

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, 2012**

Month / Day / Year

I, H. Glenn Barker

Reporter's Name, Street, and Mailing Address

Sequatchie Valley Bancshares, Inc.

Name of the Holding Company Director and Official

Legal Title of Holding Company

President

P. O. Box 697

Title of the Holding Company Director and Official

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

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.

Dunlap TN 37327

City State Zip Code

15699 Rankin Avenue

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:

C. Ann Smith Assistant Vice President

Name Title

423-949-2173 227

Area Code / Phone Number / Extension

423-949-4562

Area Code / FAX Number

asmith@ctcbonline.com

E-mail Address

ctcbonline.com

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

H. Glenn Barker

Signature of Holding Company Director and Official

02/19/2013

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 1085330  
 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



*Raised*

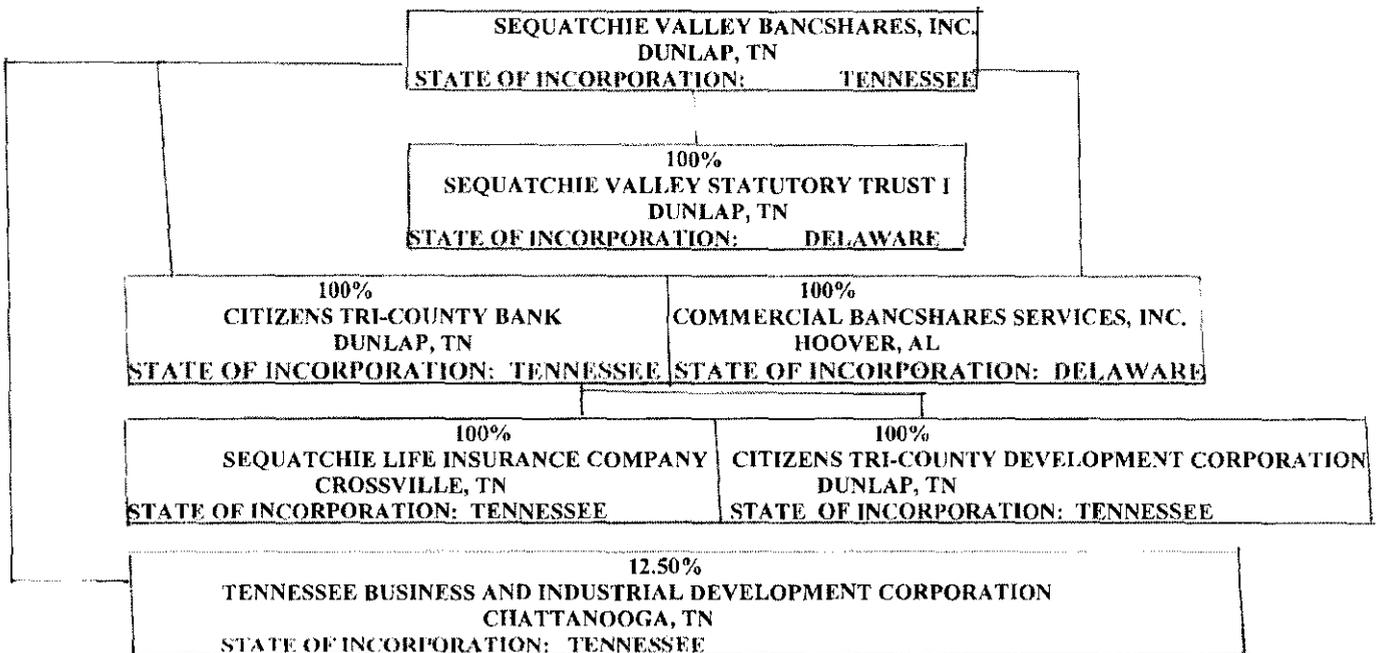
**Form FR Y-6**

**Fiscal Year Ending December 31, 2012**

**1: a. Sequatchie Valley Bancshares, Inc. is not required to prepare form 10K with the SEC.**

**1: b. Sequatchie Valley Bancshares, Inc. does not prepare an annual report for its shareholders. However, Citizens Tri-County Bank does prepare an Annual Disclosure Statement. Enclosed are two copies of the annual report.**

**2: a. Organizational Chart**



*Revised*

**Form FR Y-6  
Domestic Branch Listing**

**2 b.**

**Citizens Tri-County Bank  
Coalmont Office  
25709 SR 56  
Grundy County  
Coalmont, TN 37313  
Limited Service**

**Citizens Tri-County Bank  
McMinnville Main Office  
101 West Main Street  
Warren County  
McMinnville, TN 37110  
Full Service**

**Citizens Tri-County Bank  
Main Office  
15699 Rankin Avenue  
Sequatchie County  
Dunlap, TN 37327  
Full Service**

**Citizens Tri-County Bank  
McMinnville Plaza Office  
1100 New Smithville Highway, Suite 700  
Warren County  
McMinnville, TN 37110  
Full Service**

**Citizens Tri-County Bank  
South Dunlap Motor Branch  
7312 SR 28  
Sequatchie County  
Dunlap, TN 37327  
Limited Service**

**Citizens Tri-County Bank  
Mount Leo Branch  
900 Beersheba Springs  
Warren County  
McMinnville, TN 37110  
Limited Service**

**Citizens Tri-County Bank  
Industrial Park Branch  
92 Resource Road  
Sequatchie County  
Dunlap, TN 37327  
Limited Service**

**Citizens Tri-County Bank  
Monteagle Branch  
143 College Street  
Marion County  
Monteagle, TN 37356  
Full Service**

**Citizens Tri-County Bank  
Altamont Office  
1548 Main Street  
Grundy County  
Altamont, TN 37301  
Full Service**

**Citizens Tri-County Bank  
Palmer Branch  
711 Main Street  
Grundy County  
Palmer, TN 37365  
Full Service**

**Citizens Tri-County Bank  
Jasper Office  
4765 Main Street  
Marion County  
Jasper, TN 37347  
Full Service**

**Citizens Tri-County Bank  
Pikeville Branch  
3468 Main Street  
Bledsoe County  
Pikeville, TN 37367  
Full Service**

*revised*

**2 b. (page 2)**

**Citizens Tri-County Bank  
Signal Mountain Office  
1306 Taft Highway  
Hamilton County  
Signal Mountain, TN 37377  
Full Service**

**Citizens Tri-County Bank  
Tullahoma Main Office  
201 North Jackson Street  
Coffee County  
Tullahoma, TN 37388  
Full Service**

**Citizens Tri-County Bank  
Soddy Daisy Office  
8575 Dayton Pike  
Hamilton County  
Soddy Daisy, TN 37379  
Full Service**

**Citizens Tri-County Bank  
Tullahoma West Lincoln Office  
501 West Lincoln Street  
Coffee County  
Tullahoma, TN 37388  
Full Service**

**Citizens Tri-County Bank  
South Pittsburg Office  
402 North Cedar Avenue  
Marion County  
South Pittsburg, TN 37380  
Full Service**

**Citizens Tri-County Bank  
Tullahoma Kings Lane Office  
701 Kings Lane  
Coffee County  
Tullahoma, TN 37388  
Limited Service**

**Citizens Tri-County Bank  
Spencer Branch  
489 Spring Street  
Van Buren County  
Spencer, TN 38585  
Full Service**

**Citizens Tri-County Bank  
Whitwell Office  
14087 Highway 28  
Marion County  
Whitwell, TN 37398  
Full Service**

**Citizens Tri-County Bank  
Tracy City Branch  
26 Oak & Colyar Street  
Grundy County  
Tracy City, TN 37387  
Full Service**

**Citizens Tri-County Bank  
2940 Highway 283  
Marion County  
Powell's Cross Road, TN 37397  
Stand Alone ATM**

**Citizens Tri-County Bank  
Tracy City Depot Office  
481 Railroad Avenue  
Grundy County  
Tracy City, TN 37387  
Full Service**

**Citizens Tri-County Bank  
200 North Anderson Street  
Coffee County  
Tullahoma, TN 37388  
Stand Alone ATM**

**ATM's at each location**

Form FR Y-6  
 SEQUATCHIE VALLEY BANCSHARES, INC  
 Fiscal Year Ending December 31, 2012

**Report Item 3: Shareholders**  
 (1)(a)(b)(c) and (2)(a)(b)(c)

Current shareholders with ownership, control or holding of 5% or more with power to vote as of fiscal year ending December 31, 2012				Shareholders not listed in 3(1)(a) through 3(1)(c) that had ownership of 5% or more with power to vote during the fiscal year ending December 31, 2012		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities		(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
L. Thomas Austin DUNLAP, TN 37327	USA	4,475	30.14%	NONE		
Eunice Barker, Estate Dunlap, TN 37327	USA	1,254	8.45%			
Flavius A. Barker Dunlap, TN 37327	USA	1,499	10.10%			
H. Glenn Barker Dunlap, TN 37327	USA	2,417	16.29%			
John V. Barker Dunlap, TN 37327	USA	2,352	15.85%			

Revised

Form FR Y-6

Sequatchie Valley Bancshares, Inc.

Fiscal Year Ending December 31, 2012

Report Item 4: Insiders

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

(1) Names & Address 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 Others Businesses (include name's of other businesses)	(4)(a) Percentage of Voting shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of Other companies includes partnerships) if 25% or more held (List names of companies and percentage of voting securities held)
L. Thomas Austin Dunlap, TN 37327 USA	Attorney	Director & Secretary	Director & Secretary Citizens Tri-County Bank Director Citizens Tri-County Development Corp. Director Sequatchie Life Insurance Company	Austin, Davis & Mitchell Attorney-At-Law	30.14%	None	Ewton Funeral Home 32.50%
Flavius A. Barker Dunlap, TN 37327 USA	Retired	Director & Vice President	Director Citizens Tri-County Bank/Farming Operation Director Sequatchie Life Ins. Co. Director Citizens Tri-County Development Corp	Partner Partner Sequatchie Associates, inc. Partner/Barker Tractor & Equipment, LLC.	10.10%	None	Farming Operation 50%
H. Glenn Barker Dunlap, TN 37327 USA	N/A	President & Director	Chairman & CEO Citizens Tri-County Bank President Sequatchie Life Ins. Co. Director TN Business & Ind. Dev. Corp Director Citizens Tri-County Development Corp.	Partner Sequatchie Assoc. Partner Farming Operation	16.29%	None	Farming Operation 50%
John V. Barker Dunlap, TN 37327	N/A	Director	Executive Vice President & Director Citizens Tri-County Bank Director Sequatchie Life Ins. Co.	Treasurer Sequatchie Associates Director, Plateau Group Director, Financial Products & Services	15.84%	None	