

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) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)); section 10(b)(2) of the Home Owners' Loan Act (12 U.S.C. § 1467a(b)(2)); sections 102(a)(1), 165, and 618 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (12 U.S.C. §§ 5311(a)(1), 5365, and 1850a(c)(1)); and sections 8(a) and 13(a) of the International Banking Act of 1978 (12 U.S.C. §§ 3106(a) and 3108(a)). 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, top-tier savings and loan holding companies, and U.S. intermediate 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. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I, **TERESA FRANCIS**

Name of the Holding Company Director and Official

SECRETARY / TREASURER

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.

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.

Signature of Holding Company Director and Official

03/25/2024

Date of Signature

For Federal Reserve Bank Use Only

RSSD ID _____

C.I. _____

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

December 31, 2023

Month / Day / Year

Reporter's Name, Street, and Mailing Address

First State Bancshares, Inc.

Legal Title of Holding Company

1820 Cumberland Ave

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

Middlesboro

KY

40965

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Teresa Francis

Secretary / Treasurer

Name

Title

606-248-9537

Area Code / Phone Number / Extension

606-248-9514

Area Code / FAX Number

teresa.francis@ourfsb.bank

E-mail Address

NOT APPLICABLE

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

Is confidential treatment requested for any portion of this report submission?

0=No

1=Yes

0

In accordance with the General Instructions for this report (check only one),

1. a letter justifying this request is being provided along with the report ☐

2. a letter justifying this request has been provided separately ... ☐

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

Report Item 1: Annual Report to Shareholders

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

Checklist

The checklist below is provided to assist the holding company in filing all the necessary responses and verifying changes from the prior year to the various report items. The completed checklist should be submitted with the report. Please see section A of the General Instructions for additional guidance.

Verification of Changes

All Reporters must respond to the following questions by checking the Yes or No box below, as appropriate.

Did the holding company have changes to any reportable FR Y-6 items (2a, 2b, 3, or 4) from the prior year?

☒ Yes ☐ No

If checked Yes, complete the remaining checklist for Report Items 2a, 2b, 3, and 4. For each Report Item, indicate whether there are changes from the prior year by checking Yes or No below. See section A of the General Instructions for additional information.

Report Item 2a: Organization Chart

☐ Yes ☒ No

If checked Yes, the Reporter must submit the organization chart as specified in Report Item 2.a instructions.

Report Item 2b: Domestic Branch Listing

☐ Yes ☒ No

If checked Yes, the Reporter must submit the domestic branch listing as specified in Report Item 2.b instructions.

Report Item 3: Securities Holders

☐ Yes ☒ No

If checked Yes, the Reporter must submit the information as specified in Report Item 3 instructions.

Report Item 4: Insiders

☒ Yes ☐ No

If checked Yes, the Reporter must submit the information as specified in Report Item 4 instructions.

FORM FR Y-6
First State Bancshares, Inc.
Fiscal Year Ending December 31, 2023

Report Item 4: Insiders

(1) Names 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 (includes 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 securi- ties are held (List names of companies and percentage of voting securities held)
Kathrine J Reese Tazewell, TN USA	N/A	Director / Chairman / President & CEO	Director / Chairman CEO (First State Bank of the Southeast, Inc.) Director / Chairman President & CEO (FSB Insurance Agency, Inc.) Director/President (Asset Protection Management, Inc.)	Owner KRC Realty, LLC Owner RMG Realty, LLC	100% 100%	None	KRC Realty, LLC 100% RMG Realty, LLC 100%
Baylor H Fulton Mt Juliet, TN USA	N/A	Director	Director (First State Bank of the Southeast, Inc.) Director (Asset Protection Management, Inc.)	N/A	None	None	N/A
Ronald Triteschler Lexington, KY USA	Attorney/ CEO	Director	Director (First State Bank of the Southeast, Inc.) Director (FSB Insurance Agency, Inc.)	CEO / Legal Counsel & Director Webb Companies Trustee Unified Series Trust	None	None	Blue Grass Cash, LLC 25% TCSS3, LLC 100% Patron-Waterscape, LLC 100% Patron Properties, LLC 100% Patron Sevierville, LLC 100% Trimex Investments, LLC 100% Patron Family, LLC 35% P Fund, LLC 50% Trimex Investments, LLC 33.33%
Paul David Steely Williamsburg, KY USA	Airport Consultant	Director	Director (First State Bank of the Southeast, Inc.)	Airport Consultant Goodwyn Mills Cawood, LLC Owner Paul Steely Ford, Inc.	None	None	None
Diana G Hunt London KY USA	Insurance Agent	Director	Director (First State Bank of the Southeast, Inc.) VP (FSB Insurance Agency)	Owner / Manager DGH Property, LLC	None	None	DGH Property, LLC 100%
Teresa L Francis Tazewell, TN USA	N/A	Director Secretary / Treasurer	Director Secretary/Treasurer Executive Vice President Chief Financial Officer (First State Bank of the Southeast, Inc.) Secretary/Treasurer/Director (FSB Insurance Agency) Secretary/Treasurer/Director (Asset Protection Management, Inc.)	Partner Lakeside Campground Co-Owner Everhart Campground	None	None	Lakeside Campground 25% Everhart Campground 50%
Wade T Bevins Middlesboro KY USA	N/A	Director	Director (First State Bank of the Southeast, Inc.) Executive Vice President Chief Lending Officer (First State Bank of the Southeast, Inc.) Director / Vice President (Asset Protection Management, Inc.)	N/A	None	None	Bevins Branch Gas Co., Inc. 100%
Kenneth V Jones Tazewell TN USA	N/A	Director Vice President	Director President / Chief Operating Officer (First State Bank of the Southeast, Inc.) Director / Vice President (Asset Protection Management, Inc.)	Director Claiborne County TN Economic Partnership Director Southeast KY Economic Development Authority Director Bell County Economic Development Foundation	None	None	None