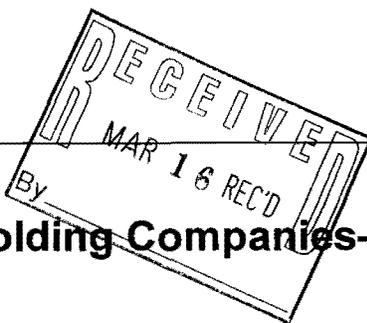


Board of Governors of the Federal Reserve System



Annual Report of Bank 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)). 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 30, 2011

Month / Day / Year

I, **Mark B. Wilson**

Name of the Bank Holding Company Director and Official

CEO

Title of the Bank Holding Company Director and Official

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.

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.

Signature of Bank Holding Company Director and Official

Date of Signature

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

For Federal Reserve Bank Use Only

RSSD ID
 C.I.

3569049

Reporter's Name, Street, and Mailing Address

Relations Bancshares, Inc.

Legal Title of Bank Holding Company

P.O. Box 3107

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

Jasper AL 35502

City State Zip Code

607 Highway 78 East

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Mark Wilson CEO

Name Title

205-295-0033

Area Code / Phone Number / Extension

205-295-2276

Area Code / FAX Number

mwilson@bankofwalkercounty.com

E-mail Address

www.bankofwalkercounty.com

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

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 Bank Holding Companies

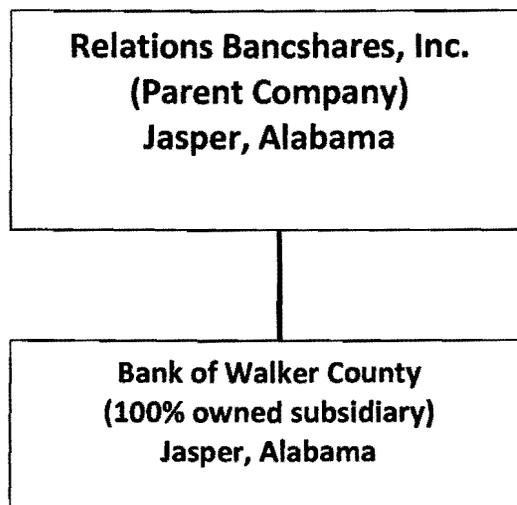
Top-tiered bank holding companies must list the names, mailing address, and physical locations of each of their subsidiary bank holding companies below.

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

**Form FR Y-6
Relations Bancshares, Inc.
Jasper, Alabama
Fiscal Year Ending December 31, 2011**

Report Item:

1. The bank holding company prepares an annual report for its shareholders.
2. Organizational Chart:



Report Item 2b: Submitted via email on 3/12/12

Results: A list of branches for your BHC: **RELATIONS BANCSHARES, INC. (3569049) of JASPER, AL.**

The data are as of **06/30/2012**. Data reflects information that was received and processed through 07/05/2012.

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
		Full Service (Head Office)	3254297	BANK OF WALKER COUNTY	607 HIGHWAY 78 EAST	JASPER	AL	35501	WALKER	UNITED STATES	418989	0	BANK OF WALKER COUNTY	3254297	

Form FR Y-6
Relations Bancshares, Inc.
Fiscal Year Ending December 31, 2011

Report Item:

3. Securities holders -
(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings 5% or more with power to vote as of fiscal year ending 12-31-2011

(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number & Percentage of Each Class of Voting Securities
---	---	--

None

Current securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings 5% or more with power to vote as of fiscal year ending 12-31-2011

(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number & Percentage of Each Class of Voting Securities
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None

Form FR Y-6
Relations Bancshares, Inc.
Fiscal Year Ending December 31, 2011

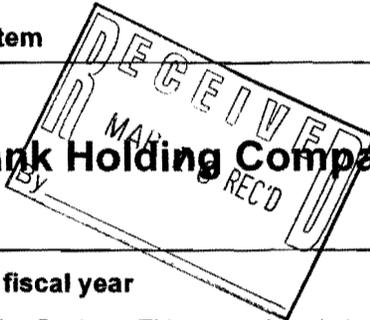
Report Item: 4. Insiders - (1), (2), (3)(a)(b)(c), and 4(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than 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 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% of more of voting securities are held (list names of companies and percentage of voting securities held)
Mark Wilson Jasper, AL USA	Banker	Chairman & CEO Director	Chairman & CEO, Director Bank of Walker County	None	1.17%	None	None
Tony Sparks Jasper, AL USA	Banker	President Director	President, Director Bank of Walker County	None	0.93%	None	None
Richard "Mac" Mayers Jasper, AL USA	Accountant	Director	Director Bank of Walker County	Owner - Mayers & Co, PC. Midsouth Petro Corp Sipsey River Oil Partner - Titan Capital, LLC GM Properties, LLC	1.84%	None	100% Owner - Mayers & Co. PC Sipsey River Oil 63% Owner - Midsouth Petro Corp. 50% Partner - Titan Capital, LLC GM Properties, LLC
C.B. Wilson Jasper, AL USA	Retired banker	Director	Director Bank of Walker County	None	1.20%	None	None
Alan Berry Jasper, AL USA	Retired banker	Director	Director Bank of Walker County	None	1.17%	None	100% Owner - Real Estate Appraisal Services, Inc.
Phillip Laird Jasper, AL USA	Attorney	Director	Director Bank of Walker County	Owner - Laird & Robertson	1.10%	None	75% Owner - Laird & Robertson
Jim Woods Jasper, AL USA	Auto Sales	Director	Director Bank of Walker County	Owner - Jasper Auto Sales	0.59%	None	100% Owner - Jasper Auto Sales
Ron Harris Jasper, AL USA	Retired	Director	Director Bank of Walker County	None	2.35%	None	None

Board of Governors of the Federal Reserve System



Annual Report of Bank 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)). 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 30, 2011

Month / Day / Year

I, **Mark B. Wilson**

Name of the Bank Holding Company Director and Official
CEO

Title of the Bank Holding Company Director and Official

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.

Reporter's Name, Street, and Mailing Address

Relations Bancshares, Inc.

Legal Title of Bank Holding Company

P.O. Box 3107

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

Jasper AL 35502

City State Zip Code

607 Highway 78 East

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:

Mark Wilson **CEO**

Name Title

205-295-0033

Area Code / Phone Number / Extension

205-295-2276

Area Code / FAX Number

mwilson@bankofwalkercounty.com

E-mail Address

www.bankofwalkercounty.com

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

Signature of Bank Holding Company Director and Official

Date of Signature

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

For Federal Reserve Bank Use Only

RSSD ID **3569049**
 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.

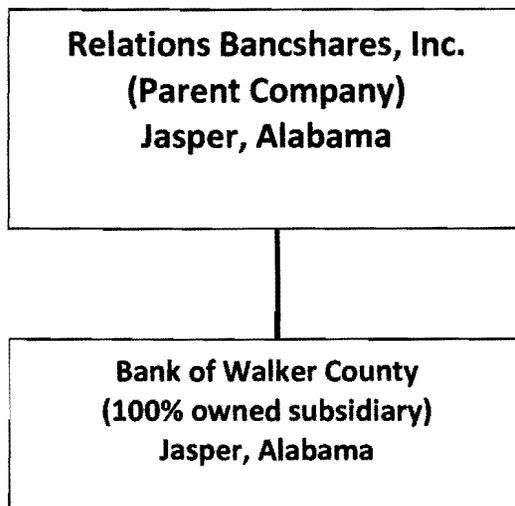
The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

**Form FR Y-6
Relations Bancshares, Inc.
Jasper, Alabama
Fiscal Year Ending December 31, 2011**

Report Item:

1. The bank holding company prepares an annual report for its shareholders.
2. Organizational Chart:



Report Item 2b: Submitted via email on 3/12/12

Form FR Y-6
Relations Bancshares, Inc.
Fiscal Year Ending December 31, 2011

Report Item:

3. Securities holders -
(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings 5% or more with power to vote as of fiscal year ending 12-31-2011

(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number & Percentage of Each Class of Voting Securities
--	--	--

None

Current securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings 5% or more with power to vote as of fiscal year ending 12-31-2011

(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number & Percentage of Each Class of Voting Securities
--	--	--

None

Form FR Y-6
Relations Bancshares, Inc.
Fiscal Year Ending December 31, 2011

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 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 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% of more of voting securities are held (list names of companies and percentage of voting securities held)
Mark Wilson Jasper, AL USA	Banker	Chairman & CEO Director	Chairman & CEO, Director Bank of Walker County	None	1.17%	None	None
Tony Sparks Jasper, AL USA	Banker	President Director	President, Director Bank of Walker County	None	0.93%	None	None
Richard "Mac" Mayers Jasper, AL USA	Accountant	Director	Director Bank of Walker County	Owner - Mayers & Co, PC. Midsouth Petro Corp Sipsey River Oil Partner - Titan Capital, LLC GM Properties, LLC	1.84%	None	100% Owner - Mayers & Co. PC Sipsey River Oil 63% Owner - Midsouth Petro Corp. 50% Partner - Titan Capital, LLC GM Properties, LLC
C.B. Wilson Jasper, AL USA	Retired banker	Director	Director Bank of Walker County	None	1.20%	None	None
Alan Berry Jasper, AL USA	Retired banker	Director	Director Bank of Walker County	None	1.17%	None	100% Owner - Real Estate Appraisal Services, Inc.
Phillip Laird Jasper, AL USA	Attorney	Director	Director Bank of Walker County	Owner - Laird & Robertson	1.10%	None	75% Owner - Laird & Robertson
Jim Woods Jasper, AL USA	Auto Sales	Director	Director Bank of Walker County	Owner - Jasper Auto Sales	0.59%	None	100% Owner - Jasper Auto Sales
Ron Harris Jasper, AL USA	Retired	Director	Director Bank of Walker County	None	2.35%	None	None