



# 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 31, 2011**

Month / Day / Year

I, Guy H. Wilkes, Jr

Name of the Bank Holding Company Director and Official

Chief Executive Officer

Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Southern Independent Bancshares, Inc

Legal Title of Bank Holding Company

Post Office Box 307

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

<u>Opp</u>	<u>AL</u>	<u>36467</u>
City	State	Zip Code

503 North Main Street, Opp, AL 36467

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.

Person to whom questions about this report should be directed:

John D Adams Chief Financial Officer

Name Title

334-493-2265

Area Code / Phone Number / Extension

334-493-2273

Area Code / FAX Number

jadams@southernindependentbank.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 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

Guy H. Wilkes, Jr  
Signature of Bank Holding Company Director and Official

03/20/2012

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 4297527

C.I. \_\_\_\_\_

## For Use By Tiered Bank Holding Companies

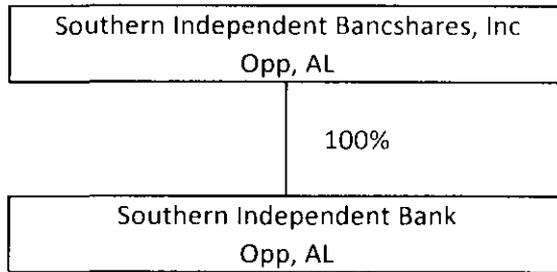
Top-tiered bank holding companies must list the names, mailing address, and physical locations of each of their subsidiary bank holding companies below.

Legal Title of Subsidiary Bank Holding Company	Legal Title of Subsidiary Bank Holding Company
(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)
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Form FR Y-6  
Southern Independent Bancshares, Inc  
Opp, AL  
Fiscal Year Ending December 31, 2012

1: See attachments for annual reports (audited financial statements for the year 2011 on the subsidiary, Southern Independent Bank, and a compiled financial statement since inception of the BCH until the end of the year at 12-31-2011 are enclosed).

2(a): Organizational Chart



2(b): See attachment for Branch Verification.

**Results:** A list of branches for your BHC: SOUTHERN INDEPENDENT BANCSHARES, INC. (4297527) of OPP, 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	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)	3531176	SOUTHERN INDEPENDENT BANK	503 NORTH MAIN STREET	OPP	AL	36467	COVINGTON	UNITED STATES	447334	0	SOUTHERN INDEPENDENT BANK	3531176	
OK		Full Service	3531185	ANDALUSIA BRANCH	1417 DR. MLK JR EXPRESSWAY	ANDALUSIA	AL	36420	COVINGTON	UNITED STATES	457600	1	SOUTHERN INDEPENDENT BANK	3531176	

Form FR Y-6  
Southern Independent Bancshares, Inc  
Opp, AL  
Fiscal Year Ending December 31, 2012

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			Securities holders not listed in 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2011		
(1)(a) Name City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Ferris P Youmans Opp, AL	USA	33,085 - 2.7% Common Stock (a)(b)(c)	None		
Donna Youmans Opp, AL	USA	21,559 - 1.8% Common Stock (a)			
Spencer Youmans Opp, AL	USA	5,329 - .4% Common Stock (a)			
Oak Management Opp, AL	USA	20,000 - 1.6% Common Stock (b)			
Oak Investments Opp, AL	USA	17,339 - 1.4% Common Stock (b)			
Maru Murphy Trust Opp, AL	USA	1,122 - 0.09% Common Stock (c)			

(a) Family group of Ferris P Youmans

(b) LLC, Ferris P Youmans is General Manager

(c) Ferris P Youmans is trustee of sister's trust

Form FR Y-6  
Southern Independent Bancshares, Inc  
Opp, AL  
Fiscal Year Ending December 31, 2012

**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 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 (Including names of Other Businesses)	(4)(a) Percentage of Voting Securities in Bank Holding Company	(4)(b) Percentage of Voting Securities in Subsidiaries (Include names of subsidiaries)	(4)(c ) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and of percentage of voting securities held)
Guy H Wilkes, JR Andalusia, AL	N/A	Director & CEO	Director & CEO (Southern Independent Bank)	N/A	0.004%	N/A	N/A
John D Adams Opp, AL	N/A	CFO	CFO (Southern Independent Bank)	N/A	0.10%	N/A	N/A
Robert S Boothe Opp, AL	Retired Veterinarian	Director	Director (Southern Independent Bank)	Sole Proprietor & Farmer	3.5%	N/A	N/A
Robert B Burkhardt Andalusia, AL	Dentist	Director	Director (Southern Independent Bank)	Owner (Andalusia Dental Group)	0.9%	N/A	N/A

Charles P Cope Andalusia, AL	Retired Insurance Executive	Director	Director (Southern Independent Bank)	N/A	0.8%	N/A	N/A
Olan Harden Andalusia, AL	Entrepreneur	Director	Director (Southern Independent Bank)	President (Harden Enterprises)	0.8%	N/A	N/A
Norma Hobson Andalusia, AL	Funeral Director	Director	Director (Southern Independent Bank)	President (Forman Brown Funeral Home)	3.8%	N/A	N/A
Johnnie Jackson III Opp, AL	Car Dealer	Director	Director (Southern Independent Bank)	President (J.M Jackson Chevrolet)	0.8%	N/A	N/A
Wesley Laird Opp, AL	Lawyer	Director	Director (Southern Independent Bank)	Partner (Laird Baker & Blackstock)	2.5%	N/A	N/A
Charles T Smith Floral, AL	Pharmacist	Director	Director (Southern Independent Bank)	President (Pharm-A- Care Pharmacy)	1.5%	N/A	N/A
Gary L Smith Andalusia, AL	CEO	Director	Director (Southern Independent Bank)	CEO (Power South)	2.1%	N/A	N/A
James H Tillman, JR Andalusia, AL	Optometrist	Director	Director (Southern Independent Bank)	Owner (Andalusia Eye Clinic)	1.2%	N/A	N/A
Ferris P Youmans Opp, AL (a) (b)	General Manager	Director	Director (Southern Independent Bank)	GM (H.T. Hackney Company)	5.8%	N/A	N/A

	Student	N/A	Bank)	N/A	N/A	N/A	N/A
Spencer Youmans Opp. AL (a)		N/A		N/A	0.4%	N/A	N/A
Donna Youmans Opp. AL (a)	House Wife	N/A	N/A	N/A	1.8%	N/A	N/A

(a) Family of Ferris P Youmans

(b) Includes shares owned by Oak Investments and Oak Management and shares in M. Murphy Trust that are voted by Ferris P Youmans