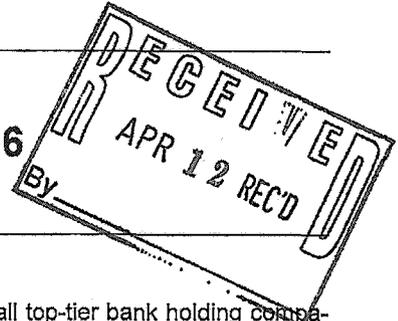


Board of Governors of the Federal Reserve System



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, James M. Biglane

Reporter's Name, Street, and Mailing Address

SOUTHWEST SECURITY, INC.

Name of the Holding Company Director and Official

Legal Title of Holding Company

President/CEO

P.O. BOX 813

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.

NATCHEZ, MS 39121-0813

City State Zip Code

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.

75 MELROSE MONTEBELLO PARKWAY

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

NAOMI G JONES, VICE PRESIDENT

Name Title

601-445-7135

Area Code / Phone Number / Extension

601-445-7157

Area Code / FAX Number

naomi.jones@unitedmsbk.com

E-mail Address

James M. Biglane  
Signature of Holding Company Director and Official

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

April 8, 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 1081686  
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

Revised  
4-9-13 2-B.

**FORM FR Y-6**

**SOUTHWEST SECURITY, INC.**

**P. O. BOX 813**

**NATCHEZ, MISSISSIPPI 39121-0813**

**FISCAL YEAR ENDING DECEMBER 31, 2012**

**REPORT ITEM**

- 1. a. Southwest Security, Inc. is not required to prepare and file Form 10K with the SEC.
- 1. b. Southwest Security, Inc. issues an Independent Auditors Report at the annual Stockholders' meeting; two (2) copies enclosed.
  
- 2. a. **Organizational Chart:**



2.b. DOMESTIC BRANCH LISTING

**Results:** A list of branches for your holding company: SOUTHWEST SECURITY, INC. (1081886) of NATCHEZ, MS.  
The data are as of 12/31/2012. Data reflects information that was received and processed through 01/06/2013.

**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*
OK		Full Service (Head Office)	544335	UNITED MISSISSIPPI BANK	75 MELROSE-MONTEBELLO PARKWAY	NATCHEZ	MS	39120	ADAMS	UNITED STATES	14570	0	UNITED MISSISSIPPI BANK	544335
OK		Full Service	146533	MELVILLE BRANCH	CHURCH STREET	MELVILLE	LA	71353	ST LANDRY	UNITED STATES	Not Required	Not Required	UNITED MISSISSIPPI BANK	544335
Add	12/29/2012	Full Service		VIDALIA LA BRANCH	4010 CARTER STREET	VIDALIA	LA	71373	CONCORDIA	UNITED STATES	Not Required	Not Required	UNITED MISSISSIPPI BANK	544335
OK		Full Service	2309284	CENTREVILLE BRANCH	494 HIGHWAY 24	CENTREVILLE	MS	39631	WILKINSON	UNITED STATES	218718	10	UNITED MISSISSIPPI BANK	544335
OK		Full Service	543833	FAYETTE BRANCH	1440 MAIN STREET	FAYETTE	MS	39069	JEFFERSON	UNITED STATES	252184	1	UNITED MISSISSIPPI BANK	544335
OK		Full Service	2444617	DOWNTOWN BRANCH	203 SOUTH COMMERCE STREET	NATCHEZ	MS	39120	ADAMS	UNITED STATES	Not Required	Not Required	UNITED MISSISSIPPI BANK	544335
OK		Full Service	542238	MORGANTOWN BRANCH	#1 MORGANTOWN ROAD	NATCHEZ	MS	39120	ADAMS	UNITED STATES	252186	3	UNITED MISSISSIPPI BANK	544335
OK		Full Service	2433170	OPERATIONS CENTER	75 MELROSE-MONTEBELLO PARKWAY	NATCHEZ	MS	39120	ADAMS	UNITED STATES	252187	6	UNITED MISSISSIPPI BANK	544335
OK		Full Service	20736	SOUTHERN BRANCH	20 SEARGENT PRENTISS DRIVE	NATCHEZ	MS	39120	ADAMS	UNITED STATES	252189	8	UNITED MISSISSIPPI BANK	544335
OK		Full Service	2344539	SUPER MONEY MARKET CENTER	314 SEARGENT S. PRENTISS DRIVE	NATCHEZ	MS	39120	ADAMS	UNITED STATES	252188	7	UNITED MISSISSIPPI BANK	544335
OK		Full Service	925831	WOODVILLE DOWNTOWN BRANCH	142 ROYAL OAK STREET	WOODVILLE	MS	39669	WILKINSON	UNITED STATES	5460	9	UNITED MISSISSIPPI BANK	544335
OK		Limited Service	3722648	WOODVILLE MOTORBANK BRANCH	187 HIGHWAY 61 SOUTH	WOODVILLE	MS	39669	WILKINSON	UNITED STATES	218719	11	UNITED MISSISSIPPI BANK	544335

**3. SHAREHOLDERS**

Current Shareholders with ownership, control or holdings of 5% or more with  
with power to vote as of 12/31/2012:

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	
		# of Shares	% of Shares
James M. Biglane Natchez, MS	USA	63,846 Common Stock Shares	52.74%
Southwest Security, Inc. ESOP Natchez, MS	USA	14,069 Common Stock Shares	11.62%
H. I. Stahlman Natchez, MS	USA	9,751 Common Stock Shares	8.05%
Nancy K. Biglane Natchez, MS	USA	7,831 Common Stock Shares	6.47%

2. Shareholders 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 12/31/2012.

NONE



4. INSIDERS

December 31, 2012

1. Name & Address (City, State, Country)	2. Principal Occupation if other than with Bank Holding Company	3.a. Title and Position with Bank Holding Company	3.b. Title and Position with Subsidiaries (include names of subsidiaries)	3.c. Title and 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
Bruce M. Kuehne, Jr. Natchez, MS.	Attorney	Director	Director United Mississippi Bank  Director Southwest Financial Services  Member Lucid Interval, LLC  Member Jalfred, LLC  Shareholder Horseshoe Lake Land Co, Inc.	Manager Law Practice  Manager  Manager  Shareholder	0.61%	None	Law Practice (100%)  Lucid Interval, LLC (50%)
H. I. Stahlman, III Natchez, MS	Investments and Real Estate	Director & Chairman	Director & Chairman of the Board United Mississippi Bank  Director & Chairman Southwest Financial Services  Partner Stahlman Properties, Ltd.  Partner HIS Investments, LLC  Director & President C. J. Group  Partner Stafo, Ltd.  Manager Riverview RV Park, LLC  Trustee Blue Sky Opportunities, LLC  Stahlman Management Services, LLC	Manager	8.05%	None	Stahlman Properties, LTD (45.00%)  HIS Investments, LLC (40%)  C. J. Group (50%)  Stahlman Mgt Services, LLC (50.0%)

Revised 5-13-13

4. INSIDERS

December 31, 2012

1. Name & Address (City, State, Country)	2. Principal Occupation if other than with Bank Holding Company	3.a. Title and Position with Bank Holding Company	3.b. Title and Position with Subsidiaries (include names of subsidiaries)	3.c. Title and 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
Nancy K. Biglane Natchez, MS	N/A	N/A	N/A	Director & VP/Treasurer Biglane Operating  Director & VP/Secretary Mike Oil Company  Secretary/Treasurer Scotland Plantation  Director & VP/Treasurer Silverland, Inc.  Director & Secretary/Treasurer Great Escape Balloon Co.  Director & VP/Treasurer D. A. Biglane Foundation  Director & Treasurer Cowpen Point Pipeline, Inc.  Partner Lift, LLC  General Partner Take It To The Bank	6.47%	None	Biglane Leasing Co., LLP (32.34%)
SSI ESOP James M. Biglane, Trustee Natchez, MS	N/A	N/A	N/A	N/A	11.62%	N/A	N/A