

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, 2014

Month / Day / Year

N/A

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

I, **Charles E Gleghorn**

Name of the Holding Company Director and Official

CEO

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.

Reporter's Name, Street, and Mailing Address

North Alabama Bancshares, Inc.

Legal Title of Holding Company

P.O. Box 669

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

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

N/A

Charles E Gleghorn

Signature of Holding Company Director and Official

2-27-15

Date of Signature

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

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 **3711851**
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 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

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

City State Zip Code

Physical Location (if different from mailing address)

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City State Zip Code

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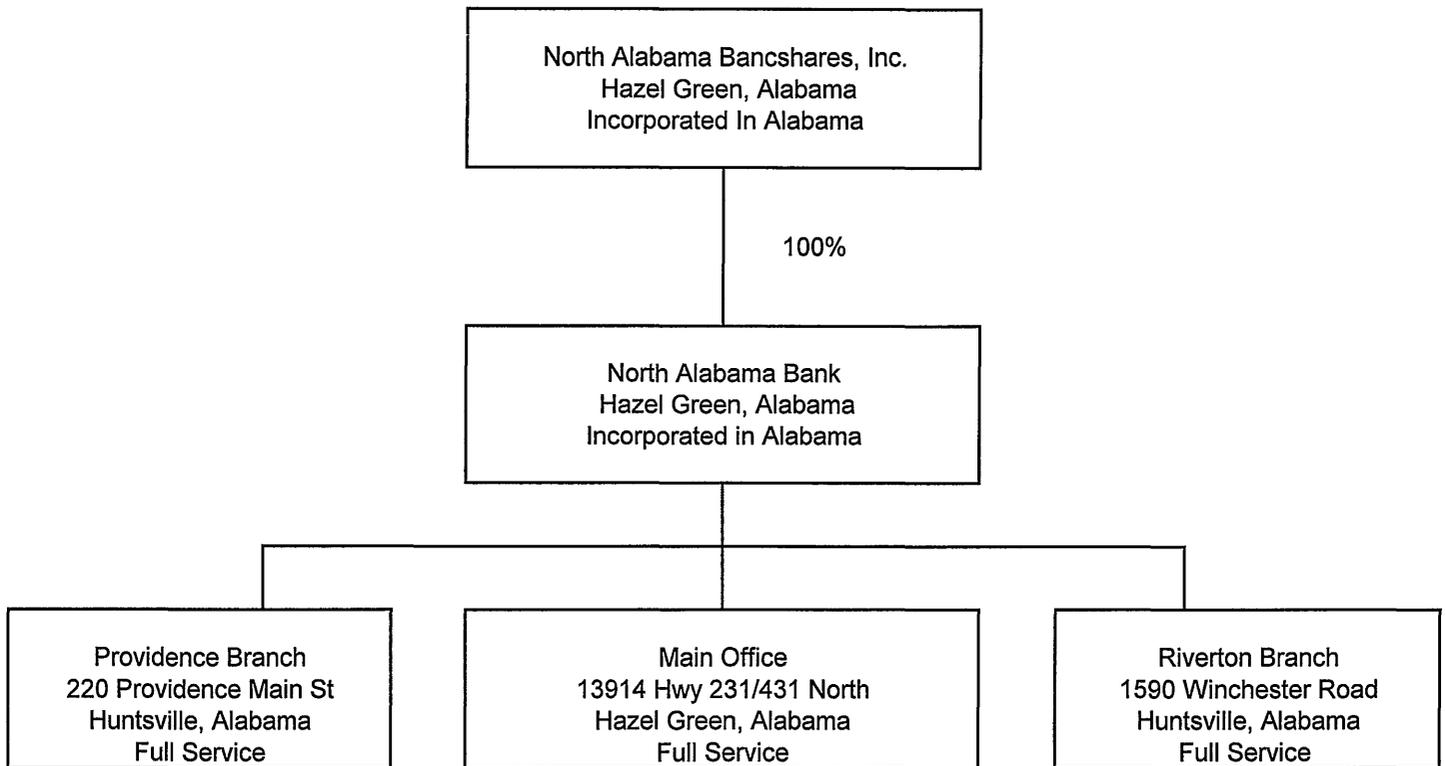
Physical Location (if different from mailing address)

Form FR Y-6

North Alabama Bancshares, Inc.
Hazel Green, Alabama
Fiscal Year Ending December 31, 2014

Report Item

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



Results: A list of branches for your depository institution: NORTH ALABAMA BANK (ID_RSSD: 1402384).
 This depository institution is held by NORTH ALABAMA BANCSHARES, INC. (3711857) of HAZEL GREEN, AL.
 The data are as of 12/31/2014. Data reflects information that was received and processed through 04/06/2015.

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)	1402384	NORTH ALABAMA BANK	13914 HIGHWAY 231-431 NORTH	HAZEL GREEN	AL	35750	MADISON	UNITED STATES	40342	0	NORTH ALABAMA BANK	1402384	
OK		Full Service	3482184	PROVIDENCE MAIN STREET BRANCH	220 PROVIDENCE MAIN STREET	HUNTSVILLE	AL	35806	MADISON	UNITED STATES	455369	2	NORTH ALABAMA BANK	1402384	
OK		Full Service	2006800	RIVERTON BRANCH	1590 WINCHESTER ROAD	HUNTSVILLE	AL	35811	MADISON	UNITED STATES	262271	1	NORTH ALABAMA BANK	1402384	

North Alabama Bancshares, Inc.

Fiscal Year Ending December 31, 2014

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 12/31/2014			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 12/31/2014		
(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			

Form FR Y-6

North Alabama Bancshares, Inc.

Fiscal Year Ending December 31, 2014

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