



# 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, John F. Boyett  
Name of the Holding Company Director and Official  
CEO  
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]  
Signature of Holding Company Director and Official  
5/31/16  
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 1132289  
C.I. \_\_\_\_\_

Date of Report (top-tier holding company's fiscal year-end):  
12/31/15  
Month / Day / Year  
N/A  
Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address  
First State Holding Corp  
Legal Title of Holding Company  
PO Box 596  
(Mailing Address of the Holding Company) Street / P.O. Box  
Sulligent AL 35586  
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:  
Lydia Morris Asst. Manager / Loan Officer  
Name Title  
205/487-8888  
Area Code / Phone Number / Extension  
205/487-8890  
Area Code / FAX Number  
lworris@fsbs.com  
E-mail Address  
N/A  
Address (URL) for the Holding Company's web page

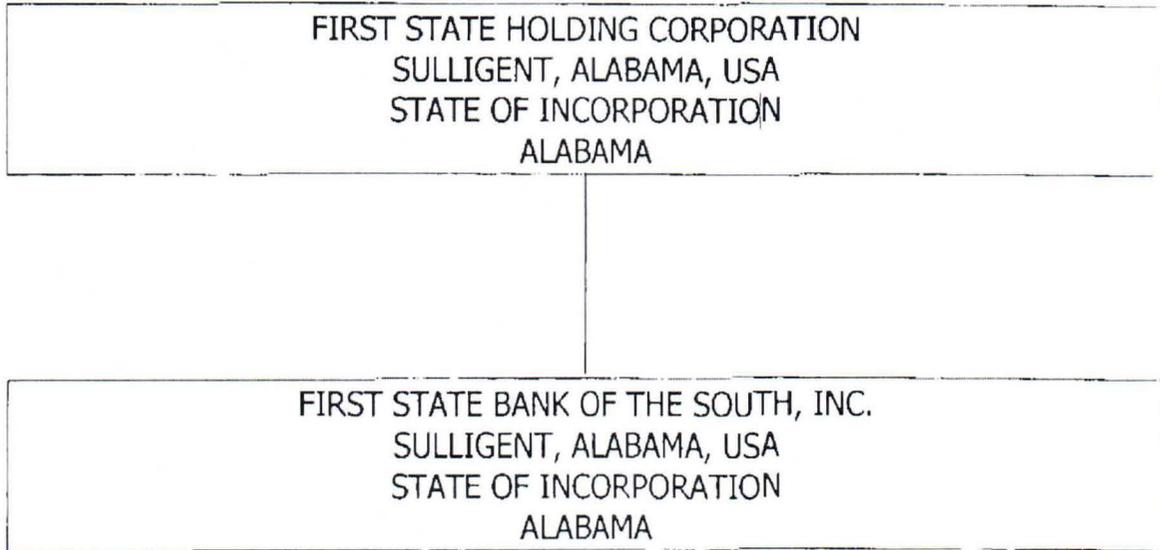
Does the reporter request confidential treatment for any portion of this submission?  
 Yes Please identify the report items to which this request applies:  
 In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.  
 The information for which confidential treatment is sought is being submitted separately labeled "Confidential."  
 No

Sulligent, Alabama Fiscal Year Ending December 31, 2015

Report Item

1: The BHC is not required to prepare form 10K with the SEC and the BHC does not prepare an annual report for its shareholders.

2: Organizational Chart



PERCENTAGE OF OWNERSHIP: 100%

LEI = N/A

**Results:** A list of branches for your BHC: FIRST STATE HOLDING CORP. (1132289) of SULLIGENT, AL.  
The data are as of 03/31/2009. Data reflects information that was received and processed through 04/05/2009.

**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.

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.

\* 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                         | Office ID_RSSD* | Comments |
|---------------|----------------|--|-----------------|-------------------------------------|---------------------------|-----------|-------|----------|------------|---------------|--------------|----------------|-------------------------------------|-----------------|----------|
| OK            |                | Full Service (Head Office), Electronic Banking | 250430          | FIRST STATE BANK OF THE SOUTH, INC. | 5856 HIGHWAY 278          | SULLIGENT | AL    | 35586    | LAMAR      | UNITED STATES | 14549        | 0              | FIRST STATE BANK OF THE SOUTH, INC. | 250430          |          |
| Close 3/31/15 |                | Full Service, Electronic Banking               | 250038          | BEAVERTON BRANCH                    | 12815 HIGHWAY 278         | BEAVERTON | AL    | 35544    | LAMAR      | UNITED STATES | 252134       | 1              | FIRST STATE BANK OF THE SOUTH, INC. | 250430          |          |
| OK            |                | Full Service, Electronic Banking               | 1974229         | HAMILTON BRANCH                     | 240 MILITARY STREET SOUTH | HAMILTON  | AL    | 35570    | MARION     | UNITED STATES | 252135       | 2              | FIRST STATE BANK OF THE SOUTH, INC. | 250430          |          |
| OK            |                | Full Service, Electronic Banking               | 3702743         | NORTHPORT BRANCH                    | 5520 MCFARLAND BOULEVARD  | NORTHPORT | AL    | 35476    | TUSCALOOSA | UNITED STATES | 478327       | 4              | FIRST STATE BANK OF THE SOUTH, INC. | 250430          |          |
| OK            |                | Full Service, Electronic Banking               | 2514538         | WINFIELD BRANCH                     | 1836 HIGHWAY 43 NORTH     | WINFIELD  | AL    | 35594    | MARION     | UNITED STATES | 252136       | 3              | FIRST STATE BANK OF THE SOUTH, INC. | 250430          |          |

3

Form Fr Y-6  
 First State Holding Company  
 Fical year Ending December 31, 2015

**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 the power to vote |  |  |                               | 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 |  |  |
|---|--|--|-------------------------------|--|--|--|
| (1) (a)   | (1) (b)                                | (1) (c)                                    |                               | (2) (a)  | (2) (b)                                | (2) ( c)                                   |
| Name& Address (City, State, Country)  | Country of Citizenship or Incoporation | Number and Percentage of Voting Securities |                               | Name& Address (City, State, Country)   | Country of Citizenship or Incoporation | Number and Percentage of Voting Securities |
| Ted Boyett<br>Sulligent, AL, USA  | USA                                    | 12,677                                     | <b>16.09%</b><br>Common Stock | None   | N/A                                    | N/A  |
| Carol B. Hamm<br>Jackson, MS, USA   | USA                                    | 10,528                                     | <b>13.36%</b><br>Common Stock |  |  |  |
| John F. Boyett<br>Sulligent, AL, USA  | USA                                    | 7,622                                      | <b>9.68%</b><br>Common Stock  |  |  |  |
| Brent Boyett<br>Hamilton, AL, USA   | USA                                    | 6,683                                      | <b>8.48%</b><br>Common Stock  |  |  |  |
| Patrick Boyett<br>Kansas City, MO USA   | USA                                    | 6,838                                      | <b>8.68%</b><br>Common Stock  |  |  |  |
| Ruth E. Boyett<br>Sulligent, AL, USA  | USA                                    | 4545                                       | <b>5.77%</b><br>Common Stock  |  |  |  |

Form FR Y-6  
 First State Holding Corp.  
 Fiscal Year Ending December 31, 2015

**Report Item 4: Insiders (Directors and Officers)**

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

| (1)  | (2)  | (3)(a)  | (3)(b)   | (3)(c)  | (4)(a)   | (4)(b)  | (4)(c)   |
|--|--|---|--|---|--|---|--|
| Name and Address<br>(City, State, Country) | Principal Occupation if other<br>than with Bank Holding<br>Company | Title & Position with Bank<br>Holding Company | Title & Position with<br>Subsidiaries (include names<br>of Subsidiaries) | Title & Position with<br>Other Businesses<br>(include names of other<br>Businesses) | Percentage of<br>Voting Shares in<br>Bank Holding<br>Company | Percentage of Voting<br>Shares in<br>Subsidiaries(include<br>Names of Subsidiaries) | List names of other companies (include<br>partnerships) if 25% or more of voting<br>securities are held (List names of<br>companies and percentage of voting<br>securities held) |
| Judge Ted Boyett<br>Sulligent, AL, USA     | Retired Judge  | Director &<br>Chairman                        | N/A  | N/A   | 16.09%   | N/A   | N/A  |
| Basel Mixon<br>Beaverton, AL, USA          | Retired Banker   | Director                                      | N/A  | N/A   | 0.71%  | N/A   | N/A  |
| John F. Boyett<br>Sulligent, AL, USA       | Banker   | Director &<br>President                       | President/CEO<br>First State Bank  | N/A   | 9.68%  | N/A   | N/A  |
| Kermit Minga<br>Amory, MS, USA             | Retired  | Director                                      | N/A  | N/A   | 0.00%  | N/A   | N/A  |
| Jerry Williams<br>Sulligent, AL, USA       | Banker   | Director                                      | Branch Manager, Winfield<br>First State Bank                             | N/A   | 0.03%  | N/A   | N/A  |
| Rita Grayson<br>Fayette, AL, USA           | Retired teacher  | Director                                      | N/A  | N/A   | 1.97%  | N/A   | N/A  |
| Ruth Boyett<br>Sulligent, AL, USA          | Retired  | Director                                      | N/A  | N/A   | 5.77%  | N/A   | N/A  |
| Jim Northington<br>Gattman, MS, USA        | Trucking   | Director                                      | N/A  | Co-owner of WEJ<br>Trucking<br>Owner of My Classic<br>Car Wash                      | 0.64%  | N/A   | N/A  |
| J. Scott Boman<br>Sulligent, Alabama, USA  | Banker   | Director<br>Secretary/Treasurer               | Executive Vice President<br>First State Bank                             | N/A   | 0.02%  | N/A   | N/A  |
| Hugh Windle<br>Millport, Alabama, USA      | Retired  | Director                                      | N/A  | N/A   | 0.47%  | N/A   | N/A  |

Form FR Y-6  
 First State Holding Corp.  
 Fiscal Year Ending December 31, 2015

Report Item 4: Insiders (Directors and Officers)

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

| (1)                                     | (2)   | (3)(a) | (3)(b)   | (3)(c)   | (4)(a)  | (4)(b)   | (4)(c)   |
|---|---|--------|--|--|---|--|--|
| Name and Address (City, State, Country) | Principal Occupation if other than with Bank Holding Title & Position with Bank Company Holding Company |        | Title & Position with Subsidiaries (include names of Subsidiaries) | Title & Position with Other Businesses (include names of other Businesses) | Percentage of Voting Shares in Bank Holding Company | Percentage of Voting Shares in Subsidiaries(include Names of Subsidiaries) | List names of other companies (include partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held) |
| Carol B. Hamm<br>Jackson, MS, USA       | Housewife   | N/A    | N/A  | N/A  | 13.36%  | N/A  | N/A  |

 **REVISED**  
 6/7/16