

MAR 28 2012

Board of Governors of the Federal Reserve System



Annual Report of Bank Holding Companies—FR Y-6

4260727

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

I, **WILLIAM R. FAULK**  
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  
**SOUTHERN COMMUNITY BANCSHARES, INC**  
Legal Title of Bank Holding Company  
**420 2ND AV SW**  
(Mailing Address of the Bank Holding Company) Street / P.O. Box  
**CULLMAN AL 35055**  
City State Zip Code  
**SAME**  
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.

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:  
**BETH B. ARBET** **SECRETARY**  
Name Title  
**256-737-8905**  
Area Code / Phone Number / Extension  
**256-737-8900**  
Area Code / FAX Number  
**BBA@FCBCULLMAN.COM**  
E-mail Address  
**WWW.FCBCULLMAN.COM**  
Address (URL) for the Bank Holding Company's web page

*Wm R Faulk*  
Signature of Bank Holding Company Director and Official  
**03/23/2012**  
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. \_\_\_\_\_

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.

### NOT APPLICABLE

Legal Title of Subsidiary Bank Holding Company

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

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City State Zip Code

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Physical location (if different from mailing address)

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Legal Title of Subsidiary Bank Holding Company

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**FORM FR Y-6**

**SOUTHERN COMMUNITY BANCSHARES, INC  
420 2<sup>ND</sup> AVENUE SOUTHWEST  
CULLMAN, ALABAMA**

**REPORT ITEM 1: ANNUAL REPORT TO SHAREHOLDERS**

THE BANK HOLDING COMPANY PREPARES AN ANNUAL REPORT TO ITS SHAREHOLDERS. TWO COPIES ARE ENCLOSED.

**REPORT ITEM 2a: ORGANIZATIONAL CHART**

BANK HOLDING COMPANY:	SOUTHERN COMMUNITY BANCSHARES, INC. 420 2 <sup>ND</sup> AVENUE SOUTHWEST CULLMAN, ALABAMA 35055
	OWNERSHIP PERCENTAGE: 100%
SUBSIDIARY BANK:	FIRST COMMUNITY BANK OF CULLMAN 420 2 <sup>ND</sup> AVENUE SOUTHWEST CULLMAN, ALABAMA 35055

**REPORT ITEM 2b: DOMESTIC BRANCH LISTING**

VERIFIED EARLY THROUGH <http://structurelists.federalreserve.gov/>

FORM FR Y-6  
 SOUTHERN COMMUNITY 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 OF 5%  
 OR MORE WITH POWER TO VOTE AS OF FISCAL YEAR ENDING 12-31-2011

(1)(a) NAME, CITY, STATE	(1)(b) COUNTRY OF CITIZENSHIP	(1)(c) NUMBER AND PERCENTAGE OF VOTING SECURITIES	
Southern Community Bancshares, Inc Employee Stock Option Plan Cullman, Alabama	USA	125,835/24.58%	Common Stock
William R. Faulk Paige H. Faulk Maxie T. Hudson Cullman, Alabama	USA	48,597/9.49%	Common Stock
W. Daniel Keel Margaret H. Keel Cullman, Alabama	USA	37,835/7.39%	Common Stock
Gerald L. Jones Arab, Alabama	USA	26,197/5.12%	Common Stock
Ronald P. Martin Jeanette Martin Cullman, Alabama	USA	32,620/6.38%	Common Stock
Don Pichelmayer Yvonne Pichelmayer Cullman, Alabama	USA	31,150/6.08%	Common Stock
F.E. St. John IV Gaynor St. John Cullman, Alabama	USA	38,307/7.48%	Common Stock

SECURITIES HOLDERS NOT ABOVE WITH OWNERSHIP, CONTROL OR HOLDINGS OF 5%  
 OR MORE WITH POWER TO VOTE DURING FISCAL YEAR ENDING 12-31-2011

(2)(a) NAME, CITY, STATE	(2)(b) COUNTRY OF CITIZENSHIP	(2)(c) NUMBER AND PERCENTAGE OF VOTING SECURITIES
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NONE

FORM FR Y-6  
SOUTHERN COMMUNITY 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 BHC	(3)(a) TITLE AND POSITION WITH BHC	(3)(b) TITLE AND POSITION WITH SUBSIDIARIES	(3)(c) TITLE AND POSITION WITH OTHER BUSINESSES	(4)(a) PERCENTAGE OF VOTING SHARES IN BHC	(4)(b) PERCENTAGE OF VOTING SHARES IN SUBSIDIARIES	(4)(c) LIST NAMES OF OTHER COMPANIES (INCLUDES PARTNERSHIPS) IF 25% OR MORE OF VOTING SECURITIES ARE HELD
William R. Faulk Cullman, Alabama USA	N/A	PRESIDENT/DIRECTOR	PRESIDENT	N/A	7.15%	N/A	N/A
Maxie T. Hudson Cullman, Alabama USA	RETIRED	DIRECTOR	N/A	N/A	2.34%	N/A	N/A
W. Daniel Keel Cullman, Alabama USA	RETIRED	DIRECTOR	N/A	N/A	7.39%	N/A	N/A
F.E. St. John IV Cullman, Alabama USA	ATTORNEY	DIRECTOR/CHAIRMAN	N/A	CULLMAN ENVIRONMENTAL, INC OWNER	7.48%	NONE	CULLMAN ENVIRONMENTAL, INC (39%)
Beth B. Arbet Cullman, Alabama USA	N/A	SECRETARY/TREASURER	V.P.-FINANCE	N/A	0.38%	N/A	N/A

426 0727

**Results:** A list of branches for your depository institution: FIRST COMMUNITY BANK OF CULLMAN (ID\_RSSD: 812379). This depository institution is held by SOUTHERN COMMUNITY BANCSHARES, INC. (4260727) of CULLMAN, AL. The data are as of 12/31/2011. Data reflects information that was received and processed through 01/05/2012.

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	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County
correct	Full Service (Head Office)	812379	FIRST COMMUNITY BANK OF CULLMAN	420 2ND AVENUE SOUTHWEST	CULLMAN	AL	35055	CULLMAN
correct	Full Service	4163118	SOUTH BRANCH	1900 MARKET PLATZ CENTER SW	CULLMAN	AL	35055	CULLMAN

FORM FR Y-6  
 SOUTHERN COMMUNITY BANCSHARES, INC  
 FISCAL YEAR ENDING DECEMBER 31, 2011

*Revised*  
 5-31-12 

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 BHC	(3)(a) TITLE AND POSITION WITH BHC	(3)(b) TITLE AND POSITION WITH SUBSIDIARIES	(3)(c) TITLE AND POSITION WITH OTHER BUSINESSES	(4)(a) PERCENTAGE OF VOTING SHARES IN BHC	(4)(b) PERCENTAGE OF VOTING SHARES IN SUBSIDIARIES	(4)(c) LIST NAMES OF OTHER COMPANIES (INCLUDES PARTNERSHIPS) IF 25% OR MORE OF VOTING SECURITIES ARE HELD
William R. Faulk Cullman, Alabama USA	N/A	PRESIDENT/DIRECTOR	PRESIDENT	N/A	7.15%	N/A	N/A
Maxie T. Hudson Cullman, Alabama USA	RETIRED	DIRECTOR	N/A	N/A	2.34%	N/A	N/A
W. Daniel Keel Cullman, Alabama USA	RETIRED	DIRECTOR	N/A	N/A	7.39%	N/A	N/A
F.E. St. John IV Cullman, Alabama USA	ATTORNEY	DIRECTOR/CHAIRMAN	N/A	CULLMAN ENVIRONMENTAL, INC OWNER	7.48%	NONE	CULLMAN ENVIRONMENTAL, INC (39%)
Beth B. Arbet Cullman, Alabama USA	N/A	SECRETARY/TREASURER	V.P.-FINANCE	N/A	0.38%	N/A	N/A
Southern Community Bancshares, Inc Employee Stock Option Plan	ESOP PLAN	N/A	N/A	N/A	24.58%	N/A	N/A