## Sample of a Complete FR Y-6

This is a sample of a complete Annual Report of Bank Holding Companies (FR Y-6) and should be used as a guide for completing the FR Y-6. Each page includes a list of tips to help you fill out the report.

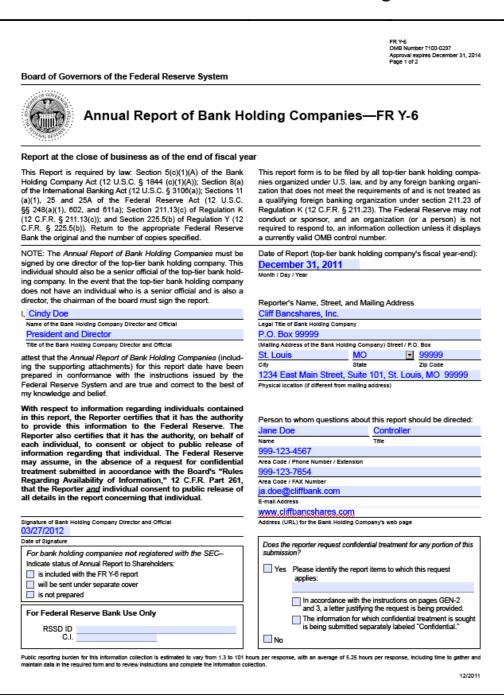
Before you begin, please make sure you have the current form. You can print the form by selecting the FR Y-6 option from the "Forms by number" pull-down menu on the following website:

http://www.federalreserve.gov/reportforms/

The most current form expires December 31, 2014.

Please note that a response is required for every item on the FR Y-6 Report unless noted otherwise.

### **Cover Page**



- Name and Title of Individual who is the Chairman of the Board OR both a Senior Official & Director
- 2. Signature and Date of Signature
- Status of Annual Report -This item only applies to bank holding companies NOT registered with the SEC.
- 4. Date of the Report (the Bank Holding Company's fiscal year-end)
- 5. Legal Title of the Bank
  Holding Company, Mailing
  Address and Physical
  Location

6

8

- FR Y-6 Contact Information -Complete all lines in this section.
- 7. URL/Website of the Bank Holding Company -If the Bank Holding Company does not have one, fill in "N/A."
- Confidentiality Status Check Yes or No.
   If Yes, please refer to the
   FR Y-6 Instructions for
   step-by-step procedures.

## **Tier Page**

This page should be completed by <u>all</u> bank holding companies. If your Bank Holding Company does NOT have a mid-tier holding company, mark this page "<u>N/A</u>."

SAM	MPLE FRY-6 COV-2
For Use By Tiered Bank Holdin Top-tiered bank holding companies must list the names, mailir holding companies below.	g Companies og address and physical locations of each of their subsidiary bank
Gravel Bancshares, Inc.	
Legal Title of Subsidiary Bank Holding Company	Legal Title of Subsidiary Bank Holding Company
2007 Memphis Road, Suite 111  (Mailing Address of the Subsidiary Bank Holding Company) Stylet / P.O. Box	(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box
Memphis, TN 33333	
City Notate / Zip Code	City / State / Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)
Legal Title of Subsidiary Bank Holding Company	Legal Title of Subsidiary Bank Holding Company
Legal file of Subsidiary Bank Houring Company	Legal file of Subsidiary Balik noticing Company
(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box
City / State / Zip Code	City / State / Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)
Legal Title of Subsidiary Bank Holding Company	Legal Title of Subsidiary Bank Holding Company
Edga Tito of Cocolinary Burn Holling Company	Logar no or occountry cann rouning company
(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box
City / State / Zip Code	City / State / Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)
Legal Title of Subsidiary Bank Holding Company	Legal Title of Subsidiary Bank Holding Company
(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box
City / State / Zip Code	City / State / Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)
	12/04

Non-Tiered Bank Holding Companies:

Mark this page "N/A."

Tiered Bank Holding Companies:

Fill this page out with the legal name and address of each mid-tier holding company.

### Report Items 1 and 2

**Report Item 1: Annual Report.** This item is only for bank holding companies that are NOT registered with the SEC and that prepare an annual report. If the BHC doesn't file an annual report, respond with "none" or "N/A".

**Report Item 2(a): Organizational Chart.** Return and verify the accuracy of the organization chart that was sent with the FR Y-6 mailing or include your own version. List all entities reportable per the FR Y-6 instructions and the bank holding company's and its subsidiaries' interests in all entities.

Report Item 2(b): Branch Verification. Go to the FR Y-6 2011 Depository Institution Branch Data Verification Website: http://structurelists.federalreserve.gov. Download and verify the branch information from the website. Note any changes or mark "ok" for each record. Each bank's main office is reflected as a branch. Then, submit the spreadsheet via e-mail or include a printout with the FR Y-6.

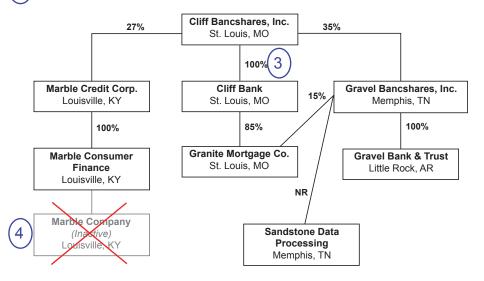
SAMPLE

Form FR Y-6 Cliff Bancshares, Inc. St. Louis, MO Fiscal Year Ending December 31, 2011

Report Item

The bank holding company prepares an annual report for its shareholders.
 One copy is enclosed.

2)2(a): Organizational Chart



NR = Ownership percentage not reportable on the FR Y-10. Percentage of ownership is less than 25% and the companies are not controlled by any other means.

5)2(b): Branch Verification
Submitted via e-mail on March 1, 2012.

- For bank holding companies that are NOT registered with the SEC and that prepare an Annual Report:
  - Indicate if Annual Report is included, en route, or not prepared.
- 2. For all entities in the Organizational Chart, include only the legal name, city, and state.
- 3. Include the exact percentages of ownership.

An exception is made for those nonbanking companies in which the bank holding company directly or indirectly in the aggregate controls more than 5%, but less than 25%, of the outstanding shares of any class of voting securities. For those ownership percentages, 'NR' should be used.

- 4. Do NOT include inactive entities.
- 5. Indicate whether the Branch Verification was submitted via e-mail or included with the FR Y-6.

If the Branch Verification was submitted via e-mail, include the date the e-mail was sent.

## Report Item 2(b): Branch Verification

This is a sample printout of the spreadsheet downloaded from the FR Y-6 2011 Depository Institution Branch Data Verification Website: <a href="http://structurelists.federalreserve.gov">http://structurelists.federalreserve.gov</a>. Please refer to the detailed instructions on the website for specific guidelines on how to search and download the spreadsheet for your Bank Holding Company.

### Please note the following:

- By default, the branch listing is formatted to print in portrait view. You may wish to change the formatting to landscape view to make reviewing your branch data easier and more efficient.
- After verifying and reconciling the branch information, you may include a printout with the FR Y-6 or e-mail the spreadsheet in Excel format to STLS.NIC1@stls.frb.org (AR, IN, MS), STLS.NIC2@stls.frb.org (KY), STLS.NIC3@stls.frb.org (MO, TN), STLS.NIC4@stls.frb.org (IL).
- A branch list should be submitted for all depository institutions and Edge Act and agreement corporations held directly or indirectly by your Bank Holding Company.

Results: A list of branches for your depository institution: CLIFF BANK (ID\_RSSD: 1234567). This depository institution is held by CLIFF BANCSHARES, INC. (1000000) of ST. LOUIS, MO. The data is as of 12/31/2011.

### **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.

# SAMPLE

#### 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.

See the detailed instructions on this site for more information. When you are finished, send a saved copy to your FRB contact.

\* FDIC UNINUM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is not required.

			1	1	I	1			ı	I		1	1	1
Data	Effective	Branch Service	Branch								FDIC	Office		Head Office
Action	Date	Туре	ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	UNINUM*	Number*	Head Office	ID_RSSD
		Full Service (Main												
OK		Office)	1234567	CLIFF BANK	1234 EAST MAIN STREET	ST. LOUIS	МО	99999	CARTER	UNITED STATES	11111	0	CLIFF BANK	1234567
				MAIN STREET										
CHANGE	10/10/2011	Full Service	555555	BRANCH	2000 MAIN STREET	ST. LOUIS	МО	99999	CARTER	UNITED STATES	222222	2	CLIFF BANK	1234567
				ST. LOUIS										
DELETE		Full Service	3333333	BRANCH	1111 A STREET	ST. LOUIS	МО	99999	CARTER	UNITED STATES	555555	4	CLIFF BANK	1234567
				BROADWAY		1								
CLOSE	11/15/2011	Full Service	222222	BRANCH	999 SOUTH BROADWAY, SUITE 100	ST. LOUIS	МО	99999	CARTER	UNITED STATES	333333	1	CLIFF BANK	1234567

## Report Item 2(b): Branch Verification

A branch list should be submitted for all depository institutions and Edge Age and agreement corporations held directly or indirectly by your Bank Holding Company.

Results: A list of branches for your depository institution: GRAVEL BANK & TRUST (888888) of LITTLE ROCK, AR.

This depository institution is held by CLIFF BANCSHARES, INC. (1000000) of ST. LOUIS, MO.

The data is as of 12/31/2011.

### **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.

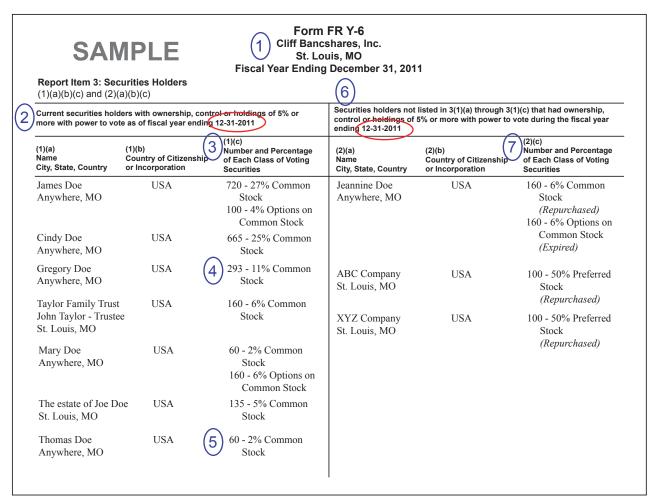
See the detailed instructions on this site for more information. When you are finished, send a saved copy to your FRB contact.

\* FDIC UNINUM, Office Number, and ID RSSD columns are for reference only. Verification of these values is not required.

Data	Effective	Branch Service	Branch								FDIC	Office		Head Office
Action	Date	Туре	ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	UNINUM*	Number*	Head Office	ID_RSSD*
		Full Service (Main											GRAVEL BANK &	
OK		Office)	888888	GRAVEL BANK & TRUST	2007 JEFFERSON ROAD, SUITE 111	LITTLE ROCK	AR	72201	PULASKI	UNITED STATES	8899	C	TRUST	888888
													GRAVEL BANK &	
OK		Full Service	760162	MAIN STREET BRANCH	444 MAIN STREET	LITTLE ROCK	AR	72201	PULASKI	UNITED STATES	222999	2	TRUST	888888
													GRAVEL BANK &	
OK		Full Service	790767	EAST MAIN BRANCH	99999 EAST MAIN STREET	LITTLE ROCK	AR	72206	PULASKI	UNITED STATES	222777	1	TRUST	888888
													GRAVEL BANK &	1
DELETE		Full Service	739962	DOOLITTLE BRANCH	HIGHWAY 900 & DOOLITTLE STREET	FAYETTEVILLE	AR	72702	WASHINGTON	UNITED STATES	222222	3	TRUST	888888
													GRAVEL BANK &	
OK		Limited Service	861461	MORGAN BRANCH	111 MORGAN WAY	FAYETTEVILLE	AR	72701	WASHINGTON	UNITED STATES	555555	4	TRUST	888888
014													GRAVEL BANK &	I
ОК		Full Service	3215234	JACKSON BRANCH	1111 BROADWAY, SUITE 1510	PINE BLUFF	AR	71602	JEFFERSON	UNITED STATES	111111	11	TRUST	888888
01144105	0/45/0044			l						l		_	GRAVEL BANK &	I
CHANGE	8/15/2011	Full Service	2203917	HARTNELL BRANCH	555 HARTNELL AVENUE	PINE BLUFF	AR	71612	JEFFERSON	UNITED STATES	222333	5	TRUST	888888
014		<u>_</u> .					l					_	GRAVEL BANK &	1
ОК		Trust	2484453	BRISTOL BRANCH	33333 HIGHWAY 400, SUITE H	RUSSELLVILLE	AR	/2801	POPE	UNITED STATES	222555	/	TRUST	888888
CHANGE	E/04/0044		0.40000	BRISTOL CEMENT	ASSO MODELLOSMENT BOLL SVADD	BU005111/#115	4.5	70000			000444		GRAVEL BANK &	1
CHANGE	5/31/2011	Full Service	2463001	BRANCH	1500 NORTH CEMENT BOULEVARD	RUSSELLVILLE	AR	72802	POPE	UNITED STATES	222111		TRUST	888888
CHANGE	6/20/2011		444000	DDIOTOL MAIN DDANIOL		D. 100E. 1. 1/1/15		70040				] .	GRAVEL BANK &	1
CHANGE	6/30/2011	Full Service	414960	BRISTOL MAIN BRANCH	123 MAIN STREETT	RUSSELLVILLE	AR	72812	POPE	UNITED STATES	111777	10	TRUST	888888
ADD	7/47/2014			DOLLAR PROME PROME		LITTI E BOOK		70040					GRAVEL BANK &	1
ADD		Full Service		COMMERCIAL BRANCH	1111 COMMERCIAL STREET	LITTLE ROCK	AR	72210	PULASKI	UNITED STATES			TRUST	888888
OK		Electronic		DOLLEL DAVE DOALOU	075 001/71/ 001/5 001/15/400	LITTLE BOOK		7000				] ,	GRAVEL BANK &	1
OK		Banking	2494144	SOUTH PAVE BRANCH	375 SOUTH PAVE BOULEVARD	LITTLE ROCK	AR	72227	PULASKI	UNITED STATES	111999	5	TRUST	888888

### **Report Item 3: Securities Holders**

List the name and address (only the city and state/country) of securities holders and include the number of shares of each class of voting securities owned, controlled, or held with the power to vote (listing separately options, warrants, or other securities or rights), or in the case of a partnership, the proportionate interest. DO NOT include street addresses, SSN's, or dates of birth. See Attachment 2 for more examples of PII (Personally Identifiable Information) that should not be included. If there are no securities holders for Report Item 3(1) or 3(2), mark the appropriate section "N/A."



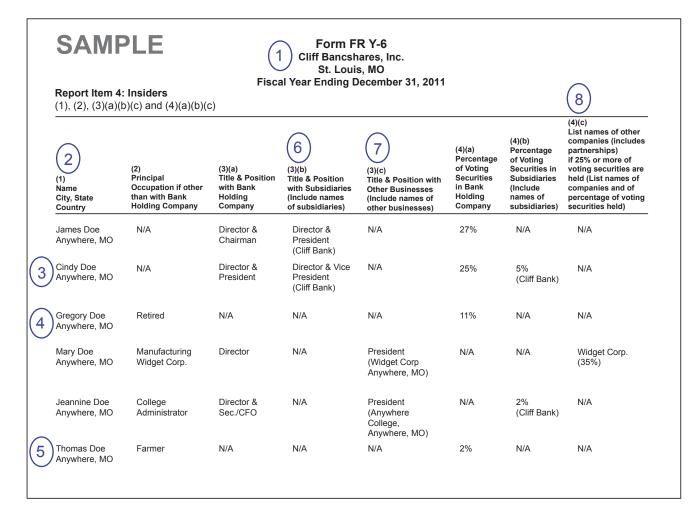
- Legal Title of the Bank Holding Company, City and State/Country, and the Current Fiscal Year-End in the Header
- 2. For Report Item 3(1), list all securities holders with holdings of 5% or more AS OF the fiscal year-end.
- 3. Include the number AND percentage of each class of voting securities.
- 4. <u>Note:</u> All securities holders with more than 10% ownership in the Bank Holding Company should also be included in Report Item 4: Insiders. They are considered principal securities holders per the FR Y-6 instructions.
- 5. For a family that collectively owns greater than 5%, include all members of the family with ownership in the Bank Holding Company in Report Item 3.
- 6. For Report Item 3(2), list all securities holders with holdings of 5% or more DURING the fiscal year but not listed in 3(1). If none, respond with "none" or "n/a".
- 7. The number and percentage in 3(2)(c) should be reported at the maximum level held during the fiscal year.

**Note:** If the bank holding company is also an employee stock ownership plan/profit sharing trust -

- a) List each trustee or designated individual who has the power to vote those shares held in the employee benefit plan.
- b) Provide a description of provision in the trust for voting the shares controlled by the plan.

### **Report Item 4: Insiders**

List each principal securities holder, director, trustee, partner, and executive officer of the Bank Holding Company and provide the relevant information under every column header. DO NOT include street addresses, SSN's, or dates of birth. See Attachment 2 for more examples of PII (Personally Identifiable Information) that should not be included. If there is no data to report in a particular column, mark it as "N/A."



- Legal Title of the Bank Holding Company, City and State/Country, and the Current Fiscal Year-End in the Header
- 2. For all Insiders, include ONLY the City and State/Country.
- The individual who signed the report on the Cover Page must be listed as the Chairman of the Board OR both a Senior Official & Director in this Report Item.
- 4. Any individual or company with 10% or more ownership in the Bank Holding Company is considered a "principal securities holder," per the FR Y-6 instructions, and should be included in this Report Item.
- 5. A family that collectively owns greater than 10% is considered a "principal securities holder." All members of the family with ownership in the Bank Holding Company should be included in this Report Item.
- 6. Include the names of subsidiaries in which the Insider holds a title & position in (3)(b).
- 7. Include the Insider's title & position with any other business in which the person is a director, trustee, partner, or executive officer, regardless of the ownership in that business.
- 8. Do NOT report the Insider's ownership in other companies if less than 25%.