

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, Hurley Dan Hale II

Reporter's Name, Street, and Mailing Address

Hartford Financial Corporation

Name of the Holding Company Director and Official

President/Director

Legal Title of Holding Company

P. O. Box 340

Title of the Holding Company Director and Official

(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.

Hartford AL 36344
City State Zip Code

307 W. Main 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:

Hurley Dan Hale II President

Name Title

334-588-3802

Area Code / Phone Number / Extension

334-588-6344

Area Code / FAX Number

dhale@citybankofhartford.com

E-mail Address

www.citybankofhartford.com

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

Signature of Holding Company Director and Official

Hurley Dan Hale II
4-23-13

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

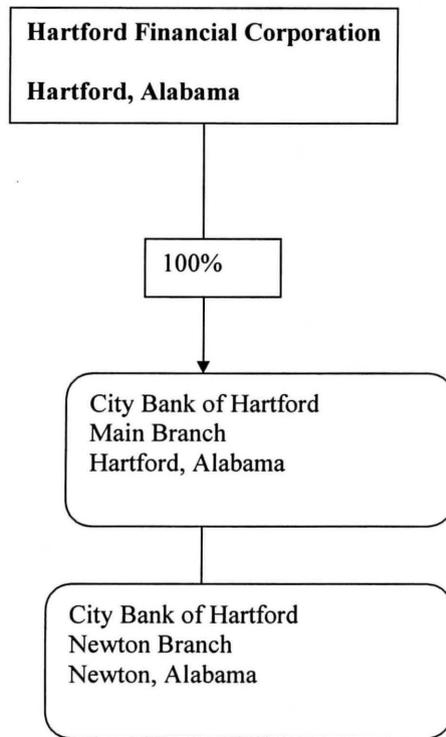
For Federal Reserve Bank Use Only
RSSD ID 1129663
C.I. _____

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

HARTFORD FINANCIAL CORP.
307 West Main St.
P O Box 340
Hartford, AL 36344

ANNUAL REPORT OF BANK HOLDING COMPANY FR Y-6
Report Item 2a:
Organization Chart

ALL ENTITIES ARE INCORPORATED IN ALABAMA



Report Item 2b:
The Newton Branch of City Bank of Hartford was officially opened on June 15, 2007 as a full-service branch of City Bank of Hartford. The popular name of this branch is City Bank of Hartford, Newton location. The physical location is: 465 S. College St
Newton, AL 36352

Results: A list of branches for your depository institution: CITY BANK OF HARTFORD (ID_RSSD: 51730).
 This depository institution is held by HARTFORD FINANCIAL CORPORATION (1129663) of HARTFORD, AL.
 The data are as of 03/31/2013. Data reflects information that was received and processed through 04/10/2013.

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)	51730	CITY BANK OF HARTFORD	307 WEST MAIN STREET	HARTFORD	AL	36344	GENEVA	UNITED STATES	15372	0	CITY BANK OF HARTFORD	51730	
OK		Full Service	3617043	NEWTON BRANCH	465 SOUTH COLLEGE STREET	NEWTON	AL	36352	DALE	UNITED STATES	465766	1	CITY BANK OF HARTFORD	51730	

Revised 5-13-13

FORM FRY-6
CITY BANK OF HARTFORD
As of December 31, 2012

Comment [j1]:

Report Item #3(1): Shareholders
Current shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12/31/2011:

<u>Name & Address:</u>	<u>Country:</u>	<u>Number & Percentage:</u>
J. P. Kennedy, Jr. Hartford, AL 36344	USA	15,232 shares 20.71% common stock
Jean Kennedy Hartford, AL 36344	USA	5,487 shares 7.46 common stock
Jack P. Kennedy, III Hartford, AL 36344	USA	6,015 shares 8.18%
Laura K. Bancroft Dothan, AL 36305	USA	5,208 shares 7.08%
Doris D. Mezick Daleville, AL 36322	USA	11,911 shares 16.20% common stock
W. H. Kennedy Sr Hartford, AL 36344	USA	7,176 shares 9.76% common stock

Report Item #3(2): None

Revised 5-13-13

HARTFORD FINANCIAL CORP.
 307 West Main St.
 P O Box 340
 Hartford, AL 36344

ANNUAL REPORT OF BANK HOLDING COMPANY FR Y-6
Report Item 4:

Name & Address:	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries	Title & Position with other Businesses	Percentage of Voting Shares in Bank Holding Co.	Percentage of Voting Shares in Subsidiaries	List names of other companies if 25% or more of Voting securities are held:
Wallace Dowling Dothan, AL	Building Supplies	Director	Director City Bank of Hartford	President Dowling Lumber Co. Inc.	.1.05%	none	Dowling Lumber Co. Inc (67.6%)
J. P. Kennedy Jr Hartford, AL	Farmer	Director	Director City Bank of Hartford		20.71%	none	n/a
W. H. Kennedy Sr. Hartford, AL	n/a	Director & President	Director		9.76%	none	n/a
Doris D. Mezick Daleville, AL	100% owner & operator Of Mark Donnell Farms & The Sand Pit	Director	Director City Bank of Hartford	Owner/Operator Mark Donnell Farms The Sand Pit	16.20%	none	n/a
Joseph F. Reagan Sr. Hartford, AL	Retired Pharmacist	Director & Secretary	Director & Secretary City Bank of Hartford		4.84%	none	n/a
Jean Kennedy Hartford, AL	Retired	n/a	n/a	n/a	7.46%	none	n/a
David Bailey Enterprise AL	n/a	Director & Vice President	Director Pres-City Bank of Hartford	n/a	0.00	none	n/a
Steve Bancroft Dothan, AL	Retired	Director	Chairperson City Bank of Hartford	n/a	1.15%	none	n/a
Dan Hale Ozark, AL	n/a	Director	CEO City Bank of Hartford	n/a	0.00%	none	n/a