

Board of Governors of the Federal Reserve System

MAR 23 2016 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, 2015**

Month / Day / Year

N/A

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

I, **Jim Reid**

**Reporter's Name, Street, and Mailing Address**

**Merchants Trust, Inc.**

Legal Title of Holding Company

**PO Box 347**

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

**Jackson**

**AL**

**36545**

City

State

Zip Code

**1901 College Avenue**

Physical Location (if different from mailing address)

Name of the Holding Company Director and Official

**Sr. Vice President & Cashier**

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.

Person to whom questions about this report should be directed:

**Jim Reid**

**Sr Vice President & Cashier**

Name

Title

**251-247-2007**

Area Code / Phone Number / Extension

**251-246-1533**

Area Code / FAX Number

**jreid@merchantsbk.com**

E-mail Address

**www.merchantsbk.com**

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

Signature of Holding Company Director and Official

**03/18/2016**

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

**108 5107**

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

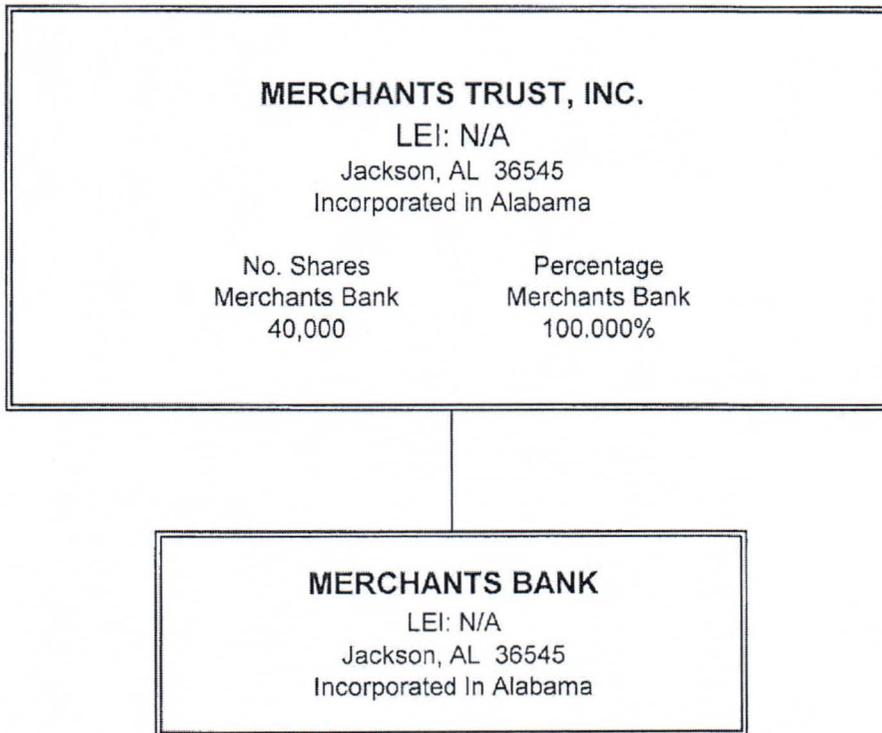
Form FR Y-6



Merchants Trust, Inc.  
1901 College Avenue / PO Box 347  
Jackson, AL 36545  
Fiscal Year Ending December 31, 2015

**REPORT ITEM**

- 1: a. Merchants Trust, Inc. is not required to prepare form 10K with the SEC.
- 1: b. Annual report to shareholders is attached.
- 2: Organizational Chart



Supplement to Organization Chart:

- 2.a na
- 2.b na
- 2.c na
- 2.d na

::

**Results:** A list of branches for your depository institution: MERCHANTS BANK (ID\_RSSD: 147633).  
 This depository institution is held by MERCHANTS TRUST, INC. (1085107) of JACKSON, AL.  
 The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

**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)	147633	MERCHANTS BANK	1901 NORTH COLLEGE AVE.	JACKSON	AL	36545	CLARKE	UNITED STATES	12519	0	MERCHANTS BANK	147633	
OK		Full Service	133533	GROVE HILL BRANCH	103 MAIN STREET	GROVE HILL	AL	36451	CLARKE	UNITED STATES	240381	3	MERCHANTS BANK	147633	
OK		Full Service	152039	DOWNTOWN BRANCH	101 COLLEGE AVENUE	JACKSON	AL	36545	CLARKE	UNITED STATES	245939	1	MERCHANTS BANK	147633	
OK		Limited Service	4031598	SOMERBY MOBILE BRANCH	901 SOMERSBY DRIVE	MOBILE	AL	36695	MOBILE	UNITED STATES	497946	7	MERCHANTS BANK	147633	
OK		Full Service	3877780	WEST MOBILE BRANCH	1353 CODY ROAD SOUTH	MOBILE	AL	36695	MOBILE	UNITED STATES	465727	6	MERCHANTS BANK	147633	
OK		Full Service	2951889	THOMASVILLE BRANCH	33440 HIGHWAY 43	THOMASVILLE	AL	36784	CLARKE	UNITED STATES	361448	4	MERCHANTS BANK	147633	

Form FR Y-6  
December 31, 2015



**REPORT ITEM 3: Shareholders**

**3.1**

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12-31-15.

(1) a <u>Name and Address</u>	(1) b <u>Country</u>	(1) c <u># Shares</u>	<u>Percentage</u>	MERCHANTS TRUST COMMON STOCK OUTSTANDING 34,642.95
Merchants Bank, Employee Stock Ownership Plan Jackson, AL USA 36545	USA	8,233.00	23.77%	
Grady L. Bedwell Jackson, AL USA 36545	USA	4,389.67	12.67%	
Joseph L. Bedwell Jackson, AL USA 36545	USA	3,260.10	9.41%	
William D. Harrigan, III Grove Hill, AL USA 36451	USA	2,641.00	7.62%	

**3.2**

Shareholders with ownership, control or holdings of 5% or more from 1-1-15 through 12-30-15, but not at 12-31-15.

(1) a <u>Name and Address</u>	(1) b <u>Country</u>	(1) c <u># Shares</u>	<u>Current Percentage</u>	<u>Previous # Shares</u>	<u>Previous Percentage</u>
Elizabeth C. Skipper Jackson, AL USA 36545	USA	0.00	0.00%	1,795.00	5.18%



Form FR Y-6  
December 31, 2015

REPORT ITEM 4: Directors and Officers

(1) NAME AND ADDRESS	(2) PRINCIPAL OCCUPATION IF OTHER THAN WITH BHC	(3)a MERCHANT TRUST, INC. TITLE AND POSITION	(3)b MERCHANTS BANK TITLE AND POSITION	(3)c OTHER BUSINESS TITLE OR POSITON	(4)a MERCHANTS TRUST, INC. COMMON STOCK		(4)b MERCHANTS BANK COMMON STOCK		(4)c NAMES OF OTHER COMPANIES WHERE 25% OR MORE OF VOTING SECURITIES ARE HELD
					Shares	Percentage	Shares	Percentage	
Grady L. Bedwell Jackson, AL USA 36545	N/A	Chairman and Director	Chairman & CEO and Director	N/A	4,369.67	12.67%	0.00	0.00%	N/A
Joseph L. Bedwell Jackson, AL USA 36545	N/A	Vice Chairman, President and Director	Executive Vice President and Director	N/A	3,260.10	9.41%	0.00	0.00%	N/A
William D. Harrigan, III Grove Hill, AL USA 36451	Lumber Company Executive	Director	Director	Vice President Fulton Logging Co., LLC	2,641.00	7.62%	0.00	0.00%	Fulton Logging Co., LLC (1/3 owner)
Jim Reid Jackson, AL USA 36545	N/A	Secretary and Director	Sr. Vice President and Cashier, Secretary and Director	N/A	75.00	0.22%	0.00	0.00%	N/A
Craig L. Scruggs Jackson, AL USA 36545	N/A	Vice President and Director	President and Director	N/A	185.00	0.53%	0.00	0.00%	N/A
Chris C Bailey, III Spanish Fort, AL USA 36527	President of All Plastics and Fiberglass, Inc.	Director	Director	N/A	516.00	1.49%	0.00	0.00%	N/A
Merchants Bank, Employee Stock Ownership Plan Jackson, AL USA 36545	N/A	Principal Stockholder	N/A	N/A	8,233.00	23.77%	0.00	0.00%	N/A