

Board of Governors of the Federal Reserve System



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

I, Billy P. Atkins
Name of the Bank Holding Company Director and Official
Chairman, President & CEO
Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
Legends Financial Holdings, Inc.
Legal Title of Bank Holding Company
310 N. First Street
(Mailing Address of the Bank Holding Company) Street / P.O. Box
Clarksville TN 37040
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:
Lee Pedigo SVP & CFO
Name Title
931-503-1234
Area Code / Phone Number / Extension
931-648-9299
Area Code / FAX Number
lpedigo@legendsbank.com
E-mail Address
www.legendsbank.com
Address (URL) for the Bank Holding Company's web page

[Signature]
Signature of Bank Holding Company Director and Official
3-15-12
Date of Signature

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

For Federal Reserve Bank Use Only
RSSD ID 3100349
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

For Use By Tiered Bank Holding Companies

Top-tiered bank holding companies must list the names, mailing address, and physical locations of each of their subsidiary bank holding companies below.

Legal Title of Subsidiary Bank Holding Company	Legal Title of Subsidiary Bank Holding Company
(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)
Legal Title of Subsidiary Bank Holding Company	Legal Title of Subsidiary Bank Holding Company
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City State Zip Code	City State Zip Code
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City State Zip Code	City State Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)

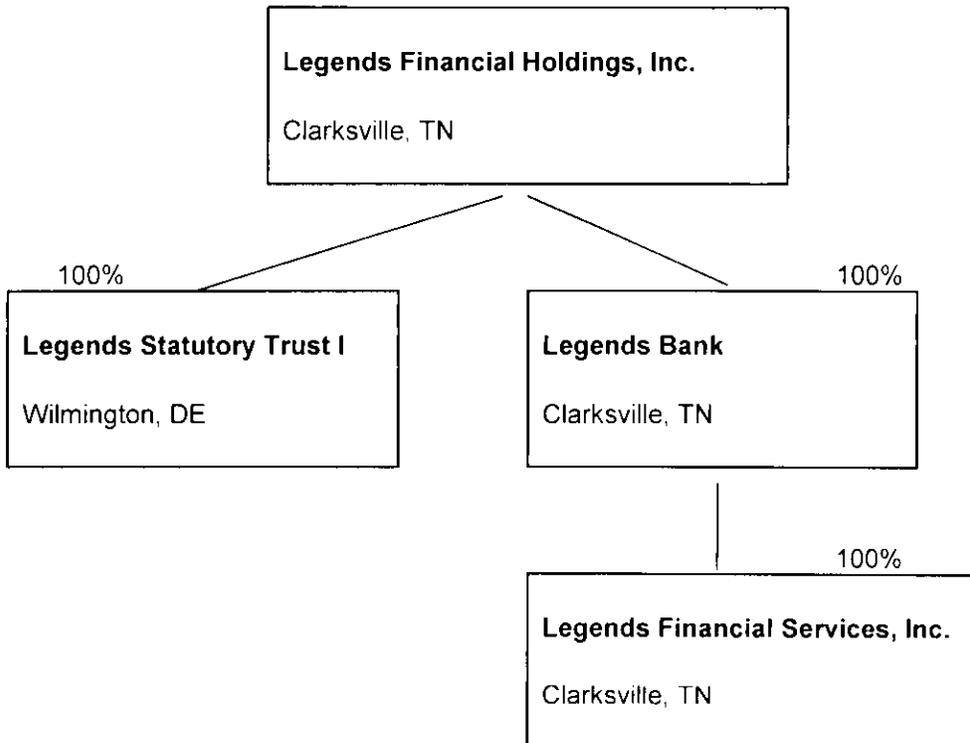
Form FR Y-6

Legends Financial Holdings, Inc.
Clarksville, Tennessee
Fiscal Year Ending December 31, 2011

Report Item 1: Annual Report to Shareholders

Will be sent under separate cover.

Report Item 2a: Organizational Chart



Report Item 2b: Submitted early via email on 2/16/2012.

3: Shareholders

See attached sheet

4: Insiders

See attached sheet

Form FR Y-6
 Legends Financial Holdings, Inc.
 Fiscal year ending December 31, 2011

Report Item 3: Shareholders
 (1)(a)(b)(C) and (2)(a)(b)(C)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-11				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 12-31-11		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(C) Number and Percentage of Each Class of Voting Securities		(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(C) Number and Percentage of Each Class of Voting Securities
✓ Billy P. Atkins Clarksville, Tennessee	U.S.A.	68,951	5.22% (common stock)	NONE		

Form FR Y-6
 Legends Financial Holdings, Inc.
 Fiscal Year Ending December 31, 2011

Report Item 4: Insiders

(1) (2) (3)(a)(b)(C) and (4)(a)(b)(C)

(1) Names & Addresses (City, State, Country)	(2) Principal Occupation --- other than BHC	(3)(a) Title & Position with BHC	(3)(b) Title & Position with Subsidiaries	(3)(C) Title & Position with other businesses	(4)(a) Perct of Voting Shares BHC	(4)(b) Perct of Voting Shares - Subs	(4)(C) List names of other companies
✓ Billy Atkins Clarksville, TN	N/A	Director, Chairman, & President/CEO	Director, Chairman&CEO (Legends Bank) President (Legends Financial Services)	N/A	5.22%	None	N/A
✓ Jill Ayers Clarksville, TN	Attorney	Director	Director/Vice Chairman (Legends Bank)	Partner Batson, Nolan, etc law firm	0.32%	None	23.4% Batson, Nolan, etc Law firm
✓ Mark Barnett Clarksville, TN	Livestock Warehouse/ Farmer	Director	Director (Legends Bank)	1/3 Partner KY-TN Livestock	0.97%	None	1/3 Partner KY-TN Livestock
✓ Tommy Bates Clarksville, TN	N/A	Director, EVP & COO	Director, President & COO (Legends Bank) Secretary/VP (Legends Financial Services)	N/A	3.10%	None	N/A
✓ Ronnie Goad Clarksville, TN	Home builder	Director	Director (Legends Bank)	66% owner Goad Construction Co	2.20%	None	2/3 owner Goad Construction Co
✓ Dick Littleton Palmyra, TN	Real Estate agent	Director	Director (Legends Bank)	N/A	1.27%	None	N/A

Report Item 4: Insiders - Continued

(1) Names & Addresses (City, State, Country)	(2) Principal Occupation --- other than BHC	(3)(a) Title & Position with BHC	(3)(b) Title & Position with Subsidiaries	(3)(C) Title & Position with other businesses	(4)(a) Perct of Voting Shares BHC	(4)(b) Perct of Voting Shares - Subs	(4)(C) List names of other companies
✓ Pravin (Bob) Patel Clarksville, TN	Hotel/Motel operator	Director	Director (Legends Bank)	N/A	3.77%	None	N/A
✓ Lee Pedigo Clarksville, TN	N/A	SVP/CFO	SVP & CFO (Legends Bank)	N/A	0.17%	None	N/A
✓ Jan Roberts Clarksville, TN	N/A	SVP	SVP & Cashier (Legends Bank) Treasurer (Legends Financial Services)	N/A	2.70%	None	N/A
✓ Gene Washer Clarksville, TN	Retired	Director	Director (Legends Bank)	N/A	1.50%	None	N/A
✓ Doug Weiland Clarksville, TN	Montgomery Co Executive	Director	Director (Legends Bank)	Former County Mayor	0.61%	None	N/A