

AUG 04 REC'D

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):

June 30, 2014

Month / Day / Year

I. Gates Little

Name of the Holding Company Director and Official

President

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

The Southern Banc Company, Inc.

Legal Title of Holding Company

P.O. Box 1130

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

Gadsden AL 35902

City State Zip Code

221 South 6th Street

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:

Peggy Smith Secretary/Treasurer

Name Title

256-543-3860

Area Code / Phone Number / Extension

256-543-3864

Area Code / FAX Number

psmith@sobanco.com

E-mail Address

www.sobanco.com

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

Signature of Holding Company Director and Official

07/29/2014

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 2496193.

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.

The Southern Bank Company
Legal Title of Subsidiary Holding Company

P.O. Box 1130
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

Gadsden AL 35902
City State Zip Code

221 South 6th Street, Gadsden, AL 35901
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)

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City State Zip Code

Physical location (if different from mailing address)

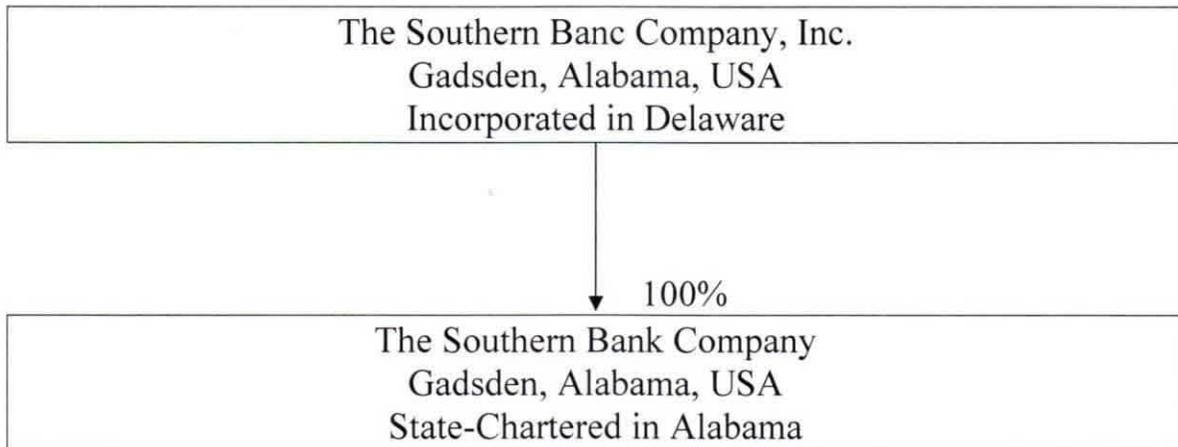
Form FRY-6

**The Southern Banc Company, Inc.
Gadsden, Alabama
Fiscal Year Ending June 30, 2014**

Report Item

1: The bank holding company prepares an annual report in October for its securities holders. Two copies will be sent in October.

2a: Organizational Chart



**The Southern Banc Company, Inc.
Fiscal Year Ending June 30, 2014**

Report Item 2b:

**The Southern Banc Company, Inc., the Holding Company for,
The Southern Bank Company. Listed below is the information for all four
branches:**

The Southern Bank Company
Opened June 1936
221 So. 6th Street
Gadsden, AL 35901
Etowah County, USA
Full Service

The Southern Bank Company
Opened August 1965
625 East Main Street
Albertville, AL 35950
Marshall County, USA
Full Service

The Southern Bank Company
Opened March 1971
2204 Henry Street
Guntersville, AL 35976
Marshall County, USA
Full Service

The Southern Bank Company
Opened May 1994
390 West Main Street
Centre, AL 35960
Cherokee County, USA
Full Service

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The Southern Banc Company, Inc.
Fiscal Year Ending June 30, 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 6-30-2013			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 6-30-2013		
(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
Estate of James B. Little, Jr. Gadsden, AL, USA	USA	41,139 – 5.1% Common Stock	N/A		
<u>Executor</u> – Gates Little					
Gates Little Gadsden, AL, USA	USA	58,193 – 7.22% Common Stock			
James B. Little, III Birmingham, AL, USA	USA	115,957 – 14.39% Common Stock			
Directors (4 persons) Gadsden, AL, USA	USA	117,646 – 14.59% Common Stock			
Thomas F. Dowling, III		12,123 – 1.5%			
F. Michael Haney		200 – 0.02%			
Fred Taylor		12,600 – 1.56%			
Thomas Alan Ritchie, Jr.		100 – 0.01%			
The Southern Banc Company, Inc. Stock Option and Incentive Plan		32,643 – 4.05%			
<u>Trustees</u>					
Thomas Dowling, III and Fred Taylor Gadsden, AL, USA					
The Southern Banc Company, Inc. Employee Stock Ownership Plan		59,980 – 7.44%			
<u>Trustees</u>					
Thomas Dowling, III and Fred Taylor Gadsden, AL, USA					

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The Southern Banc Company, Inc.
Fiscal Year Ending June 30, 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 (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names 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 of voting securities are held (List names of companies and percentage of voting securities held)
Gates Little Gadsden, AL, USA	N/A	Director & President	Director & President (The Southern Bank Company)	N/A	7.22%	100% as President (The Southern Bank Company)	N/A
Thomas Alan Ritchie, Jr. Birmingham, AL, USA	President of RMI, Inc.	Director	Director	CFO of ComplyMD	0.01%	N/A	N/A
F. Michael Haney Gadsden, AL, USA	Attorney	Director	Director	Partner in Inzer, Haney, McWhorter, and Haney LLC	0.02%	N/A	25% Inzer, Haney, McWhorter, and Haney LLC 50% Spanish Acquisitions, LLC
Thomas F. Dowling, III Leesburg, AL, USA	Retired Dentist	Director	Director	N/A	1.5%	N/A	N/A
Fred Taylor Albertville, AL, USA	Owner of Taylor Realty	Director	Director	N/A	1.56%	N/A	100% Taylor Realty 90% Taylor & Taylor 50% Southern Highland Apartments

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Fiscal Year Ending June 30, 2014

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James B Little, III Birmingham, AL, USA	Founder of New Capital Partners, LLC	Director	N/A	Partner of New Capital Partners, LLC	14.39%	N/A	50% New Capital Partners, LLC 50% NCP Management Holding Holdings Inc. 50% New Capital Partners Inc. 50% NCP CAPCO Partners, Inc. 50% NCP Alabama Fund II LLC 35% New Management Ventures, LLC 50% Old Realty, LLC 53.2% NCP Texas Fund LLC Series A 25% Waveland NCP Alabama Ventures II LLC 27% Waveland NCP Ventures, LP 25% Waveland Texas Ventures Management, LP 50% NCP Texas Fund, LLC Series B 25% Waveland NCP Texas Ventures II, LP 50% Depot Properties, LLC 33% Fanning Branch Realty, LLC 50% Telluride Productions, LLC 28.6% NCP Sidecar Investments, LLC

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Fiscal Year Ending June 30, 2014

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Teresa Elkins Gadsden, AL, USA	N/A	N/A	Vice President (The Southern Bank Company)	N/A	0.79%	N/A	N/A
Peggy Smith Gadsden, AL, USA	N/A	Secretary/ Treasurer	Secretary/ Treasurer (The Southern Bank Company)	N/A	0.42%	N/A	N/A