

Revised 5/29/2014



FR Y-6
OMB Number 7100-0297
Approval expires December 31, 2015
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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, **Charles E Gleghorn**

Reporter's Name, Street, and Mailing Address

North Alabama Bancshares, Inc

Name of the Holding Company Director and Official

Legal Title of Holding Company

CEO

P.O. Box 669

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.

Hazel Green AL 35750

City State Zip Code

13914 Hwy 231/431 N

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:

Michael D Dempsey Vice President

Name Title

256-828-9500

Area Code / Phone Number / Extension

256-828-9503

Area Code / FAX Number

mdempsey@northalabamabank.com

E-mail Address

Charles E Gleghorn
Signature of Holding Company Director and Official
05/20/2014

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 **3711857**

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.

For Use By Tiered Holding Companies

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

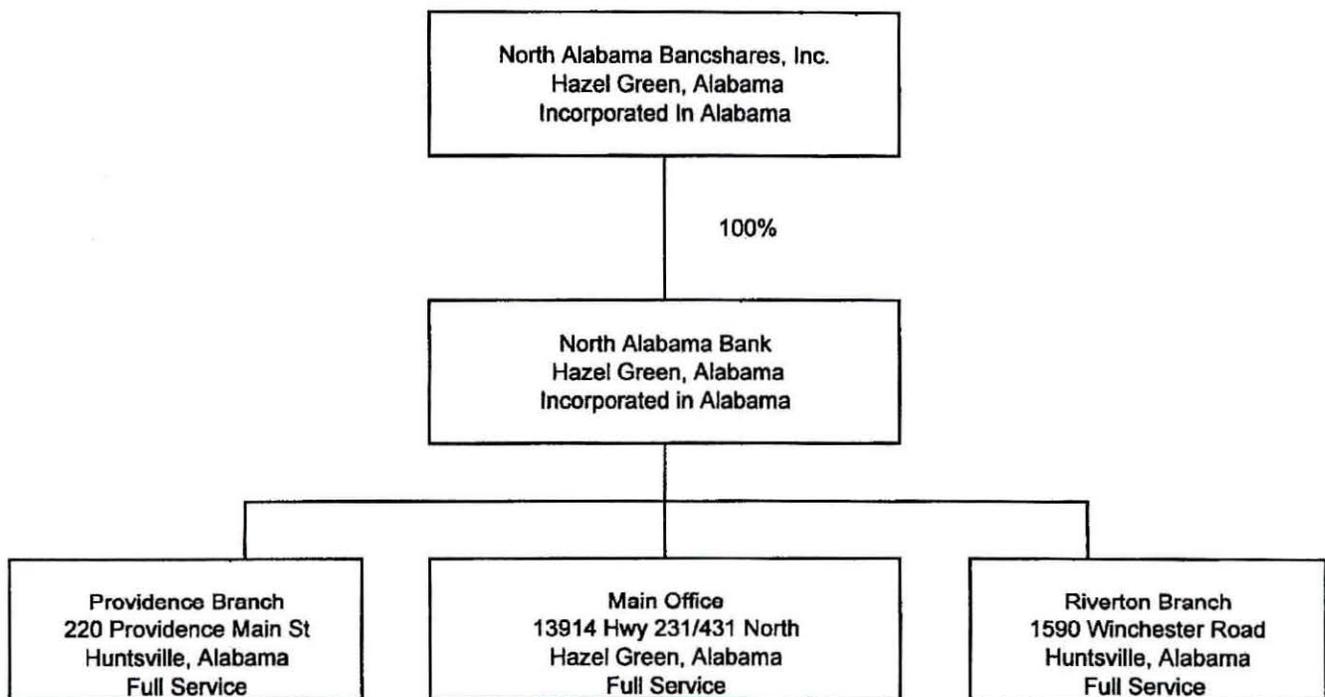
Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical location (if different from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

North Alabama Bancshares, Inc.
Hazel Green, Alabama
Fiscal Year Ending December 31, 2013

Report Item

- 1: The bank holding company does not prepare an annual report for its shareholders.
- 2: Organizational Chart



North Alabama Bancshares, Inc.

Fiscal Year Ending December 31, 2013

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 12/31/2013			Securities holders 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 12/31/2013		
(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities
Hue Counts Fayetteville, TN	USA	28,217 - 16.93% Common Stock	NONE		
Charles E. Gleghorn Fayetteville, TN	USA	34,417 - 20.65% Common Stock			
Joe B Ferrell Murfreesboro, TN	USA	12,859 - 7.72% Common Stock			
James B Ferrell Mulberry, TN	USA	12,858 - 7.72% Common Stock			
Estate of Joe L Lasater Hazel Green, AL	USA	10,834 - 6.50% Common Stock			
Roger E Jones New Market, AL	USA	11,084 - 6.65% Common Stock			

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North Alabama Bancshares, Inc.
Fiscal Year Ending December 31, 2013

Report Item 4: Insiders
 (1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name City, State Country	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) 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 or 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 voting securities are held (List names of companies and percentage of voting securities held)
Charles E. Gleghorn Fayetteville, TN USA	Banker	Director & Chairman	Director & Chairman North Alabama Bank	N/A	20.65%	20.65%	TN Valley Reinsurance WCS Corporation 100% 100%
Hue Counts Fayetteville, TN USA	N/A	Director	Director North Alabama Bank	N/A	16.93%	16.93%	N/A
Terry West Madison, AL USA	Banker	Director	Director & EVP North Alabama Bank	N/A	0.30%	0.30%	N/A
Roger Jones New Market, AL USA	Commissioner	Director	Director North Alabama Bank	N/A	6.65%	6.65%	N/A
Estate of Joe Lee Lasater Hazel Green, AL USA	N/A	Shareholder	Shareholder North Alabama Bank	N/A	6.50%	6.50%	N/A
Joe B Ferrell Murfreesboro, TN	N/A	Shareholder	Shareholder North Alabama Bank	N/A	7.72%	7.72%	N/A
James B Ferrell Mulberry, TN	N/A	Shareholder	Shareholder North Alabama Bank	N/A	7.72%	7.72%	N/A