
Joseph McNew Fort Payne, AL 35967	veterinarian	None	Director	Owner DeKalb Animal Hospital	0.90%	0.00%	DeKalb Animal Hospital (100%)
J.C. Ralph Fort Payne, AL 35967	insurance agent	None	Director	Affa Insurance Co Employee/agent	0.90%	0.00%	N/A
Estate of Glen Kilgore Rainsville, AL 35986	N/A	None	N/A	N/A	56.52%	0.00%	N/A
Glen Kilgore Trust Rainsville, AL 35986	N/A	None	N/A	N/A	28.98%	0.00%	N/A
R.C. Etherton Sylvania, AL 35988	retired	None	Director	N/A	0.90%	0.00%	N/A

Results: A list of branches for your BHC, FIRST STATE BANKSHARES OF INKALB COUNTY, INC. 111423, FORT PAYNE, AL. The data is as follows:

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.

See the detailed instructions on this site for more information. When you are finished, send a saved copy to your FRB contact.

* FDIC UNIFORM Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Date Action	Effective Date	Branch Service Type	Branch ID / RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNIFORM Office Number	Head Office	Head Office ID / RSSD*
		Full Service (head Office)	504535	FIRST STATE BANK OF DEKALB COUNTY, INC	530 GAULT AVENUE SOUTH	FORT PAYNE	AL	35967	DEKALB	UNITED STATES	19651	FIRST STATE BANK OF DEKALB COUNTY, INC	504535
		Full Service	2457765	NORTH OFFICE	2407 GAULT AVENUE NORTH	FORT PAYNE	AL	35967	DEKALB	UNITED STATES	296745	FIRST STATE BANK OF DEKALB COUNTY, INC	504535

Form FR Y-6
 First State Bancshares of DeKalb County, inc.
 December 31, 2008

*Received
 3-15-12
 (signature)*

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

Current Stockholders with ownership, control, or holdings of 5% or more with power to vote as of fiscal year ended December 31, 2008

Stockholders 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 ended December 31, 2007

(1)(a) Name and address	(1)(b) Country of citizenship or incorporation	(1)(c) Number and percentage of each class of voting stock	(1)(a) Name and address	(1)(b) Country of citizenship or incorporation	(1)(c) Number and percentage of each class of voting stock
Estate of Glen Kilgore Rainsville, AL 35986	USA	63,406 shares common stock 56.52%	None		
Glen Kilgore Trust Rainsville, AL 35986	USA	32,509 shares common stock 28.98%			
Shari Jones Rainsville, AL 35986	USA	11,555 shares common stock 10.30%			