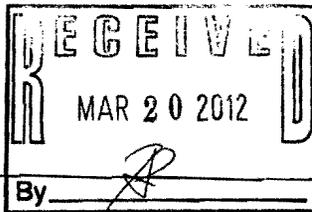


Board of Governors of the Federal Reserve System



FR Y-6
OMB Number 7100-0297
Approval expires December 31, 2014
Page 1 of 2



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.

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.

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.

Date of Report (top-tier bank holding company's fiscal year-end):
December 31, 2011
Month / Day / Year

James T. Ramage, III
Name of the Bank Holding Company Director and Official
Chairman/CEO
Title of the Bank Holding Company Director and Official

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

attest 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.

P O Drawer 775
(Mailing Address of the Bank Holding Company) Street / P.O. Box
Brundidge AL 36010
City State Zip Code
137 S. Main Street, Brundidge AL 36010
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:
Rhonda S. Peters Senior Vice President
Name Title
334-735-2351
Area Code / Phone Number / Extension
334-735-2983
Area Code / FAX Number
rhonda.peters@f-n-b.com
E-mail Address

[Signature]
Signature of Bank Holding Company Director and Official
March 16, 2012
Date of Signature

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

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

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 Federal Reserve Bank Use Only
RSSD ID 1245684
C.I. _____

Form FRY-6

FIRST BRUNDIDGE BANCSHARES, INC.
Brundidge, AL
Fiscal Year Ending December 31, 2011

Report Item 1:

- a. The BHC is not required to prepare form 10K with the SEC.
- b. The BHC does not prepare an annual report for its shareholders.

Report Item 2: Organization Chart

First Brundidge Bancshares, Inc.
Located in Brundidge, Alabama
(Began operation 11-2-87)

The First National Bank of Brundidge
(100 percent owned subsidiary; began operation
1904; located in Brundidge, AL)

Report Item 3: Shareholders**(1) Shareholders of First Brundidge Bancshares, Inc., Who Own Five Percent or More of Voting Securities**

Shareholder % of Common Stock	Address	Country of Citizenship	No. of Shares
Fox Johnson Beam 8.610%	Moorpark, CA 93021	USA	8,610
James T. Ramage, III 11.55%	Brundidge, AL 36010	USA	11,550
Estate of James T. Ramage 13.525%	Brundidge, AL 36010	USA	13,525
Johnnie Ramage 11.55%	Brundidge, AL 36010	USA	11,550
First Brundidge Bancshares, Inc. 5.10%	Brundidge, AL 36010	USA	5,100

(2) None

Report Item 4: Directors and Officers

Name and Address	Principal Occupation if other than with Bank Holding Company	Title and Position with Bank Holding Company	Title and Position with Subsidiary--First National Bank of Brundidge	Title and Position with Other Businesses	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries	Connection with Other Companies
James T. Ramage, III Brundidge, AL 36010	Chairman/CEO First National Bank of Brundidge	Chairman/CEO	President/CEO of Both	N/A	11.55%	None	Mayor, City of Brundidge; Power South Coop, Andalusia AL 0%; Chairman, Charles Henderson Memorial Association, Troy AL 0%; Executive Officer, Community Bankers Association of Alabama 0%
Rayvon Graham Brundidge, AL 36010	Diverse Business and farming	Director	Director of Both	N/A	3.50%	None	Sem-Ray 45% Graham Leasing Company, LTD 50% of partnership Industrial Developers 33% of partnership Waugh Properties 1/3 interest in partnership Graham Farms 100%
James M. Shirley Brundidge, AL 36010	Ford Dealer	Director	Director of Both	Chairman of Board and Vice President Floyd Shirley Ford-Mercury, Inc.	2%	None	Owens 50% of stock in Floyd Shirley Ford-Mercury, Inc., Brundidge, AL Serves as Chairman of Board/Vice President
Thomas C. Wallace Troy, AL 36079	Wholesale Plumbing Supplier	Director	Director of Both	President Wallace Pump and Supply Company, Inc.	1%	None	Owens 35% of stock of Wallace Pump and Supply Company, Inc., Brundidge, AL Serves as President
Robert William Barr Troy, Alabama 36081	Circuit Judge	Director	Director of Both	N/A	0.13%	None	N/A

Report Item 4: Directors and Officers

Name and Address	Principal Occupation if other than with Bank Holding Company	Title and Position with Bank Holding Company	Title and Position with Subsidiary--First National Bank of Brundidge	Title and Position with Other Businesses	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries	Connection with Other Companies
John R. Ramage Brundidge, Alabama	Senior Vice President	Director	Director; Senior Vice President	N/A	2.150%	None	Chairman, Pike County Economic Development 0%; Chairman, Pike Liberal Arts School 0%
Kyle M. Leverette Troy, AL 36081	Civil Engineer	Director	Director of Both	Assistant Division Engineer – County Transportation with AL Dept of Transportation	0.100%	None	N/A
Helen Leverette Stewart Montgomery, AL 36117	Bank Consultant	Emeritus Director	Emeritus Director of Both	N/A	1.8%	None	N/A
Estate of James T. Ramage Brundidge, AL 36010	N/A	Principal Shareholder	N/A	N/A	13.525%	None	N/A
Johnnie M. Ramage Brundidge, AL 36010	Administrative Assistant First National Bank of Brundidge	Principal Shareholder	Administrative Assistant	N/A	11.550%	None	N/A
Jerry W. McLendon Troy, AL 36081	Executive Vice President of FNBB	Executive Vice President	Executive Vice President	N/A	0.03%	None	Chairman, The Charles Henderson Medical Clinic Board of the City of Troy, AL 0%
Rhonda S. Peters Brundidge, AL 36010	Senior Vice President of FNBB	Senior Vice President/Secretary	Senior Vice President/Secretary of the Board	N/A	0.01%	None	N/A
Brian F. Davis Brundidge, AL 36010	Cashier of FNBB	Cashier	Cashier	N/A	0%	None	Board member; Leadership Community Bankers 0%