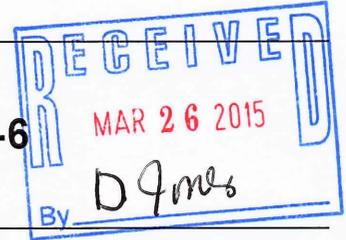


Board of Governors of the Federal Reserve System



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.

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

December 31, 2014

Month / Day / Year

N/A

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

I, Joe H. Pugh

Name of the Holding Company Director and Official

President/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.

Reporter's Name, Street, and Mailing Address

Security Bancorp, Inc.

Legal Title of Holding Company

P. O. Box 7027

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

McMinnville TN 37111

City State Zip Code

306 West Main Street, McMinnville, TN 37110

Physical Location (if different from mailing 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.

Person to whom questions about this report should be directed:

Joe H. Pugh President/CEO

Name Title

931-473-4483

Area Code / Phone Number / Extension

931-473-5644

Area Code / FAX Number

joe.pugh@secfed.net

E-mail Address

www.secfed.net

Address (URL) for the Holding Company's web page

Signature of Holding Company Director and Official

03/23/2015

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 304 206 9  
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 Holding Companies

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

**NONE**

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) \_\_\_\_\_

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) \_\_\_\_\_

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) \_\_\_\_\_

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) \_\_\_\_\_

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) \_\_\_\_\_

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) \_\_\_\_\_

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) \_\_\_\_\_

Legal Title of Subsidiary Holding Company \_\_\_\_\_

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

City \_\_\_\_\_ State \_\_\_\_\_ Zip Code \_\_\_\_\_

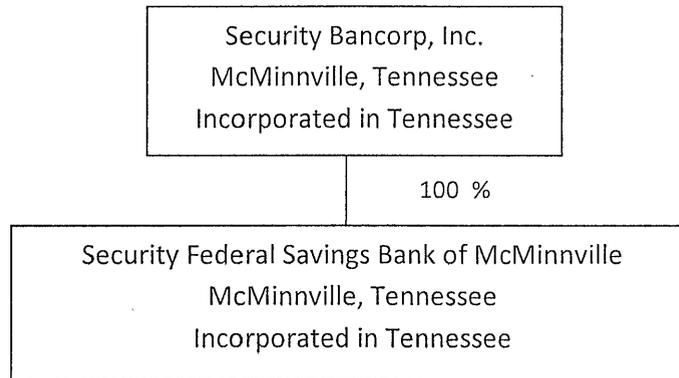
Physical Location (if different from mailing address) \_\_\_\_\_

Form FR Y-6

Security Bancorp, Inc.  
McMinnville, Tennessee  
Fiscal Year Ending December 31, 2014

Report Item

1. The bank holding company prepares an annual report for its securities holders. Two copies are enclosed.
2. Organizational Chart



2b. Submitted via email on March 23, 2015.

Results: A list of branches for your depository institution: SECURITY FEDERAL SAVINGS BANK OF MCMINNVILLE (ID\_RSSD: 631178). This depository institution is held by SECURITY BANCORP, INC. (3842069) of MCMINNVILLE, TN. 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)	631178	SECURITY FEDERAL SAVINGS BANK OF MCMINNVILLE	306 WEST MAIN STREET	MCMINNVILLE	TN	37110	WARREN	UNITED STATES	43980	0	SECURITY FEDERAL SAVINGS BANK OF MCMINNVILLE	631178	
OK		Full Service	3917659	SMITHVILLE HIGHWAY BRANCH	1017 NEW SMITHVILLE HIGHWAY	MCMINNVILLE	TN	37110	WARREN	UNITED STATES	461626	1	SECURITY FEDERAL SAVINGS BANK OF MCMINNVILLE	631178	
OK		Full Service	3924415	MANCHESTER HIGHWAY BRANCH	5839 MANCHESTER HIGHWAY	MORRISON	TN	37357	WARREN	UNITED STATES	492791	2	SECURITY FEDERAL SAVINGS BANK OF MCMINNVILLE	631178	

103

Form FR Y-6  
 Security Bancorp, Inc.  
 Fiscal Year Ending December 31, 2014

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 12-31-14	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 12-31-2014
---	--

1 (a) Name City, State, Country	1 (b) Country of Citizenship	1 (c) Number and Percentage of Each Class of Voting Securities	2 (a) Name City, State, Country	2(b) Country of Citizenship	2 (c) Number and Percentage of Each Class of Voting Securities
Joe H. Pugh McMinnville, TN USA	USA	39,096 -- 10.13% Common Stock	None		
Robert W. Newman McMinnville, TN USA	USA	20,118--5.21% Common Stock			

Form FR Y-6  
Security Bancorp, Inc.  
Fiscal Year Ending December 31, 2014

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	(3)c Title & Position with Other Businesses	(4)a Percentage of Voting Shares in Bank Holding Company	(4)b Percentage of Voting Shares in Subsidiaries	(4)c List names of other companies if 25% or more of voting securities are held (name and percentage)
Joe H. Pugh McMinnville, TN USA	N/A	Director & President/CEO	Director & President/CEO Security Federal Savings Bank	N/A	10.13%	0	N/A
Robert W. Newman McMinnville, TN USA	Attorney	Director & Chairman	Director & Chairman Security Federal Savings Bank	Partner, Galligan & Newman Atty	5.21%	0	N/A
Larry E. Brown McMinnville, TN USA	N/A	Director	Director & Exec Vice President Security Federal Savings Bank	N/A	1.14%	0	N/A
Ray ("Buzz") Spivey, Jr. McMinnville, TN USA	Cumberland Lumber & Mfg, Inc.	Director	Director Security Federal Savings Bank	President--Cumberland Lumber & Mfg, Inc.	1.94%	0	N/A
Thomas Foster McMinnville, TN USA	Foster & Foster Realty and Auction Company	Director	Director Security Federal Savings Bank	Owner--Foster & Foster Realty	2.65%	0	Foster & Foster Realty, 50%
Herschel Wells, Jr. McMinnville, TN USA	Tennessee Warehouse and Distribution	Director	Director Security Federal Savings Bank	Owner-Tennessee Warehouse and Dist.	1.89%	0	Tennessee Warehouse & Dist., 100%
Danny Martin McMinnville, TN USA	Security Federal Savings Bank	N/A	Sr. Vice President Security Federal Savings Bank	N/A	0.40%	0	N/A
Ken Martin McMinnville, TN USA	Security Federal Savings Bank	N/A	Sr. Vice President Security Federal Savings Bank	N/A	0.64%	0	N/A

(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	(3)c Title & Position with Other Businesses	(4)a Percentage of Voting Shares in Bank Holding Company	(4)b Percentage of Voting Shares in Subsidiaries	(4)c List names of other companies if 25% or more of voting securities are held (name and percentage)
Barbara A. Page McMinnville, TN USA	Security Federal Savings Bank	N/A	Sr. Vice President Security Federal Savings Bank	N/A	0.97%	0	N/A
Sherry Clendenon McMinnville, TN USA	Security Federal Savings Bank	N/A	Sr. Vice President Security Federal Savings Bank	N/A	0.40%	0	N/A
Angela Brown McMinnville, TN USA	Security Federal Savings Bank	N/A	Chief Financial Officer Security Federal Savings Bank	N/A	0.40%	0	N/A