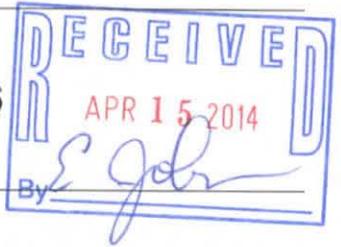


Board of Governors of the Federal Reserve System



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, Peter W Hampton Jr.

Name of the Holding Company Director and Official

Chairman, President/CEO and Director

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

SFB Bancorp, Inc.

Legal Title of Holding Company

632 East Elk Avenue

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

Elizabethton

TN

37643

City

State

Zip Code

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:

Christina Puckett

Asst. Vice President

Name

Title

423-543-1000

Area Code / Phone Number / Extension

423-543-5755

Area Code / FAX Number

cpuckett@secfed.com

E-mail Address

N/A

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

Signature of Holding Company Director and Official

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 3681307
 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.

Security Federal Bank

Legal Title of Subsidiary Holding Company

632 East Elk Avenue

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

Elizabethton

TN

City

State

Zip Code

Physical location (if different from mailing address)

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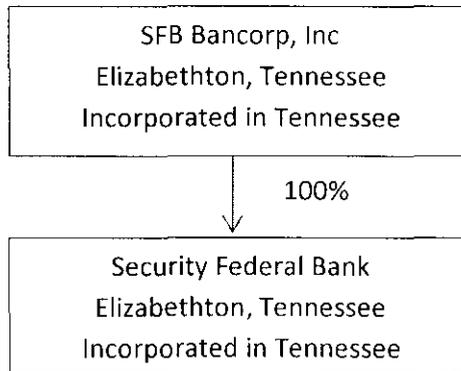
Form FR Y-6

**SFB Bancorp, Inc.
Elizabethton, Tennessee
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. As specified by the appropriate Reserve Bank, 1 copy is enclosed.

2a. Organizational Chart



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

Results: A list of branches for your depository institution: SECURITY FEDERAL BANK (ID_RSSD 406778).
 This depository institution is held by SFB BANCORP, INC. (3681307) of ELIZABETHTON, TN.
 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)	406778	SECURITY FEDERAL BANK	632 EAST ELK AVENUE	ELIZABETHTON	TN	37643	CARTER	UNITED STATES	44215	0	SECURITY FEDERAL BANK	406778	
OK		Full Service	4443418	WEST ELIZABETHON BRANCH	111 CHARLIE ROBINSON DRIVE	ELIZABETHTON	TN	37643	CARTER	UNITED STATES	Not Required	Not Required	SECURITY FEDERAL BANK	406778	

3. Securities Holders

(1)(a)(b)(c)

The following table sets forth, as of the Record Date, persons or groups who are known to own more than 5% of the Common Stock.

<u>Name and Address of Beneficial Owner</u>	<u>Amount and Nature of Beneficial Ownership</u>	<u>Percent of Shares of Common Stock Outstanding (%)</u>
Security Federal Bank Employee Stock Ownership Plan ("ESOP") Elizabethton, Tennessee 37643 United States	38,680(1)	8.4
Margaret H Hampton Ridgeland, Mississippi 39157 United States	61,909	13.5
Peter W. Hampton, Jr. Elizabethton, Tennessee 37643 United States	28,236(2)	6.2
Black River BancVenture, Inc. Memphis, Tennessee 38125 United States	25,255(3)	5.5

(2)(a)(b)(c)- None

4. Insiders

(1) Name, City, State, Country	(2) Principal Occupati on 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 (includes partnership s) in 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Peter W. Hampton, Jr. Elizabethton, TN United States	Attorney and CEO of Security Federal Bank	Chairman, President/ CEO and Director	CEO of Security Federal Bank and Director	N/A	6.2%	None	N/A
Frank D. Newman Elizabethton, TN United States	Attorney and Director of Security Federal Bank	Vice Chairman and Director	Director	N/A	.04%	None	N/A

Revised

Michael L. McKinney Elizabethton, TN United States	Contractor and Director of Security Bank	Director	Director	N/A	.29%	None	N/A
Carmella F. Price Elizabethton, TN United States	President of Security Federal Bank and Director	Director	President of Security Federal Bank and Director	N/A	3.2%	None	N/A
Barry Steven Sykes Elizabethton, TN United States	Architect and Director of Security Federal Bank	Director	Director	N/A	.16%	None	N/A
Security Federal Bank Employee Stock Ownership Plan Elizabethton, TN United States	N/A	N/A	N/A	N/A	8.4%	None	N/A
Margaret Hampton Ridgeland, MS United States	Retired	N/A	N/A	N/A	13.5%	None	N/A

Revised