



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):

**December 31, 2013**

Month / Day / Year

I, Randal H. Giles

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

FNS Bancshares, Inc.

Legal Title of Holding Company

P O Box 130

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

Scottsboro AL 35768

City State Zip Code

402 S Broad St, Scottsboro, AL 35768

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:

Steven G Beard VP Sec/Treas

Name Title

256-259-6000 701

Area Code / Phone Number / Extension

256-574-7309

Area Code / FAX Number

sbeaird@yourfnbbank.com

E-mail Address

Signature of Holding Company Director and Official

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 1127828

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

FR Y-6  
FNS BANCSHARES, INC  
SCOTTSBORO, ALABAMA

FISCAL YEAR ENDING DECEMBER 31, 2013

REPORT ITEM

1:A The BHC is not required to prepare form 10K with the SEC.

1:B Annual report to stockholders to follow

2 Organization Chart



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*
Full Service (Head Office)	441434	FNB BANK	402 SOUTH BROAD	SCOTTSBORO	AL	35768	JACKSON	UNITED STATES	1846	0	FNB BANK	441434
Full Service	228233	BRIDGEPORT BRANCH	51616 U.S. HIGHWAY 277	BRIDGEPORT	AL	35740	JACKSON	UNITED STATES	194456	4	FNB BANK	441434
Full Service	122537	HENAGAR BRANCH	9290 AL HWY 40	HENAGAR	AL	35978	DEKALB	UNITED STATES	15650	6	FNB BANK	441434
Full Service	228934	PISGAH BRANCH	2399 COUNTY ROAD 58	PISGAH	AL	35765	JACKSON	UNITED STATES	194455	3	FNB BANK	441434
Limited Service	231635	FIVE POINTS DRIVE UP BRANCH	701 EAST LAUREL STREET	SCOTTSBORO	AL	35768	JACKSON	UNITED STATES	194457	5	FNB BANK	441434
Full Service	1404212	JACKSON SQUARE OFFICE	1535 SOUTH BROAD STREET	SCOTTSBORO	AL	35768	JACKSON	UNITED STATES	194460	9	FNB BANK	441434
Full Service	231233	SKYLINE BRANCH	21783 AL HWY 79	SCOTTSBORO	AL	35768	JACKSON	UNITED STATES	194458	7	FNB BANK	441434
Full Service	229838	SECTION BRANCH	4968 TAMMY LITTLE DRIVE	SECTION	AL	35771	JACKSON	UNITED STATES	194453	1	FNB BANK	441434
Full Service	229436	WOODVILLE BRANCH	29975 AL HWY 35	WOODVILLE	AL	35776	JACKSON	UNITED STATES	194454	2	FNB BANK	441434

FR Y-6

31-Dec-13

FNS BANCSHARES, INC

3: Shareholders

NAME	COUNTRY	SHARES	%
JOHN W GAY, JR TRUST J W GAY,III & MAURINE GAY CO-TRUSTEE SCOTTSBORO, AL/USA	USA	104,980	10.65%
JOHN W GAY, III SCOTTSBORO, AL/USA	USA	77,094	7.82%
CAROLYN G PONSFORD EL PASO, TX/USA	USA	71,520	7.26%
MAURINE G GAY TRUST JOHN W GAY, III TRUSTEE SCOTTSBORO, AL/USA	USA	45,000	4.57%
MAURINE G GAY TRUST CAROLYN G PONSFORD TRUSTEE EL PASO, TX/USA	USA	45,000	4.58%

ITEM 2: None

December 31, 2013

Item 4

**FNS BANCSHARES  
DIRECTORS AND EXECUTIVE OFFICERS**

<b>Name &amp; Address</b>	<b>Occupation &amp; Position With Other Business</b>	<b>Position with the Holding Co.</b>	<b>Position With Subsidiary</b>	<b>Title &amp; Position with other business listed in 2</b>	<b>Percentage of Ownership BHC</b>	<b>Percentage of Ownership Sub</b>	<b>Ownership Other Companies</b>
1 Steven G. Beard Scottsboro, AL	Executive Vice President & CFO, FNB BANK Type Bus.- Commercial Bank	Secretary & Treasurer	Executive Vice President & CFO and Secretary of the Board, FNB BANK	N/A	0.00%	None	0%
2 Alan K Gay Atlanta, Ga :	CEO, ProBuild Systems Atlanta Ga Type Bus.- Software for Commodity builders	Director	Chairman, FNB Bank Director	CEO	1.88%	None	33% Buy Metrics
3 John W. Gay III Scottsboro, AL 3	Chairman, FNB BANK Type Bus.- Commercial Bank	Director Chairman	Vice Chairman, FNB BANK Board of Directors	N/A	23.04%	None	0%
4 Randall H. Giles Scottsboro, AL :	President & CEO, FNB BANK of Scottsboro Type Bus.- Commercial Bank	Director President	President & CEO and Director, FNB BANK	N/A	0.82%	None	0%
5 Hoyt E. Harbin III Scottsboro, AL :	President, Harbin Motor Co., Inc. Scottsboro Type Bus.- Auto Dealership	Director	Director, FNB BANK	President	0.28%	None	100% HARBIN MOTOR
6 Don Webb Scottsboro, AL 3	General Agent, State Farm Insurance Co. Scottsboro Type Bus.- Insurance	Director	Director, FNB BANK	General Agent	0.11%	None	100% DON WEBB INS
7 Stephen J. Livingston Hollywood, AL :	President of Dicus Oil Co., Inc. Hollywood, AL Type Bus.- Petroleum Distributor	Director	Director, FNB BANK	President	0.29%	None	100% DICUS OIL, INC
8 Paul L. Storey Henagar, AL :	Owner/Operator of Storey Trucking Co. and Storey Farms Type Bus.- Trucking and Farming	Director	Director, FNB BANK	Owner	0.16%	None	100% STOREY TRUCKING STOREY FARMS
9 M. Paul Holland Scottsboro, AL :	Optometrist	Director	Director, FNB BANK	Owner	0.08%	None	100% Holland Optometry
11 James Bergman Scottsboro, AL	Investment Counselor	Director	Director, FNB Bank	Owner	0.11%	None	100% James Bergman Raymond James Investments