

Board of Governors of the Federal Reserve System

MAR 21 RECD



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, C. Todd Thompson
 Name of the Holding Company Director and Official
Director, President & Treasurer
 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
 03/17/2014
 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 384712
 C.I. _____

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2013
 Month / Day / Year

Reporter's Name, Street, and Mailing Address
Se-Fed Bancshares, Inc.
 Legal Title of Holding Company
301 3rd Avenue
 (Mailing Address of the Holding Company) Street / P.O. Box
Jasper AL 35501
 City State Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:
Adam Kluesner AVP/Accounting
 Name Title
205-221-6250
 Area Code / Phone Number / Extension
205-384-0603
 Area Code / FAX Number
adam@securityfederalonline.com
 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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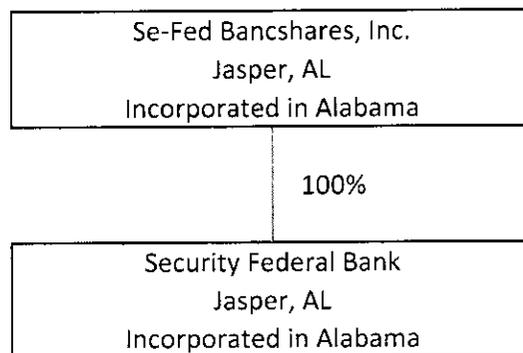
Physical location (if different from mailing address)

Form FR Y-6
Se-Fed Bancshares, Inc.
Jasper, AL
Fiscal Year Ending December 31, 2013

Report Item:

1: The savings and loan holding company prepares an annual report for its securities holders and is not registered with the SEC. As specified by the Federal Reserve Bank of Atlanta, 2 copies are enclosed.

2a: Organizational Chart



2b: Domestic branch listing provided to the Federal Reserve has been verified as correct.

Results: A list of branches for your depository institution: SECURITY FEDERAL SAVINGS BANK (ID_RSSD: 558574).
 This depository institution is held by SE-FED BANCSHARES, INC. (3814712) of JASPER, AL.
 The data are as of 12/31/2013. Data reflects information that was received and processed through 04/07/2014.

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
Correct		Full Service (Head Office)	558574	SECURITY FEDERAL SAVINGS BANK	301 3RD AVENUE	JASPER	AL	35501	WALKER	UNITED STATES	44426	0	SECURITY FEDERAL SAVINGS BANK	558574	

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 12-31-2013			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 12-31-2013		
(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
C. Don Thompson Jasper, AL, USA	USA	34814 - 33% Common Stock	None		
C. Todd Thompson Jasper, AL, USA	USA	10457 - 10% Common Stock			
Kathryn O'Rear Jasper, AL, USA	USA	7500 - 7% Common Stock			
Joel C. Thompson Jasper, AL, USA	USA	7375 - 7% Common Stock			

* Todd has 1905 shares joint with Karla Thompson and 8163 joint with Joel Thompson
 * for a total of 10068 - 9% shares votable.

Form FR Y-6
Se-Fed Bancshares, Inc.
Fiscal Year Ending December 31, 2013

Report Item 4: Insiders

(1)	(2)	(3)a	(3)b	(3)c	(4)a	(4)b	(4)c
Name, City, State, Country	Principal Occupation if other than with Holding Company	Title and Postion with Holding Company	Title and Position with Subsidiaries (include Sub Name)	with Other Businesses (include name of business)	Percentage of Voting Shares in Holding Company	Voting Shares in Subsidiaries (include names of subsidiaries)	List names of other companies, including partnerships, if 25% or more of voting securities are held. List names of companies and % of voting securities held.
C. Don Thompson Jasper, AL, USA	N/A	Chairman & VP	CFO, Security Federal Savings Bank (SFSB)	General Partner, TATT Holdings LLC.	33%	None	TATT Holdings LLC. - 50%
C. Todd Thompson Jasper, AL, USA	N/A	Director & President & Treasurer	Director & CEO & President, SFSB	General Partner, TATT Holdings LLC.	10%	None	TATT Holdings LLC. - 50%
H. Douglas Farris Jasper, AL, USA	Judge	Director	Director, SFSB		3%	None	
Linda Rosser Cordova, AL, USA	N/A	Director	Director, SFSB	N/A	2%	None	
Bonnie Williams Jasper, AL, USA	Educator	Director	Director, SFSB	N/A	2%	None	
Sandra Jones Double Springs, AL, USA	N/A	VP	VP & COO, SFSB	N/A	1%	None	
Mike Wiginton Jasper, AL, USA	Securities Broker	Director	Director, SFSB	President, H.L. Wiginton Capital Management	1%	None	
William Alan Johnson Jasper, AL, USA	Business Owner	Director	Director, SFSB	N/A	1%	None	
Jeffrey Grice Jasper, AL, USA	Insurance Agency Owner	Director	Director, SFSB		1%	None	
Jana Webster Jasper, AL, USA	N/A	VP	VP/Savings, SFSB	N/A	1%	None	