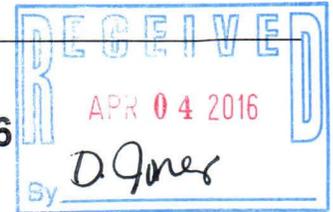


Board of Governors of the Federal Reserve System



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.

I, JOHN D ADAMS

Name of the Holding Company Director and Official

CHIEF FINANCIAL OFFICER

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.

John D Adams

Signature of Holding Company Director and Official

3/30/2016

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 4297527
 C.I. _____

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

December 31, 2015

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

SOUTHERN INDEPENDENT BANCSHARES, INC.

Legal Title of Holding Company

P O BOX 307

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

OPP AL 36467

City State Zip Code

503 NORTH MAIN STREET

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

JOHN D ADAMS CFO

Name Title

334-493-2265

Area Code / Phone Number / Extension

334-493-2273

Area Code / FAX Number

jadams@southernindependentbank.com

E-mail Address

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."

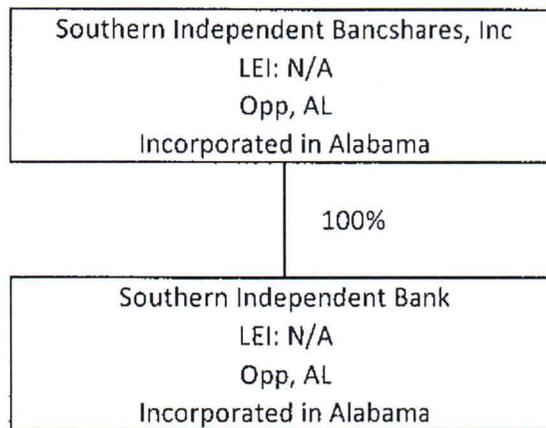
No

Form FR Y-6
Southern Independent Bancshares, Inc
Opp, AL
Fiscal Year Ending December 31, 2015



1: See attachments for annual reports (audited financial statements for the year 2015).

2(a): Organizational Chart



2(b): See attachment for Branch Verification.

Results: A list of branches for your depository institution: SOUTHERN INDEPENDENT BANK (ID_RSSD: 3531176).
 This depository institution is held by SOUTHERN INDEPENDENT BANCSHARES, INC. (4297527) of OPP, AL.
 The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

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 | 3/3/2016 | 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 | 3/3/2016 | 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 31.2015

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 12-31-2015 | | | 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 12-31-2015 | | |
|---|--|--|--|--|--|
| (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 |
| Estate of Ferris P Youmans Opp, AL | USA | 14,585 - 1.2% Common Stock (a) | None | | |
| Donna Youmans Opp, AL | USA | 40,099 - 3.3% 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) | | | |

7.9%
4.9%
3%

(a) Family group of Ferris P. Youmans, deceased.
(b) Estate of Ferris P. Youmans votes these shares.

Form FR Y-6
Southern Independent Bancshares, Inc
Opp, AL
Fiscal Year Ending December 31.2015

Report Item 4: Insiders

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

| (1) | (2) | (3)(a) | (3)(b) | (3)(c) | (4)(a) | (4)(b) | (4)(c) |
|-------------------------------------|---|---|---|---|---|--|---|
| Name | Principal Occupation if other than with Bank Holding Company | Title & Position with Bank Holding Company | Title & Position with Subsidiaries (Include Names of Subsidiaries) | Title & Position with Other Businesses (Including names of Other Businesses) | Percentage of Voting Securities in Bank Holding Company | Percentage of Voting Securities in Subsidiaries (Include names of subsidiaries) | 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 | Director & CFO | Director & CFO (Southern Independent Bank) | N/A | 0.301% | N/A | N/A |
| Robert S Boothe Opp, AL | Retired Veterinarian | Director | Director (Southern Independent Bank) | Sole Proprietor & Farmer | 4.079% | N/A | N/A |
| Robert B Burkhardt Andalusia, AL | Dentist | Director | Director (Southern Independent Bank) | Owner (Andalusia Dental Group) | 3.342% | N/A | N/A |

| | | | | | | | |
|--------------------------------------|-----------------------------------|----------|--|--|--------|-----|-----|
| Charles P Cope Andalusia, AL | Retired Insurance Executive | Director | Director (Southern Independent Bank) | N/A | 0.869% | N/A | N/A |
| Olan Harden Andalusia, AL | Entrepreneur | Director | Director (Southern Independent Bank) | President (Harden Enterprises) | 0.822% | N/A | N/A |
| Norma Hobson Andalusia, AL | Funeral Director | Director | Director (Southern Independent Bank) | President (Forman Brown Funeral Home) | 4.074% | N/A | N/A |
| Johnnie Jackson III Opp, AL | Car Dealer | Director | Director (Southern Independent Bank) | President (J.M. Jackson Chevrolet) | 0.822% | N/A | N/A |
| Wesley Laird Opp, AL | Lawyer | Director | Director (Southern Independent Bank) | Partner (Laird Baker & Blackstock) | 2.828% | N/A | N/A |
| Charles T Smith Floral, AL | Pharmacist | Director | Director (Southern Independent Bank) | President (Pharm-A- Care Pharmacy) | 1.685% | N/A | N/A |
| Gary L Smith Andalusia, AL | CEO | Director | Director (Southern Independent Bank) | CEO (Power South) | 2.071% | N/A | N/A |
| James H Tillman, JR Andalusia, AL | Optometrist | Director | Director (Southern Independent Bank) | Owner (Andalusia Eye Clinic) | 1.233% | N/A | N/A |
| Estate of Ferris P Youmans | Deceased | Director | Director | | | | |

| | | | | | | | |
|----------------------------------|----------------------------------|-----|--------------------------------|-----|--------|-----|-----|
| Opp, AL (a) (b) | | | (Southern Independent Bank) | | 4.267% | N/A | N/A |
| Spencer Youmans Opp ,AL (a) | Student | N/A | N/A | N/A | 0.438% | N/A | N/A |
| Donna Youmans Opp, AL (a)(c) | House Wife & Private Investor | N/A | N/A | N/A | 3.292% | N/A | N/A |

(a) Family of Ferris P Youmans and Donna Youmans

(b) Includes shares owned by Oak Investments and Oak Management that are voted by The Estate of Ferris P Youmans

(c) Executor of the Estate of Ferris P. Youmans