

Revised 422-D

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, 2012
Month / Day / Year

I, Mike Ellenburg
Name of the Holding Company Director and Official
President & CEO
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
First Bancshares of Stevenson, Inc.
Legal Title of Holding Company

P O Box 548
(Mailing Address of the Holding Company) Street / P.O. Box

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.

Stevenson AL 35772
City State Zip Code

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.

80 Bank St.
Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Stacey Crabtree VP & Cashier
Name Title

256-437-2171 1131
Area Code / Phone Number / Extension

256-437-9332
Area Code / FAX Number

crabtree@fssbank.com
E-mail Address

Mike Ellenburg
Signature of Holding Company Director and Official

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

March 7, 2013
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 1869987
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 Holding Companies

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

<hr/> <p>Legal Title of Subsidiary Holding Company</p> <hr/> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <hr/> <p>City State Zip Code</p> <hr/> <p>Physical location (if different from mailing address)</p> <hr/>	<hr/> <p>Legal Title of Subsidiary Holding Company</p> <hr/> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <hr/> <p>City State Zip Code</p> <hr/> <p>Physical location (if different from mailing address)</p> <hr/>
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Revised 4-24-13

FIRST BANCSHARES OF STEVENSON, INC

Organizational Chart Dec. 31, 2012

Exhibit A

First Bancshares of Stevenson, Inc.
Stevenson Alabama USA



100%
First Southern State Bank
Stevenson Alabama USA

All entities are incorporated in Delaware (USA)

TATE BANK (ID_RSSD: 246134).
JC. (1869987) of STEVENSON, AL.
processed through 02/24/2013.

ons specified below.

ter 'Change' in the **Data Action** column and the date when this information first became valid in the **Effective**
column and the sale or closure date in the **Effective Date** column.

Delete' in the **Data Action** column.

ter 'Add' in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

g landscape orientation, page scaling, and/or legal sized paper.

d instructions on this site for more information.

state in the subject line of the e-mail.

Domestic Branch Schedules for each branch with a **Data Action** of Change, Close, Delete, or Add.

Online application - <https://y10online.federalreserve.gov>.

Verification of these values is not required.



Popular Name	Street Address	City	State	Zip Code
FIRST SOUTHERN STATE BANK	80 BANK STREET	STEVENSON	AL	35772
WEST MAIN STREET BRANCH	201 WEST MAIN STREET	CENTRE	AL	35960
GLENN BOULEVARD BRANCH	1820 GLENN BOULEVARD	FORT PAYNE	AL	35967
NORTH GAULT BRANCH	2128 GAULT NORTH	FORT PAYNE	AL	35967
SAND MOUNTAIN BRANCH, THE	HIGHWAY 71	HIGDON	AL	35979
LEESBURG BRANCH	200 INDUSTRIAL BOULEVARD	LEESBURG	AL	35960
RAINSVILLE BRANCH	403 MAIN STREET WEST	RAINSVILLE	AL	35986
SCOTTSBORO BRANCH	20 MICAH WAY	SCOTTSBORO	AL	35769

e Date column.

County	Country	FDIC UNINUM*	Office Number*	Head Office
JACKSON	UNITED STATES	1850	0	FIRST SOUTHERN STATE BANK
CHEROKEE	UNITED STATES	5797	6	FIRST SOUTHERN STATE BANK
DEKALB	UNITED STATES	180947	5	FIRST SOUTHERN STATE BANK
DEKALB	UNITED STATES	491882	8	FIRST SOUTHERN STATE BANK
JACKSON	UNITED STATES	194465	1	FIRST SOUTHERN STATE BANK
CHEROKEE	UNITED STATES	219362	7	FIRST SOUTHERN STATE BANK
DEKALB	UNITED STATES	180938	4	FIRST SOUTHERN STATE BANK
JACKSON	UNITED STATES	194467	3	FIRST SOUTHERN STATE BANK

Results: A list of branches for your depository institution: FIRST SOUTHERN S
 This depository institution is held by FIRST BANCSHARES OF STEVENSON, IN
 The data are as of 12/31/2012. Data reflects information that was received and p

Reconciliation and Verification Steps

1. In the **Data Action** column of each branch row, enter one or more of the acti
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, en
Close: If a branch listed was sold or closed, enter 'Close' in the **Data Action** co
Delete: If a branch listed was never owned by this depository institution, enter 'L
Add: If a reportable branch is missing, insert a row, add the branch data, and er

If printing this list, you may need to adjust your page setup in MS Excel. Try usin

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailec
 If you are e-mailing this to your FRB contact, put your institution name, city and s

Note:

To satisfy the **FR Y-10 reporting requirements**, you must also submit FR Y-10
 The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 C

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*
		Full Service (Head Office)	246134
		Full Service	470836
		Full Service	3744604
		Full Service	3824319
		Full Service	249836
		Limited Service	354833
		Full Service	2250096
		Full Service	2492412

Exhibit B

FIRST BANCSHARES OF STEVENSON, INC
Shareholders
Dec. 31, 2012

ITEM (1)	(1) (a) <u>NAME AND ADDRESS</u>	(1) (b) <u>COUNTRY</u>	<u># SHARES</u>	(1) (c) <u>CLASS</u>	<u>PERCENTAGE</u>
	Addie Lou Harris (deceased) Springhill, FL	USA	27,736	Common	13.87%
	Walter Russell Bogart Trust Nokomis, FL	USA	11,564	Common	5.78%
	Carolyn Hall Stevenson, AL	USA	11,000	Common	5.50%
	Jo John Williams Stevenson, AL	USA	10,000	Common	5.00%
	Holbert & Julia Hale Newnan, GA	USA	11,747	Common	5.87%
	Jack B Lovelady Scottsboro, AL	USA	11,600	Common	5.80%

(2) List any shareholder not listed above that owned or controlled five percent or more of any class of voting securities in the bank holding company during the fiscal year for which the report is being filed. **NONE**

Exhibit C

FIRST BANCSHARES OF STEVENSON, INC

Insiders
Dec. 31, 2012

(1)	(2)	(3a)	(3b)	(3c)	(4a)	
<u>NAME AND ADDRESS</u>	<u>PRINCIPAL OCCUPATION IF OTHER THAN HOLDING CO.</u>	<u>POSITION WITH HOLDING COMPANY</u>	<u>POSITION WITH FIRST SOUTHERN</u>	<u>POSITION WITH OTHER BUSINESSES</u>	<u>#SHARES</u>	<u>%SHARES</u>
James M. Ellenburg Scottsboro, AL USA	Banker	Director Pres/CEO	Director Pres/CEO	None	5415	2.71%
Carolyn Hall Stevenson, AL USA	Sales Rep.	Director	Director	None	11,000	5.50%
John E. Rudder Stevenson, AL USA	Funeral Director	Director	Director	President Rudder Funeral Home	5500	2.75%
Bryan Hicks Stevenson, AL USA	Pharmacist	Director	Director	Exhibit D	3720	1.86%
Randy Wright Flat Rock, AL USA	Farmer	Director	Director		100	.5%
Jo John Williams Stevenson, AL USA	Retired	Director	Director	None	10,000	5.00%
Addie Lou Harris Spring Hill, FL USA	Retired	Principal	None	None	27,736	13.87%
Tommy Harding Scottsboro, AL USA	Insurance	Director	Director	President Harding Insurance	1600	.80%
Jack Lovelady Scottsboro, AL USA	Banker	Director	Director SVP	Exhibit D	11,600	5.80%
Danny Crownover Stevenson, AL USA	Banker	Director	Director SVP	None	2050	1.03%
Ralph Hall Rainsville, AL	Retired	Director	Director	None	50	.03%

FIRST BANCSHARES OF STEVENSON, INC
DIRECTORS AND OFFICERS
Dec. 31, 2012

Exhibit C
Continued

<u>NAME</u>	(4b)		(4c)	
	BANK SUBSIDIARY		OTHER COMPANY	
	#SHARES/%SHARES		NAME	% OWNED
James M. Ellenburg	*	*	N/A	N/A
Carolyn Hall	*	*	N/A	N/A
John E. Rudder	*	*	Rudder Funeral Home	100%
Bryan Hicks	*	*	SEE EXHIBIT D	
Randy Wright	*	*	N/A	N/A
Jo John Williams	*	*	N/A	N/A
Addie Lou Harris	*	*	N/A	N/A
Tommy Harding	*	*	Harding Insurance	100%
Jack Lovelady	*	*	SEE EXHIBIT D	
Danny Crownover	*	*	N/A	N/A
Ralph Hall	*	*	N/A	N/A

FIRST BANCSHARES OF STEVENSON, INC
ADDENDUM TO ITEM (3c)
Dec. 31, 2012

<u>NAME</u>	<u>POSITION/COMPANY</u>	<u>PERCENTAGE</u>
Bryan Hicks	President/Owner	100%
	North Jackson Pharmacy	
	Partner	
	CGH Properties, LLC	33.33%
	Partner	
	Hicks and Hicks	50%
Jack B. Lovelady	Partner	50%
	Smith Lovelady	
	Partner	33.33%
	Smith/Lovelady/Hicks/Hicks	
	Partner	37.50%
	Stevenson Plaza Shopping Center	
	CDR Management	100%
	Smith/Lovelady/Hicks/Hicks	16.67%
	Owner	
	Partner	