

Board of Governors of the Federal Reserve System

JAN 27 REC'D



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.

I, Hope H. Johnson  
 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.

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]  
 Signature of Holding Company Director and Official  
1-19-14  
 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

For Federal Reserve Bank Use Only

RSSD ID 2848653  
 C.I. \_\_\_\_\_

Date of Report (top-tier holding company's fiscal year-end):

12-31-14  
 Month / Day / Year  
N/A

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

Reporter's Name, Street, and Mailing Address  
SND Holdings, Inc.  
 Legal Title of Holding Company

220 E. Lawrence Harris Hwy.  
 (Mailing Address of the Holding Company) Street / P.O. Box  
Slocumb AL 36595  
 City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Hope H. Johnson CEO  
 Name Title  
334-886-2367  
 Area Code / Phone Number / Extension  
334-886-2364  
 Area Code / FAX Number  
hjohnson@friendbank.net  
 E-mail Address  
N/A

Address (URL) for the 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 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  
 SNB Holdings, Inc.  
 Slocomb, Alabama  
 Fiscal Year Ending December 31, 2014

**Report Item 1: Annual Report to Shareholders.**  
 The bank holding company does not prepare an annual report for its securities holders and is not registered with the SEC.

**Report Item 2a: Organization Chart**

SNB Holdings, Inc.  
 Slocomb, Alabama/ USA  
 Incorporated in Delaware  
 100%  
 Friend Bank  
 Slocomb, Alabama/ USA  
 Incorporated in Alabama

**Report Item 2b: Domestic Branch Listing**

Domestic branch listing provided to the Federal Reserve Bank at <http://structurelists.federalreserve.gov/>.  
 Branch List:  
 Full Service, 244037, Friend Bank, 200 East Lawrence Harris Highway, Slocomb Alabama 36375, Geneva, USA, 1849, 0  
 Full Service, 3642399, Dothan Branch, 3105 Ross Clark Circle, Dothan Alabama 36304, Houston, USA, 466507, 1  
 Full Service, 4724546, Geneva Branch, 712 West Maple Avenue, Geneva Alabama 36340, Geneva, USA, NR, NR

**Report Item 3: Securities Holders**

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-13.

(1)(a) Name, City, State/Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	
Marjorie H. Harris Dothan, Alabama 36305 USA	USA	136	22.59% Common Stock
David Lawrence Harris Trust Marjorie H. Harris, Trustee Dothan, Alabama 36305 USA	USA	127	21.10% Common Stock
Hope H. Johnson Dothan, Alabama 36303 USA	USA	270	44.85% Common Stock
Hope's husband, Joseph Johnson Hope's children, J.H.	USA	23	3.82% Common Stock
Lawrence H.	USA	4	0.66% Common Stock
James H.	USA	4	0.66% Common Stock

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 12-31-13.

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

**Results:** A list of branches for your depository institution: FRIEND BANK (ID\_RSSD: 244037).

This depository institution is held by SNB HOLDINGS, INC. (2848653) of SLOCOMB, AL.

The data are as of 12/31/2014. Data reflects information that was received and processed through 01/07/2015.

**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)	244037	FRIEND BANK	220 EAST LAWRENCE HARRIS HIGHWAY	SLOCOMB	AL	36375	GENEVA	UNITED STATES	1849	0	FRIEND BANK	244037	
OK		Full Service	3642399	DOTHAN BRANCH	3105 ROSS CLARK CIRCLE	DOTHAN	AL	36303	HOUSTON	UNITED STATES	466507	1	FRIEND BANK	244037	
OK		Full Service	4724546	GENEVA BRANCH	712 WEST MAPLE AVENUE	GENEVA	AL	36340	GENEVA	UNITED STATES	Not Required	Not Required	FRIEND BANK	244037	

**Report Item 4: Insiders**

(1) Name, City, State, Country	(2) Principal Occupation if other than HC	(3)(a) Title & Position with HC	(3)(b) Title & Position with Subs (include names of Subs)	(3)© Title & Position with Other Bus (include names of other businesses)	(4)(a) Percentage Voting Shares in HC	(4)(b) Percentage of Voting Shares in Subs (include names of Subs)	(4)© List naems of other companies (includes partnerships) if 25% or more of voting securites are held (list names of companies & percentage of voting securities held)
Marjorie H. Harris Dothan, Alabama USA	NA	Director	Director (Friend Bank)	NA	22.59%	None	NA
Hope H. Johnson Dothan, Alabama USA	NA	Director & Chairman	Director, CH & CEO (Friend Bank)	Trustee, Malone Trusts	44.85%	None	Country Air LLC, 30%
David Lawrence Harris Trust Dothan, Alabama USA	NA	NA	NA	NA	21.10%	None	NA
Judson Brooks Dothan, Alabama USA	NA	Director	Director & Slocomb President (Friend Bank)	NA	0.33%	None	NA
Joe Dalton Dothan, Alabama USA	Director of Pharmacy, Flowers Hospital	Director & Vice CH	Director & Vice CH (Friend Bank)	President, Dalton Durg Co, Inc. President, Dalton Properties President, Abbeville Pharmacy President, Healthwest Dental	0.83%	None	Dalton Drug, 100% Dalton Properties, 100% Abbeville Pharmacy, 100% Healthwest Dental, 100%
Paul Hufham Dothan, Alabama USA	Dentist, Healthwest Dental	Director	Director (Friend Bank)	President, Healthwest Dental	1.16%	None	Healthwest Dental, 100%
Joseph Johnson Dothan, Alabama USA	NA	Director & Sec	Director, Vice CH & Dothan Presic (Friend Bank)	NA	3.82%	None	Country Air LLC, 30%