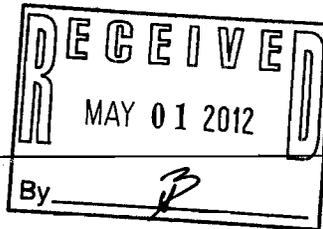




Annual Report of Bank Holding Companies—FR Y-6



FR Y-6  
OMB Number 7100-0297  
Approval expires December 31, 2014  
Page 1 of 2

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

1. Robert B Nolen Jr  
Name of the Bank Holding Company Director and Official  
President  
Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address  
Pinnacle BancShares Inc  
Legal Title of Bank Holding Company  
P.O. Box 1388  
(Mailing Address of the Bank Holding Company) Street / P.O. Box  
Jasper AL 35502  
City State Zip Code  
1811 2nd Ave  
Physical location (if different from mailing address)

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.

Person to whom questions about this report should be directed:  
Marie Guthrie Treasurer  
Name Title  
205 221 8882  
Area Code / Phone Number / Extension  
205 221 8870  
Area Code / FAX Number  
mguthrie@pinnaclebanc.com  
E-mail 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.

Robert B Nolen Jr  
Signature of Bank Holding Company Director and Official  
4/23/2012  
Date of Signature

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

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

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 Federal Reserve Bank Use Only  
RSSD ID 2520605  
C.I. \_\_\_\_\_

## 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.

PINNACLE BANCSHARES, INC.  
Legal Title of Subsidiary Bank Holding Company

P.O. BOX 1388  
(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box

JASPER, ALABAMA 35502  
City / State / Zip Code

STATE OF DELAWARE  
Physical location (if different from mailing address)

\_\_\_\_\_  
Legal Title of Subsidiary Bank Holding Company

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

\_\_\_\_\_  
City / State / Zip Code

\_\_\_\_\_  
Physical location (if different from mailing address)

PINNACLE BANK  
Legal Title of Subsidiary Bank Holding Company

P.O. BOX 1388  
(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box

JASPER, ALABAMA 35502  
City / State / Zip Code

1811 SECOND AVENUE  
Physical location (if different from mailing address)

\_\_\_\_\_  
Legal Title of Subsidiary Bank Holding Company

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

\_\_\_\_\_  
City / State / Zip Code

\_\_\_\_\_  
Physical location (if different from mailing address)

PINNACLE CAPITAL TRUST 1  
Legal Title of Subsidiary Bank Holding Company

P.O. BOX 1388  
(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box

JASPER, ALABAMA 35502  
City / State / Zip Code

STATE OF DELAWARE  
Physical location (if different from mailing address)

\_\_\_\_\_  
Legal Title of Subsidiary Bank Holding Company

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

\_\_\_\_\_  
City / State / Zip Code

\_\_\_\_\_  
Physical location (if different from mailing address)

\_\_\_\_\_  
Legal Title of Subsidiary Bank Holding Company

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

\_\_\_\_\_  
City / State / Zip Code

\_\_\_\_\_  
Physical location (if different from mailing address)

\_\_\_\_\_  
Legal Title of Subsidiary Bank Holding Company

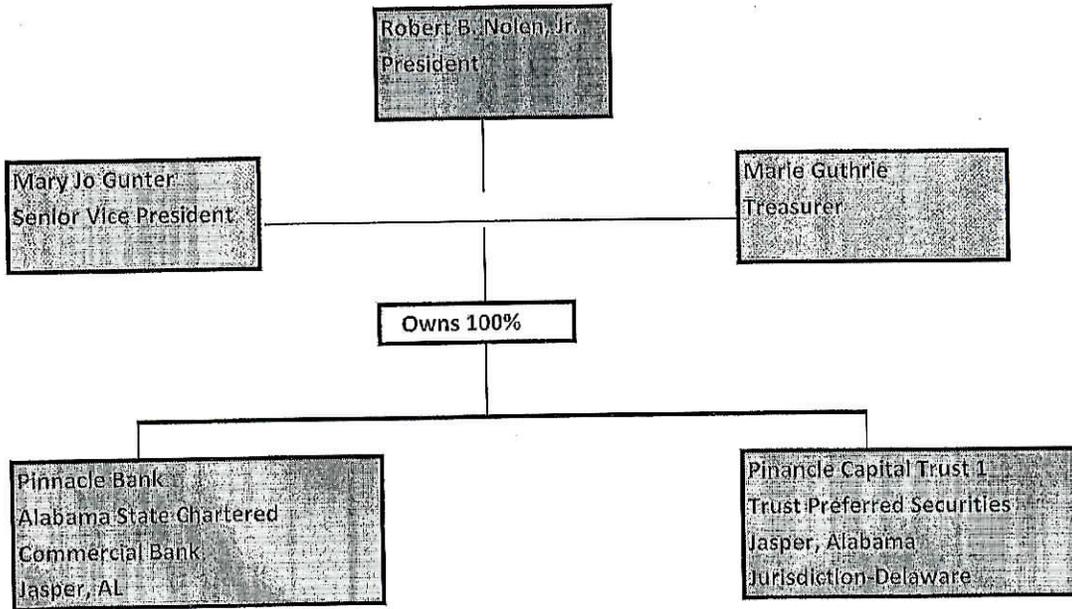
\_\_\_\_\_  
(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box

\_\_\_\_\_  
City / State / Zip Code

\_\_\_\_\_  
Physical location (if different from mailing address)

PINNACLE BANCSHARES, INC.  
JASPER, ALABAMA

ORGANIZATIONAL CHART



**BRANCH OFFICES OF PINNACLE BANK**

**MAIN OFFICE (BR1)**  
1811 SECOND AVENUE  
JASPER, AL 35501  
CNTY# 127, WALKER

**SUMITON BTRANCH OFFICE (BR2)**  
BRYAN ROAD BRANCH  
U.S. HIGHWAY 78 & BRYAN ROAD  
SUMITON, AL 35501  
CNTY# 127, WALKER

**JASPER MALL OFFICE (BR3)**  
78 HIGHWAY EAST BRANCH  
U.S. HIGHWAY 78 EAST & MALLWAY  
JASPER, AL 35501  
CNTY# 127, WALKER

**HALEYVILLE BRANCH OFFICE BR4)**  
1012 20TH ST BRANCH  
1012 20TH STREET  
HALEYVILLE, AL 35565  
CNTY# 133, WINSTON

**VESTAVIA BRANCH OFFICE (BR5)**  
MONTGOMERY HIGHWAY BRANCH  
2039 CANYON ROAD  
VESTAVIA HILLS, AL 35218  
CNTY# 73, JEFFERSON

**TRUSSVILLE BRANCH OFFICE (BR6)**  
2064 GADSDEN HIGHWAY  
TRUSSVILLE, AL 35173  
CNTY# 73, JEFFERSON

**GARDENDALE BRANCH OFFICE (BR7)**  
101 PINNACLE DRIVE  
GARDENDALE, AL 35071  
CNTY# 73, JEFFERSON

**Report Item 3 (1) Shareholders**

Shares Outstanding

1,270,128

Shareholder owning 5% of more:

Al. H. Simmons  
Birmingham Alabama 35223

shares held

**68,674**

% of shares held

**5.41%**

Report Item 3 (2) Shareholders

NONE

**Report item (4)**

**Directors of Pinnacle Bank**

Name and Address	Principal Occupation	Title or Position with BHC	Title or Position with Pinnacle Bank	Title or Position with Sub	Pinnacle Bancshares % Shares Held	Affiliated Other Businesses	Title or Position	% Shares Held Pinnacle BK
Greg Batchelor Russellville AI 35653	Businessman	NA	Director	NA	3.79%	Dependable True Value Hardware. Inc.	President	NA
O H Brown Jasper Alabama 35501	Accountant	NA	Director	NA	0.85%	Haynes, Downard LLP	CPA	NA
James W Cannon Jasper Alabama 35501	Retired	NA	Chairman/Direct	NA	0.85%			NA
Sam Walker Murphy Jasper Alabama 35501	Businessman	NA	Dierector	NA	2.84%	W&M Enterprises, LTD	CEO	NA
Robert B Nolen Jr. Jasper Alabama 35501	Banker	President	OFF/Director	NA	2.18%	NA	Na	NA
William H. Humphries Jasper Alabama 35501	Businessman	NA	Director	NA	0.43%	Bankhead Land & Timber	President	NA
AL H Simmons Birmingham Alabama 35223	Businessman	NA	Chariman/Board of Directors	NA	5.41%	NA	Independent Insurance Agent	NA
Davis L. Kilgore Jasper Alabama 35501	Businessman/	NA	Director	NA	0.20%	Kilgore Realtors	Appraiser/ Real Estate Agent	NA

All directors as a group have 16.55% of shares

All of the above directors do not own 25% or more shares of any other company