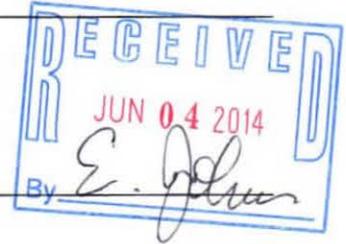


Revised 6-4-2014

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, B. W Coleman, III

Reporter's Name, Street, and Mailing Address

Greensboro Bancshares, Inc.

Name of the Holding Company Director and Official

Chairman

Legal Title of Holding Company

P O Box 520

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.

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

Greensboro

AL

36744

City

State

Zip Code

1402 State Street

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:

Mary Quitman Holmes

Operations Officer

Name

Title

334-624-8804

Area Code / Phone Number / Extension

334-624-2205

Area Code / FAX Number

maryq@peoplesbankofgreensboro.com

E-mail Address

www.peoplesbankofgreensboro.com

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

B. W. Coleman III

Signature of Holding Company Director and Official

3-27-2014

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 1086715

C.I.

Does the reporter request confidential treatment for any portion of this submission?

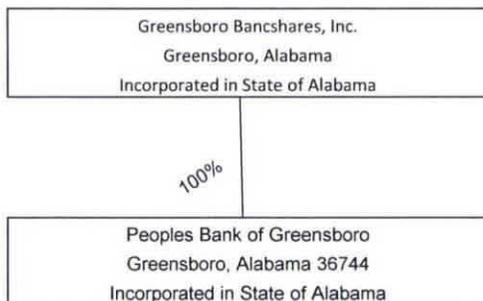
Yes Please identify the report items to which this request applies:

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: 2



Report Item 3: Shareholders

(1)(a) Name & Address	(1)(b) Country of Citizenship	(1)(c) # and % of Each Class of Voting Securities	
B.W. Coleman, III, Greensboro, AL	USA	1801.90	23.24%
Jane Arrington, Greensboro, AL	USA	562.86	7.26%
Mary Q. Holmes, Greensboro, AL	USA	1265	16.31%
Amy L. Cooper, Tuscaloosa, AL	USA	1265	16.31%

Report Item: 3(2)

None

2B.

Results: A list of branches for your depository institution: PEOPLES BANK OF GREENSBORO (ID_RSSD: 320034).
This depository institution is held by GREENSBORO BANCSHARES, INC. (1086775) of GREENSBORO, AL.
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.

OK

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
	3-24-14	Full Service (Head Office)	320034	PEOPLES BANK OF GREENSBORO	1402 STATE STREET	GREENSBORO	AL	36744	HALE	UNITED STATES	1142	0	PEOPLES BANK OF GREENSBORO	320034	

Report Item 4: Insiders

(1) Names & Addresses	(2) Prin. Occupation other than BHC	(3)(a) Title & Position with BHC	(3)(b) Title & Position with Subsidiary	(3) (C) Title & Position Other Business
C.R. Lawson, Jr. Greensboro, AL	retired	Vice-Chairman Director	n/a	C. R. Lawson, Jr. Family Ltd Partnership, General Partner
B.W. Coleman, III Greensboro, AL	retired	Chairman Director	n/a	retired
J.W. Kynard, Jr. Greensboro, AL	retired	Director	n/a	retired
Edna P. Kynard Tuscaloosa, AL	retired	Director	n/a	n/a
N.H. Cobbs, Jr. Greensboro, AL	attorney	Director	n/a	attorney (self-employed)
John F. Ferguson Greensboro, AL	retired	Director	n/a	retired
Michael W. Harrow Greensboro, AL	realtor	Director	n/a	realtor (self-employed)
Harris M. Coleman, Jr. Greensboro, AL	n/a	Director	President & CEO	n/a
Karen Whitis Greensboro, AL	n/a	Director Secretary	Vice-President & Secretary	n/a
Mary Q. Holmes Greensboro, AL	n/a	Director	n/a	C. R. Lawson, Jr. Family Ltd Partnership, Partner Lawson Catfish Farm, Owner
Amy L. Cooper Tuscaloosa, AL	n/a	n/a	n/a	C. R. Lawson, Jr. Family Ltd Partnership, Partner Lawson Catfish Farm, Owner
(4)	(4)(a) % Shares BHC	(4)(b)	(4)(C)	
C.R. Lawson, Jr.	3.01%	n/a	General Partner, C. R. Lawson, Jr. Family Ltd Partnership 1%	
B.W. Coleman, III	23.24%	n/a	none	
J.W. Kynard, Jr.	0.05%	n/a	none	
Edna P. Kynard	0.12%	n/a	none	
John F. Ferguson	0.31%	n/a	none	
N.H. Cobbs, Jr.	0.21%	n/a	none	
Michael W. Harrow	0.97%	n/a	Owner, Harrow Realty 100%	
Harris M. Coleman, Jr.	0.58%	n/a	none	
Karen Whitis	0.13%	n/a		
Mary Q. Holmes	16.31%	n/a	Partner, C. R. Lawson, Jr Family Ltd Partnership 49%; Owner, Lawson Catfish Farm 50%	
Amy Cooper	16.31%	n/a	Partner, C. R. Lawson, Jr Family Ltd Partnership 49%; Owner, Lawson Catfish Farm 50%	