



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, Robert E Curry
Name of the Holding Company Director and Official
CFO/Director
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

First Security Bankshares, Inc

Legal Title of Holding Company

PO Box 765

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

Lavonia GA 30553

City State Zip Code

12461 Augusta Road, Lavonia, Ga 30553

Physical location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Johnny Mansfield VP

Name Title

706-356-4444 2130

Area Code / Phone Number / Extension

7063562519

Area Code / FAX Number

jmansfield@northeastgabank.com

E-mail Address

northeastgabank.com

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

Signature of Holding Company Director and Official

03/24/2014

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 1085572

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

REPORT ITEM 1: The Bank Holding Company does not prepare an annual Report for its Shareholders. Two copies of the preliminary financial statements are enclosed. Final Statements will be submitted when presented to First Security Bankshares, Inc.

REPORT ITEM 2a: ORGANIZATION CHART

FIRST SECURITY BANKSHARES, INC.
ORGANIZATIONAL CHART

December 31, 2013

FIRST SECURITY BANKSHARES, INC.
LAVONIA, GEORGIA / USA
INCORPORATED IN GEORGIA
ORGANIZED: January 3, 1984
SHARES AUTHORIZED: 1,000,000
SHARES OUTSTANDING: 38,166

|
NORTHEAST GEORGIA BANK**
LAVONIA, GA. 30553 /USA
INCORPORATED IN GEORGIA

Acquired: January 3, 1984
ORGANIZED: September 30, 1940
SHARES AUTHORIZED: 1,000,000
SHARES OUTSTANDING: 133,000

**= WHOLLY OWNED SUBSIDIARIES
100% OF OUTSTANDING STOCK OWNED

REPORT ITEM 2b: Domestic Branch Listing

Submitted by E-Mail March 11, 2013 @ 11:15 AM

Results: A list of branches for your depository institution: NORTHEAST GEORGIA BANK (ID_RSSD: 888833).
 This depository institution is held by FIRST SECURITY BANKSHARES, INC. (1085572) of LAVONIA, GA.
 The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

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.

Submission Procedure

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.

Note:

To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add.
 The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* 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	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	888833	NORTHEAST GEORGIA BANK	12461 AUGUSTA ROAD	LAVONIA	GA	30553	FRANKLIN	UNITED STATES	10018		0 NORTHEAST GEORGIA BANK		888833
OK		Full Service	10634	BRASELTON BRANCH	5045 HIGHWAY 53	BRASELTON	GA	30517	JACKSON	UNITED STATES	11233		4 NORTHEAST GEORGIA BANK		888833
OK		Full Service	1220467	CARNESVILLE BRANCH	9535 LAVONIA ROAD	CARNESVILLE	GA	30521	FRANKLIN	UNITED STATES	235253		3 NORTHEAST GEORGIA BANK		888833
OK		Full Service	3732571	COMMERCE BRANCH	30990 HWY 441 SOUTH	COMMERCE	GA	30529	BANKS	UNITED STATES	423490		13 NORTHEAST GEORGIA BANK		888833
OK		Full Service	3917668	FREEDOM BANK BRANCH	3165 MAYSVILLE ROAD	COMMERCE	GA	30529	JACKSON	UNITED STATES	365563		15 NORTHEAST GEORGIA BANK		888833
OK		Full Service	2602163	ELBERTON BRANCH	916 ELBERT STREET EXTENSION	ELBERTON	GA	30635	ELBERT	UNITED STATES	235255		6 NORTHEAST GEORGIA BANK		888833
OK		Full Service	566935	HARTWELL BRANCH	331 EAST FRANKLIN ST	HARTWELL	GA	30643	HART	UNITED STATES	12350		8 NORTHEAST GEORGIA BANK		888833
OK		Full Service	2498843	QUALITY FOODS OFFICE	1028 BENSON STREET	HARTWELL	GA	30643	HART	UNITED STATES	245417		11 NORTHEAST GEORGIA BANK		888833
OK		Full Service	3685341	JEFFERSON BRANCH OFFICE	1775 OLD PENDERGRASS ROAD	JEFFERSON	GA	30549	JACKSON	UNITED STATES	478483		14 NORTHEAST GEORGIA BANK		888833
OK		Full Service	2252139	DILLS SUPERMARKET OFFICE	12260 AUGUSTA ROAD	LAVONIA	GA	30553	FRANKLIN	UNITED STATES	235254		5 NORTHEAST GEORGIA BANK		888833
OK		Full Service	949435	ROYSTON BRANCH	155 FRANKLIN SPRINGS STREET	ROYSTON	GA	30662	FRANKLIN	UNITED STATES	235252		2 NORTHEAST GEORGIA BANK		888833
OK		Full Service	2813512	TOCCOA BRANCH	565 STEPHENS CIRCLE	TOCCOA	GA	30577	STEPHENS	UNITED STATES	235256		7 NORTHEAST GEORGIA BANK		888833

REPORT ITEM 3-1

FIRST SECURITY BANKSHARES, INC.

5% OR MORE SHAREHOLDERS
December 31, 2013

NAME AND ADDRESS	COUNTRY	SHARES OWNED	PERCENT
CHARLES BENNETT TRUST	USA	1,289.0	3.38%
GENEVA BENNETT TOCCOA, GA	USA	1,476.0	3.87%
		-----	-----
		2,765.0	7.24%
MARY PATSY GILBERT	USA	4,969.0	13.02%
HW WHITWORTH IRRV TRUST LAVONIA, GA	USA	2,946.0	7.72%
		-----	-----
		7,915.0	20.74%
CAROLINE LOUISE KELLY	USA	607.0	1.59%
LEIGH W KELLY	USA	2,059.0	5.39%
MATTHEW THOMAS KELLY	USA	607.0	1.59%
WESLEY WILLIAM KELLY	USA	607.0	1.59%
THOMAS F KELLY CONYERS, GA	USA	320.0	0.84%
		-----	-----
		4,200.0	11.00%
JANIECE M. WHITE ANDERSON, SC	USA	2,000.0	5.24%
BARRY S WHITWORTH	USA	1,876.0	4.92%
SARAH ELIZABETH WHITWORTH	USA	465.0	1.22%
STEVEN JARRETT WHITWORTH	USA	483.0	1.27%
LAURA J WHITWORTH TOCCOA, GA	USA	248.0	0.65%
		-----	-----
		3,072.0	8.05%
RACHEL M WHITWORTH	USA	1,220.0	3.20%
SHURATT WHITWORTH	USA	5,345.0	14.00%
HW WHITWORTH IRR TRUST LAVONIA, GA.	USA	3,329.0	8.72%
		-----	-----
		9,894.0	25.92%

REPORT ITEM 3-2:

NONE

REPORT ITEM 4: DIRECTORS & OFFICERS

FIRST SECURITY BANKSHARES, INC.
OFFICERS AND DIRECTORS
December 31, 2013

Item 4-(1) NAME AND ADDRESS (CITY, STATE, COUNTRY)	Item 4-(2) PRINCIPAL OCCUPATION	Item 4-(3a) TITLE AND POSITION WITH: FIRST SECURITY BANKSHARES, INC.	Item 4-(3b) NORTHEAST GA. BANK	Item 4-(3c) TITLE\POSITION: OUTSIDE CONCERNS	ITEM: 4-(4a) OWNERSHIP FIRST SECURITY BANKSHARES, INC. PERCENT	ITEM: 4-(4b) OWNERSHIP OF SUBS OF BANK HOLD COMPANY	ITEM: 4-(4c) OWNERSHIP OF OTHER BUSINESS INTEREST OVER 25% OWNERSHIP		
							COMPANY	#SHARES	PERCENT
SHURATT WHITWORTH LAVONIA, GA. (USA)	INSURANCE AGENT	CHAIRMAN	CHAIRMAN	SECT/TREAS, FRANKLIN INSURANCE AGENCY	25.92%	NONE	FRANKLIN INS CO	21,000	100%
GROOMS JOHNSON HARTWELL, GA. (USA)	RETIRED	DIRECTOR	DIRECTOR	RETIRED	0.039%	NONE	NONE	0	0%
JOHN C. SEAY HARTWELL, GA. (USA)	BANKING	PRESIDENT/CEO DIRECTOR	PRESIDENT/CEO DIRECTOR	NONE	0.419%	NONE	NONE	0	0%
BARRY WHITWORTH TOCCOA, GA (USA)	INSURANCE AGENT	DIRECTOR	DIRECTOR	PRESIDENT, FRANKLIN INSURANCE AGENCY	8.05%	NONE	NONE	0	0%
GERALD VOYLES CARNESVILLE, GA (USA)	RETIRED	DIRECTOR	DIRECTOR	NONE	0.26%	NONE	NONE	0	0%
RICHARD A BASINGER, JR COMER, GA (USA)	BANKING	DIRECTOR	EVP / DIRECTOR	NONE	0.000%	NONE	NONE	0	0%
MARY PATSY GILBFRT LAVONIA, GA (USA)	RETIRED	PRINCIPAL SHAREHOLDER	NONE	NONE	20.74%	NONE	NONE	0	0%
BOBBY LEE VAUGHN ELBERTON, GA (USA)	BANKING	DIRECTOR	SVP / DIRECTOR	NONE	0.013%	NONE	NONE	0	0%
ROBERT E CURRY HARTWELL, GA. (USA)	BANKING	CFO/DIRECTOR	CFO / DIRECTOR	NONE	0.000%	NONE	NONE	0	0%