



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, James M. Stubbs
Name of the Holding Company Director and Official
President and Chief Executive Officer
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
River Financial Corporation
Legal Title of Holding Company
P O. Box 680249
(Mailing Address of the Holding Company) Street / P.O. Box
Prattville AL 36068
City State Zip Code
2611 Legends Drive, Prattville, AL 36066
Physical location (if different from mailing address)

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:
Kenneth H. Givens Chief Financial Officer
Name Title
334-290-2704
Area Code / Phone Number / Extension
334-290-2708
Area Code / FAX Number
kgivens@riverbankandtrust.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.

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

[Signature]
Signature of Holding Company Director and Official
3-28-14
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

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 4422851
C.I. _____

Form FR Y-6

River Financial Corporation
Prattville, Alabama
Fiscal Year Ending December 31, 2013

Report
Item

1: The bank holding company prepares an annual report for its securities holders and is not registered with the SEC.

2a: Organizational Chart



2b: Domestic branch listing provided to the Federal Reserve Bank.

3: Securities holders
(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.

NONE

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 December 13, 2013.

NONE

Results: A list of branches for your holding company; RIVER FINANCIAL CORPORATION (4422851) of PRATTVILLE, AL
 The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

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)	3437157	RIVER BANK & TRUST	2611 LEGENDS DRIVE	PRATTVILLE	AL	36066	ELMORE	UNITED STATES	444616	0	RIVER BANK & TRUST	3437157	
OK		Full Service	4464235	DOWNTOWN MONTGOMERY BRANCH	309 MAXWELL BOULEVARD	MONTGOMERY	AL	36104	MONTGOMERY	UNITED STATES	Not Required	Not Required	RIVER BANK & TRUST	3437157	
OK		Full Service	3464658	EAST MONTGOMERY BRANCH	7055 HALCYON PARK DRIVE	MONTGOMERY	AL	36117	MONTGOMERY	UNITED STATES	465943	2	RIVER BANK & TRUST	3437157	
DELETE		Full Service	4552495	MONTGOMERY OFFICE	309 MAXWELL BOULEVARD	MONTGOMERY	AL	36104	MONTGOMERY	UNITED STATES	Not Required	Not Required	RIVER BANK & TRUST	3437157	
OK		Full Service	4391023	DOWNTOWN PRATTVILLE OFFICE	612 SOUTH MEMORIAL DRIVE	PRATTVILLE	AL	36067	AUTAUGA	UNITED STATES	531913	3	RIVER BANK & TRUST	3437157	
OK		Full Service	3449383	WETUMPKA BRANCH	10 CAMBRIDGE DRIVE	WETUMPKA	AL	36093	ELMORE	UNITED STATES	450391	1	RIVER BANK & TRUST	3437157	

OK

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River Financial Corporation
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 Holding Company	(3)(a) Title & Position with 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 Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List name of other companies (include partnerships) if 25% or more of voting securities are held (List companies and percentage of voting securities held)
Lynn M Carter, Wetumpka, AL, USA	General Contractor	Director & Secretary of the Board	N/A	President / Southeast Cherokee Construction; Company, Inc; Member / Morning Star, LLC	1.90%	N/A	(100%) President / Southeast Cherokee Construction; Company, Inc; (100%) Member / Morning Star, LLC
Charles E. Herron, Tallassee, AL, USA	Land & Timber Sales	Director	N/A	President / Rock Springs Land & Timber; President / Boulder Brook; Member / Beaver Creek; Member / Brensen Creek; Member / Mill Springs; Member Spartan Value Investors	3.60%	N/A	(100%) President / Rock Springs Land & Timber; (80%) President / Boulder Brook; (32.5%) Member / Beaver Creek; (25%) Member / Brensen Creek; (50%) Member / Mill Springs; (49%) Member Spartan Value Investors
Jerry C. Kyser, Jr., Montgomery, AL, USA	Commercial builder and developer	Director	N/A	Member / Dixie Properties, LLC; Limited Partner / Kyser Family Partnership, Ltd.; Partner / Kyser Properties, Ltd.; Member / 4-K Properties; Member / KMB Alley LLC; Member / KMB Investments, LLC; Kyser Properties, Ltd	1.67%	N/A	(50%) Member / Dixie Properties, LLC; (49%) Partner / Kyser Properties, Ltd.; (49%) Member / 4-K Properties; (33%) Member / KMB Alley, LLC; (33%) Member / KMB Investments, LLC; (71%) Kyser Properties, Ltd

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(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

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Roy S. Morris, Shorter, AL, USA	Farmer	Director	N/A	President / Morris & Morris Farms, Inc.; President / Milstead Farm Group, Inc.	2.87%	N/A	(97%) President / Morris & Morris Farms, Inc.;
Larry Dean Puckett, Prattville, AL, USA	New / Used Automobile Dealer	Director / Chairman of the Board	N/A	President / Larry Puckett Chevrolet, Inc.; Member / The Sky is the Limit, LLC; President / Community Cars, Inc.; Managing Partner ; Puckett Properties, Ltd.; President / LP Automotive Service, Inc.; Managing Member / LP Management, LLC	3.14%	N/A	(80%) President / Larry Puckett Chevrolet, Inc.; (51%) Member / The Sky is the Limit, LLC; (100%) President / Community Cars, Inc.; (49.5%) Managing Partner ; Puckett Properties, Ltd.; (100%) President / LP Automotive Service, Inc.; (50%) Managing Member / LP
Jim L Ridling, Pike Road, AL, USA	Commissioner of AL Dept of Insurance	Director / Vice Chairman of the Board	N/A	None	2.49%	N/A	N/A
Dorothy H. Sanford, Prattville, AL, USA	works primarily with Home Place Farms, which is a manager of computer service for cotton marketing cooperatives.	Director	N/A	President / DHS Holding 1, Inc.; President / DHS Holding 2, Inc.; President / DHS Holding 3, Inc.; President / DHS Holding 4, Inc.; President / DHS Holding 5, Inc.; Partner / Home Place Capital; Member / Rock Hill LLC; Member / Interstate Commercial Park LLC; Member / Warm Springs, LLC; President / HomePlace Developers, Inc.	1.64%	N/A	(100%) President / DHS Holding 1, Inc.; (50%) President / DHS Holding 2, Inc.; (50%)President / DHS Holding 3, Inc.; (50%)President / DHS Holding 4, Inc.; (50%)President / DHS Holding 5, Inc.; (50%)Partner / Home Place Capital; (94.07%) Member / Rock Hill LLC; (33.33%) Member / Interstate Commercial Park LLC; (50%) Member / Warm Springs, LLC; (51%) President / HomePlace

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(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with 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 Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List name of other companies (include partnerships) if 25% or more of voting securities are held (List companies and percentage of voting securities held)
David B. Smith, Prattville, AL, USA	Gneral Partner of Smith Farm & Forest	Director	N/A	General Partner ; Smith Farm & Forest Land Co.; General Partner / H C & D Land Co.	2.16%	N/A	(33%) General Partner ; Smith Farm & Forest Land Co.; (33%) General Partner / H C & D Land Co.
Bolling P. Starke, III, Montgomery, AL, USA	President of The Starke Agency (insurance company)	Director	N/A	President / Starke Agency, Inc; President / Starke life Agency, Inc.; Partner / The Implement Store, LLC; Member Implement Parking Lot, LLP; General Partner ; T & E, LLC; Member / The Starke Family Partnership, LLC; Member / E&T Partners, LP	2.60%	N/A	(81.87%) President / Starke Agency, Inc; (55%) President / Starke life Agency, Inc.; (36.5%) Partner / The Implement Store, LLC; (50%) General Partner ; T & E, LLC; (42.5%) Member / The Starke Family Partnership, LLC; (49%) Member / E&T Partners, LP
James M. Stubbs, Wetumpka, AL, USA		Director / President & CEO	N/A	None	1.64%	N/A	N/A
Vernon B. Taylor, Prattville, AL, USA	Owner / Universal Turbine Parts (aircraft part sales)	Director	N/A	CEO / Universal Turbine Parts; Member / B&C Enterprises LLC; Secretary / MTW Aerospace, Inc.; Member / MTW Properties; Member / B.V. Aviation; Member / Reef, LLC; Member / Reef Environmental;	2.85%	N/A	(50%) CEO / Universal Turbine Parts; (50%) Member / B&C Enterprises LLC; (33%) Secretary / MTW Aerospace, Inc.; (33%) Member / MTW Properties; (50%) Member / B.V. Aviation;
David R. Thrasher, Montgomery, AL, USA	MD	Director	N/A	None	1.85%	N/A	N/A
Adolph Weil, III, Montgomery, AL, USA	Managing Director / Alatrust Inc	Director	N/A	None	2.03%	N/A	N/A
Kenneth H. Givens, Prattville, AL, USA		Executive Vice President	N/A	None	0.00%	N/A	N/A