

Board of Governors of the Federal Reserve System

JUN 23 REC'D



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, **Ralph R Banks III**

Reporter's Name, Street, and Mailing Address

Merchant and Farmers Bancshares, Inc.

Name of the Holding Company Director and Official

Legal Title of Holding Company

President

P.O. Box 568

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.

Eutaw AL 35462
City State Zip Code

302 Prairie Avenue, Eutaw, AL 35462

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:

Ralph R Banks III President

Name Title

205-374-1105

Area Code / Phone Number / Extension

205-372-3484

Area Code / FAX Number

rbanks@e-mfb.com

E-mail Address

Signature of Holding Company Director and Official

03/15/2014

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

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 **211132.**

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

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

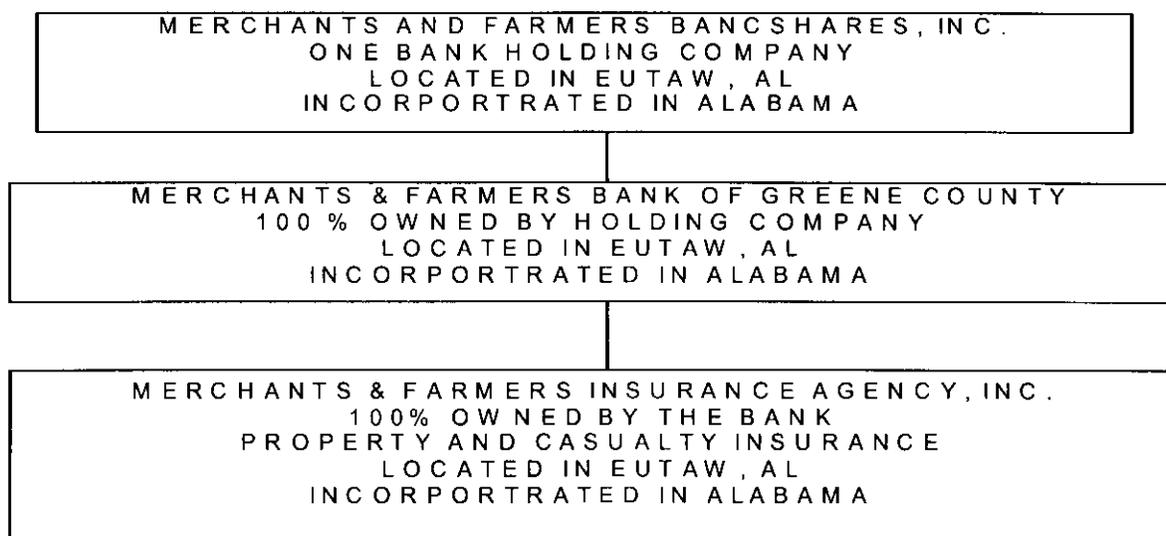
Revised

FORM FRY-6

Merchants and Farmers Bancshares, Inc.
Eutaw, AL 35462
Fiscal Year Ending December 31, 2013

- 1: a. Merchants and Farmers Bancshares is not required to prepare from 10K with the SEC.
1: b. Merchants and Farmers Bancshares does prepare an annual report for its shareholders.
Enclosed are two copies of the annual statement.
- 2: a. Organizational Chart

MERCHANTS AND FARMERS BANCSHARES, INC. SUBSIDIARIES



- 2 b. Merchants and Farmers Bank Main Branch
Open: March 1901
302 Prairie Ave
Eutaw, Al 35462
Greene County, USA
Full Service

FORM FR Y-6
December 31, 2013

Report Item 3: Shareholders

(1)(a) (1)(b) (1)(c) (2)(a) (2)(b) (2)(c)

(1)(a) Name & Address (City, State, County)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting		(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting
Jane Byrant Banks Eutaw, AL United States of America	United States	11.6237%	6589 Shares	N/A	N/A	N/A
James O. Banks, II Eutaw, AL united States of America	United States	5.2412%	2971 Shares	N/A	N/A	N/A

Form FR Y-6
December 31, 2013

Report Item 4: Directors and Officers

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

-1 Names & Address (City, State, County)	-2 Principal Occupation if other than with Bank Holding Company	-3 Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of
Kevin Jockisch Eutaw, AL United States of America	Repair Service	Director	Director, Merchants and Farmers Bank of Greene County	Joe's Repair Shop (President)	0.3528% 0.0000% Total <u>0.3528%</u>	0.00% 0.00% <u>0.00%</u>	Joe's Repair, Inc. (90%)
Alvis Storey (Betty Storey) Eutaw, AL United States of America	Banker	Chairman, CEO & Director	Director & President, Merchants and Farmers Bank of Greene County	N/A	0.3528% 0.1764% Total <u>0.5292%</u>	0.00% 0.00% <u>0.00%</u>	N/A
Ralph R. Banks, III Ellen N. Banks Eutaw, AL United States of America	Banker	President & Director	President & Director, Merchants and Farmers Bank of Greene County	N/A	1.7641% 0.4675% Total <u>2.2316%</u>	0.00% 0.00% <u>0.00%</u>	
Dennis Herndon Eutaw, AL United States of America	Catfish Farmer	Director	Director, Merchants and Farmers Bank of Greene County	Herndon Farms Inc. (President)	0.0882% 0.0000% Total <u>0.0882%</u>	0.00% 0.00% <u>0.00%</u>	Herndon Farms, Inc. (34%)
Ralph L. Liverman Eutaw, AL United States of America	Lawyer	Director	Director, Merchants and Farmers Bank of Greene County	N/A	0.5292% <u>0.5292%</u>	0.00% <u>0.00%</u>	N/A
James O. Banks, II (Connie R. Banks) (James O. Banks, III) (Andrew Harrison Banks) Eutaw, AL United States of America	Merchant	Director	Director, Merchants and Farmers Bank of Greene County	Banks and Company, LLC (Manager)	5.2412% 0.0882% 0.1323% 0.1323% Total <u>5.5940%</u>	0.00% 0.00% 0.00% 0.00% <u>0.00%</u>	Banks & Company, Inc. (50%)
Gavin Edgar Eutaw, AL United States of America	Merchant	Director	Director, Merchants and Farmers Bank of Greene County	Edgars Foodland, Inc. (President)	0.0882% <u>0.0882%</u>	0.00% <u>0.00%</u>	Edgar's Foodland, LLC (58%)
Daniel M. Garnand (Mary B Garnand) (James B Garnand) Eutaw, AL United States of America	Banker	Vice President & Cashier	Vice President & Cashier	Greene Express, Inc. (President) Top Twenty Investment Club III (Partner) G&S Hunting Investments (Partner)	0.5733% 2.2051% 0.5345% Total <u>3.3130%</u>	0.00% <u>0.00%</u>	Greene Express Inc - (100%) G&S Hunting Investment - (50%)
Jane Byrant Banks Eutaw, AL 35462 United States of America	Principal Stockholder	Stockholder	Stockholder	JEB, LLC - (Manger)	11.6237%	0.00%	N/A

Revised