

Board of Governors of the Federal Reserve System



Annual Report of Bank Holding Companies—FR Y-6



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

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

I, ROY G. DOWDY, JR.
Name of the Bank Holding Company Director and Official
PRESIDENT AND CEO
Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
GENALA BANC, INC.
Legal Title of Bank Holding Company
515 S. COMMERCE STREET
(Mailing Address of the Bank Holding Company) Street / P.O. Box
GENEVA AL 36340
City State Zip Code

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.

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:
ROY G. DOWDY, JR. PRESIDENT AND CEO
Name Title
(334) 684-2222
Area Code / Phone Number / Extension
(334) 684-9919
Area Code / FAX Number

Roy G. Dowdy, Jr.
Signature of Bank Holding Company Director and Official
3.24.2012
Date of Signature

E-mail Address
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 1139961
C.I. _____

FORM FR Y-6
GENALA BANC, INC.
(PARENT ONLY)
DECEMBER 31, 2011

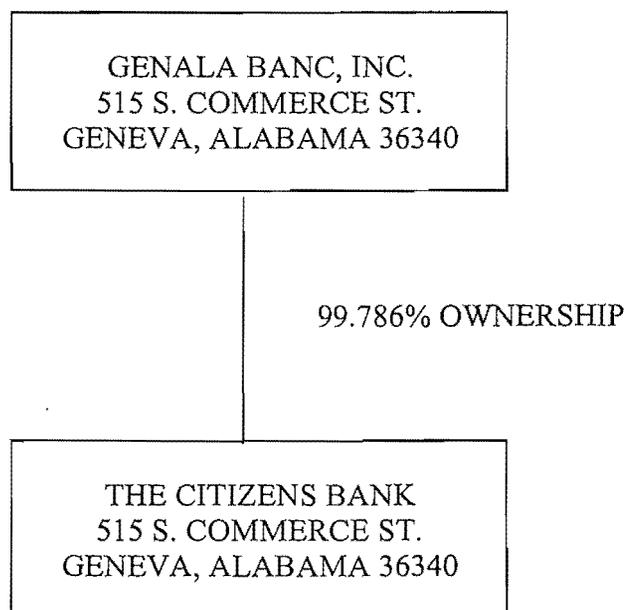
FR Y-6 REPORT ITEMS:

- 1:a. "None." The bank holding company is not required to prepare or file form 10K with the SEC.
- 1:b. See annual report enclosed.
- 2: Organization chart – See page 12.
- 3: Shareholders – See page 13.
- 4: Directors and Officers – See page 14.

FR Y-6A REPORT ITEMS:

- 8: Verification of FR Y-6 filings – See page 15.

FORM FR Y-6
GENALA BANC, INC.
(PARENT ONLY)
REPORT ITEM 2: ORGANIZATION CHART
DECEMBER 31, 2011
(Unaudited)



- 2:a. "None." This item is not applicable.
- 2:b. "None." This item is not applicable.
- 2:c. "None." This item is not applicable.
- 2:d. "None." This item is not applicable.

FORM FR Y-6
 GENALA BANC, INC.
 (PARENT ONLY)
 REPORT ITEM 3: SHAREHOLDERS
DECEMBER 31, 2011
 (Unaudited)

(1) Current shareholders with ownership, control or holdings of 5% or more with power to vote as of December 31, 2011:

1(a) Name and Address (City and State/Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities		
Nell L. Johnson Geneva, Alabama	USA	8529 Sh.	34.32%	common stock
Sharon S. Price Ozark, Alabama	USA	2083 Sh.	8.38%	common stock
William E. Mattison Alexandria, Virginia	USA	1899 Sh.	7.64%	common stock

(2) 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 December 31, 2011:

2(a) Name and Address (City and State/Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities		
"None"	"None"	"None"		

FORM FR Y-6
 GENALA BANC, INC.
 (PARENT ONLY)
 REPORT ITEM 4: DIRECTORS AND OFFICERS
DECEMBER 31, 2011
 (Unaudited)

(1) Names and Addresses <u>City & State/Country</u>	(2) Principal Occupation If Other Than With Bank <u>Holding Company</u>	(3)(a) Title & Position With Holding Company <u>Genala Banc, Inc.</u>	(3)(b) Title & Position With Subsidiary <u>The Citizens Bank</u>	3(c) Title & Position With Other Business <u>(And Name of Business)</u>	(4)(a) Percentage of Voting Shares In Bank Holding Company <u>Genala Banc, Inc.</u>	(4)(b) Percentage Of Voting Shares in Subsidiary <u>The Citizens Bank</u>	(4)(c) Names and Percentage of Voting Securities Held in Other Companies if 25% or More of Voting Securities <u>Are Held</u>
Roy G. Dowdy, Jr. Geneva, AL	N/A	President, CEO & Director	President, CEO & Director	N/A	4.63%	0.05%	N/A
Martha B. Helms Geneva, AL	N/A	Secretary/Treasurer & Director	Sr. Vice-President & Director	Secretary & Director Johnson Farms, Inc.	2.41%	0.05%	N/A
Richard Jerome Parrish Geneva, AL	N/A	Executive Vice President & Director	Executive Vice President & Director	N/A	0.18%	0.00%	N/A
Harold Hicks Hartford, AL	N/A	N/A	Vice President	N/A	0	0	N/A
Nell L. Johnson Geneva, AL	N/A	Chairman	Chairman	President & Director Johnson Farms, Inc.	34.32%	0.12%	Johnson Farms, Inc. 44.40%
Sharon S. Price Geneva, AL	Retired Teacher	Director	Director	N/A	8.38%	N/A	N/A