

2012 ANNUAL REPORT



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DEDICATION

A TRIBUTE TO BILL CLOAR

The retirement of Director Bill Cloar in April of 2012 brought to a close twenty-one years of dedicated service to the Board of Directors of both First Citizens National Bank and First Citizens Bancshares, Inc. Bill represented the culture of First Citizens well through his extraordinary contribution to community service. He devoted his time and resources unselfishly to the Rotary Club, Dyersburg State Community College, Boy Scouts, local Humane Society, the Dyersburg Weed and Seed and the Dyersburg Historical Society. His contribution to all of Dyer County was reflected in his service as a member of the Dyer County Board of Commissioners and specifically the Budget Committee of that body.

His service to First Citizens reflected a willingness to serve in any capacity necessary for the good of the bank. In addition to his leadership on the Board, his contributions include many years of service to the CRA and Trust committees. His love of computer technology earned him a position on the IT Committee, a responsibility few are qualified to fill.

We will miss Bill and wish both him and his family well.



BILL CLOAR

Dedicated years of service
1991-2012

BOARD OF DIRECTORS



JEFFREY D. AGEE
President & CEO
First Citizens National Bank

Jeffrey D. Agee

Age 52

Director Since 2005

Mr. Agee serves as President and Chief Executive Officer of the Bank and the Company. Mr. Agee holds a bachelor's degree in accounting from the University of Tennessee and is a graduate of ABA Stonier Graduate School of Banking at Georgetown University and of BAI School of Bank Administration at University of Wisconsin. He is also a Certified Public Accountant and certified through FINRA as holder of a Series 27 license. He serves as Financial and Operations Principal of First Citizens Financial Plus, Inc. (a wholly-owned subsidiary of the Bank) and possesses an understanding of SEC rules and regulations, internal controls and financial reporting. He also currently serves on boards of directors of 16 community and professional organizations.



KATIE S. WINCHESTER
Chairman
First Citizens National Bank

Katie S. Winchester

Age 72

Director Since 1990

Ms. Winchester serves as Chairman of the Company and the Bank. She previously served as President of the Company and the Bank from 1992 to 2006 and Chief Executive Officer and Vice Chairman of the Company and the Bank from 1996 to April 2007. She served as Past Chairman of the Tennessee Higher Education Commission and Past Chairman of Baptist Memorial Health Care Corporation in Memphis, Tennessee. She served as a Member of Federal Advisory Council for the Federal Reserve Board in Washington, D.C. in 2000, 2001 and 2002. She is also a member of the boards of directors for Dyersburg State Community College Foundation Board, United Way of Dyer County, Baptist Memorial Healthcare and Tennessee Vocational Rehabilitation (Dyersburg).



EDDIE E. ANDERSON
Anderson Farms

Eddie E. Anderson

Age 65

Director Since 1984

Mr. Anderson is owner and operator of Anderson Farms and attended the University of Tennessee. He is a member and Chairman of Board of Dyer County Fair Association and Vice Chairman of Agriculture of the Dyersburg/Dyer Chamber of Commerce. He has also served as past Chairman of Dyersburg/Dyer County Chamber of Commerce. Mr. Anderson currently serves as Chairman of the Tennessee State Committee for Farm Service Agency.

BOARD OF DIRECTORS



J. WALTER BRADSHAW
Bradshaw & Co. Insurors

J. Walter Bradshaw

Age 51

Director Since 1993

Mr. Bradshaw is Manager of Bradshaw & Company, Insurors, an independent insurance agency. Mr. Bradshaw holds a bachelor's degree from University of Tennessee and law degree from the University of Memphis School of Law. He has served as past Chairman of Dyersburg/Dyer County Chamber of Commerce and is on the board of directors of the Dyersburg Electric System. He is past President of Dyersburg Rotary Club, member and past President of Dyer County Fair Association and past President of Insurors of Tennessee.



J. DANIEL CARPENTER
Retired

James Daniel Carpenter

Age 63

Director Since 1993

Mr. Carpenter retired as Managing Partner of Flatt Heating & Air Conditioning in 2011. He holds a bachelor's degree from the University of Tennessee. Mr. Carpenter previously served as Lending and Credit Manager for Dyersburg Production Credit Association and managed a farming operation for 20 years. Mr. Carpenter has served as member of Dyer County Community Housing Board and past President of Newbern Rotary Club.



RICHARD W. DONNER
Trenton Mills

Richard W. Donner

Age 62

Director Since 1985

Mr. Donner is President of Trenton Mills, a textile manufacturing facility, and attended the University of Tennessee. Mr. Donner previously served as Vice President of Sales and Marketing at Dyersburg Fabrics. He is also the owner/operator of a livestock farm in Dyer County. Mr. Donner has served as chair of annual fund drives for Boy Scouts of America, Girl Scouts of America and West Tennessee Heart Fund.

BOARD OF DIRECTORS



BENTLEY F. EDWARDS
Kerioth Corporation, LP

Bentley F. Edwards

Age 55

Director Since 1997

Mr. Edwards is former Chief Operating Officer of Burks Beverage, L.P., a distributor of Dr. Pepper-Pepsi Cola products. Mr. Edwards previously served as Chairman of Dyersburg/Dyer County Chamber of Commerce, Partner of Pennwards Associates, L.P., and Partner of Green Village Partners, L.P. He has also served as Chairman of Beverage Association of Tennessee, past President and member of Dyersburg Kiwanis Club, and Vice-Chair of Dyersburg/Dyer County Chamber of Commerce Retail Development. Mr. Edwards resigned as a member of the Board of Directors of First Citizens National Bank and First Citizens Bancshares, Inc. effective January 1, 2013 as he and his family relocated to Mississippi to pursue new business ventures.



LARRY W. GIBSON
Roberts-Gibson, Inc.

Larry W. Gibson

Age 66

Director Since 1995

Mr. Gibson is owner and Chairman of Roberts-Gibson, Inc., a gasoline jobber company. He is past President and co-Chair of Executive Committee for Dyer County Fair Board and has served on the Tennessee State Fair board of directors. He is past President of Tennessee State Fair Association, past President of Dyer County Young Farmers & Homemakers and past President of Dyer County Ducks Unlimited. He has also previously served on the Foundation Board of Dyersburg State Community College and is former member of Dyersburg/Dyer County Chamber of Commerce board of directors. He also serves on Board of Crime Stoppers.



CHRISTIAN E. HECKLER
Regional President
First Citizens National Bank

Christian E. Heckler

Age 45

Director Since 2006

Mr. Heckler was appointed Regional President of the Southwest Region of First Citizens National Bank in April 2006. Mr. Heckler earned a bachelor's degree in business administration from the University of Tennessee and is a 2007 graduate from the Graduate School of Banking from Louisiana State University. He also serves as Chairman on the board of directors for Millington YMCA, on the Memphis Metro Board of Directors and as Tipton County Fundraising Campaign Chair for Dyersburg State Community College.

BOARD OF DIRECTORS



RALPH E. HENSON
Retired

Ralph E. Henson

Age 71

Director Since 1997

Mr. Henson previously served as Chief Credit Officer of the Bank from February 1993 to December 31, 2006, at which time he transitioned to part-time employment through December 31, 2011. Mr. Henson holds a bachelor's degree from the University of Tennessee and has over 45 years of experience in commercial banking. He has served as Managing Partner of a commercial real estate company. He also serves as member of the Northwest Tennessee Regional Port Authority board of directors and as member of the Dyer County Industrial Development Board.



BARRY T. LADD
Retired

Barry T. Ladd

Age 72

Director Since 1996

Mr. Ladd is retired and previously served as Executive Vice President and Chief Administrative Officer of First Citizens Bancshares, Inc. and the Bank from January 1996 to December 31, 2006. He earned a bachelor's degree and master's degree in business from the University of Tennessee. He is a graduate of School of Banking of the South. He has served as Chairman of Newbern Industrial board of directors and on the boards of directors of Newbern Housing Authority and Dyer County Community Housing.



JOHN M. LANNOM
Attorney at Law

John M. Lannom

Age 59

Director Since 1999

Mr. Lannom is an attorney in private legal practice in Dyersburg, Tennessee. He also serves as Board Chairman and Chief Executive Officer of Forcum-Lannom, Inc. He earned a bachelor's degree from Vanderbilt University and his law degree from University of Memphis School of Law. He also serves as Secretary of Forcum Lannom Contractors, LLC and on the boards of directors for Dyer County Adult Education, Dyersburg State Community College Foundation, Dyer County United Way and Dyersburg/Dyer County Chamber of Commerce. He is also past Chairman of Dyersburg/Dyer County Chamber of Commerce.

BOARD OF DIRECTORS



JUDY LONG
*Chief Operating Officer,
First Citizens National Bank*

Judy Long

Age 58

Director Since 2011

Ms. Long has served as Executive Vice President for the Company and Executive Vice President, and Chief Operating Officer of the Bank since August 1999. Ms. Long holds a Bachelor of Business Administration with a major in finance and is a graduate of the Mid-South School of Banking, the School for Bank Administration, BAI Graduate School of Bank Operations and Technology, and Dyersburg/Dyer County Leadership and Weststar Leadership programs. In addition, she serves on the Board of Directors for Fidelity National Information Systems (FNIS) Charter Bank Group and the Board of Directors of NACHA - The Electronic Payments Association. Ms. Long has also served various civic organizations such as Rotary, Dyersburg State Community College Annual Fund Campaign and Dyer County Agricultural Committee.



MILTON E. MAGEE
Magee & Taylor, FLP

Milton E. Magee

Age 76

Director Since 1969

Mr. Magee is retired from Chic Farm Co., a general farming operation. He is Partner of Magee and Taylor Family Limited Partnership and J&M FLP. He earned a bachelor's degree in agriculture from the University of Tennessee. He is a member and Chairman of Dyer County Commission. He has also served on the Finance Committee of Dyer County Commission. He is a member of the board of directors of Baptist Memorial Health Care Corporation in Memphis, Tennessee and has served as past Chairman of that corporation.



ALLEN G. SEARCY
*Allen Searcy Builder-
Contractor, Inc*

Allen G. Searcy

Age 71

Director Since 1999

Mr. Searcy is Secretary of Allen Searcy Builder-Contractor, Inc., President of Crestwood Development Corporation, Vice President of Building Solutions, Inc., Partner of Allen's Building Materials Company and Vice President of Latimer & Searcy Investments, Inc. Mr. Searcy attended the University of Tennessee.

BOARD OF DIRECTORS



Green W. Smitheal

Age 57

Director Since 1993

Mr. Smitheal is owner and operator of Smitheal Farms. He earned a bachelor's degree in agriculture and economics from University of Tennessee. He serves as Treasurer of a Farming Partnership and served on the Advisory Board for Boy Scout Troop 88 and participated in the Annual Fund Drive for West Tennessee Area Council of Boy Scouts of America. He is also a member of Dyer County Ag Committee.

GREEN W. SMITHEAL
Smitheal Farms



David R. Taylor

Age 66

Director Since 1997

Mr. Taylor is Chairman of Forcum Lannom Contractors, LLC, a company of engineers, contractors and developers. He holds a bachelor's degree in civil engineering from the University of Tennessee. He has served as Past Chairman of Dyersburg/Dyer County Chamber of Commerce, Vice-Chairman of Dyersburg/Dyer County Chamber of Commerce, Industrial & Economic Development, member of Dyersburg State Community College Foundation Board, Chairman of Investment Committee for DSCC Foundation Board, member of Dyer County United Way Board of Directors, Past Chairman of Dyer County United Way, Past President for Tennessee Society of Professional Engineers and Past President of West Tennessee Area Council, Boy Scouts of America.

DAVID R. TAYLOR
*Forcum-Lannom
Contractors, LLC*



Larry S. White

Age 64

Director Since 1997

Mr. White is President of White & Associates Insurance Agency, Inc., a general insurance agency offering all lines of insurance, and Managing Partner of First Citizens/White and Associates Insurance Company (50%-owned subsidiary of the Bank). He earned a bachelor's degree in business from the University of Tennessee. He is President of Home Health Company and serves as Chairman of Dyersburg State Community College Foundation Board and is incoming Chairman of the Dyersburg/Dyer County Chamber of Commerce Board. He is past President and member of Dyersburg Rotary Club and past President of Dyersburg Lions Club. He has also served as Chairman of Dyersburg Regional Medical Center.

LARRY S. WHITE
*First Citizens/White &
Associates Insurance,
LLC*

BOARD OF DIRECTORS



DWIGHT STEVEN WILLIAMS
Johnson-Williams Funeral Home

Dwight Steven Williams

Age 57

Director Since 1991

Mr. Williams is owner and President of Johnson-Williams Funeral Home, Inc. and a member of West TN Golf, LLC. He holds a bachelor's degree in agriculture business from the University of Tennessee and a B.A. in mortuary science from Northwest Mississippi School of Mortuary Science. He has a State Board Certification as a licensed Funeral Director and Embalmer. He is manager of a farming and land management operation. Mr. Williams serves on the Workforce Development Board, Dyer County High School Advisory Board, Newbern's Lion's Club, Fellowship of Christian Athletes Board, and as Chairman of the Newbern Housing Authority. Mr. Williams also serves as President of the Newbern Industrial Corporation.



JOSEPH S. YATES
General Appliance & Furniture Company

Joseph S. Yates

Age 50

Director Since 2005

Mr. Yates is President and Chief Executive Officer of General Appliance & Furniture Co., a retail furniture and appliance outlet. He earned a bachelor's degree in business from the University of Tennessee and is past Chairman of Dyersburg/Dyer County Chamber of Commerce. He has also served as Chairman of Dyersburg City Schools Board, member and Chairman of Dyersburg Downtown Association, and member of board of directors for Dyersburg/Dyer County Chamber of Commerce.



SECRETARY TO BOARD



LAURA BETH BUTLER
Chief Financial Officer

Laura Beth Butler

Ms. Butler serves both First Citizens National Bank and First Citizens Bancshares, Inc. as Board Secretary. In addition, she has served as Executive Vice President and Chief Financial Officer of both entities since April 2009. Ms. Butler previously served as Senior Vice President and Chief Financial Officer from June 2004 to April 2009. Ms. Butler is a Certified Public Accountant and previously served as Senior Audit Manager of the banking practice of a local accounting firm from 2000 to 2004. Ms. Butler holds a Bachelor of Business Administration with a major in accounting from the University of Memphis. Ms. Butler is Past President and Vice President of West Tennessee Chapter of the Tennessee Society of Certified Public Accountants (TSCPA), Past Chairman and Member of the Young CPA Committee for TSCPA, and currently serves on the Financial Institutions Committee for TSCPA.

MESSAGE TO OUR SHAREHOLDERS

A Successful 2012

In the aftermath of the worst financial crisis in 70 years, First Citizens National Bank is pleased to report another year of successful operating results. A review of 2012 reveals strength in earnings, liquidity and capital and an improved shareholder return that continued to outperform that of our peers. Corporate culture and customer service ratings were among the highest in the industry. For the fifth consecutive year, First Citizens National Bank was ranked among the top 200 community banks in the nation with a most recent ranking of #68.

Mission, Vision & Goals

Banks, including First Citizens, continue to deal with lagging economic growth, low interest rates, lethargic loan demand and an ever increasing volume of laws and regulations. As a Board and Management Team, we are committed to the execution of a well thought out Strategic Plan that lays the groundwork for continued success, regardless of challenges posed by increased government regulation and an economy plagued by slow growth. Our vision is a clear results-oriented plan dominated by strong growth in strategic markets, increased revenue driven by core banking principals and a serious focus on the bank's efficiency ratio. As an independent financial service provider since 1889, our mission is to attract, develop and retain high performing, ethical teammates creating a customer centric organization that delivers superior shareholder returns.

Benefits of a Strong Culture

A strong positive culture is a leading predictor of future growth and profitability. Great cultures create the desire and energy to achieve goals regardless of economic barriers. The Board and Management Team invest significant effort to ensure that all teammates understand our commitment to ethics and doing what is right and just. Our leaders act with integrity and lead by example to reinforce core values. Corporate culture is measured on an annual basis and First Citizens continues to rank within the top quartile of high performing peers.

Customers First

We continue to place customer needs first with the goal of creating a higher level of customer loyalty and improved customer retention, while striving to increase the number of services per household. We refer to these actions as "Customer Centric." First Citizens will compound efforts to become more E-Centric with newer, more innovative delivery channels through which products and services may be made accessible to the customer. Mobile banking will become many customers' primary banking channel. Projections indicate that the immediate future will see approximately 50% of our customer base align transactions and service utilization through the use of mobile banking.

MESSAGE TO OUR SHAREHOLDERS

With the explosion of e-banking and social media, customers recognize and engage a company's brand like never before. This shifting and changing landscape doesn't mean we have to alienate core marketing fundamentals, but we must be bold in embracing new opportunities that create value propositions for new and existing customers

Results of Operations

Net income totaled \$13.5 million for the year ended December 31, 2012 compared to \$11.9 million in 2011. The 13.9% increase in earnings is due primarily to reduced provision for loan losses totaling approximately \$650,000 in 2012 compared to \$2.4 million in 2011. Net loans charged off also declined from \$2.4 million in 2011 to approximately \$734,000 in 2012. The allowance for loan losses as a percent of total loans totaled 1.45% and 1.52% for the years ended December 31, 2012 and 2011, respectively.

Earnings per share for 2012 were \$3.75 compared to \$3.28 in 2011 and \$2.45 in 2010. Return on average assets was 1.25%, 1.18%, and 0.92% for the years ended December 31, 2012, 2011 and 2010, respectively. Return on average equity was 12.2% for 2012 and 2011 and 9.8% in 2010 and was greater than peer in each of past three years based on Mercer Capital's Southeast Public Bank Peer Reports ("Peer Reports").

Financial Condition

Changes in the statement of financial condition for the year ended December 31, 2012 compared to the prior year reflect asset growth of 11.8% driven by both organic growth as well as acquisition of one branch located at 9045 Carothers Parkway in Franklin, Tennessee from Community First Bank & Trust. In December 2012, the Bank acquired real property, approximately \$20 million in loans and assumed \$55 million in deposit liabilities.

Total deposits increased \$109 million (inclusive of the branch acquisition mentioned above) or 12.8% in 2012. Non-interest-bearing demand and interest-bearing savings and transaction accounts increased \$20 million and \$70 million, respectively. Time deposits also increased \$20 million in 2012. As organic loan growth remained modest in 2012, deposit growth was primarily invested in available-for-sale investment securities which increased \$101 million or 27.6% in 2012. Total equity increased \$10.7 million or 10.2% in 2012 and consisted primarily of increase in retained earnings of \$9.2 million.

Dividends

Dividend payments totaled \$1.20 per share in 2012 compared to \$1.10 per share in 2011 and \$1.00 per share in 2010. The dividend payout ratio was 32.0% in 2012 compared to 33.5% in 2011 and

MESSAGE TO OUR SHAREHOLDERS

40.9% in 2010. The Company's dividend yield in 2012 was 3.33% compared to 3.24% in 2011 and 3.13% in 2010. The average dividend yield in the Peer Report was 1.66% for 2012. The Company's strategy continues to be to pay dividends at a level that provides dividend yields in excess of average for peers as reported in the Peer Report.

Finally, Some Regulatory Relief


In 2012, new legislation afforded us the opportunity to reduce one regulatory burden resulting in annual estimated savings of \$200,000. The Jumpstart Our Business Startups Act (the "JOBS Act") enacted on April 5, 2012 raised the threshold for triggering registration with the Securities & Exchange Commission (the "SEC") from 500 to 2,000 record holders and the threshold for deregistration from 300 to 1,200 record holders. As a result, our Company is no longer required to file periodic reports with the SEC. However, our commitment to strong internal controls, industry best practices and transparency remains intact.

Looking to 2013

We are optimistic about 2013 but anticipate continued challenges in the area of net interest margins, earnings and quality loan growth. We have successfully managed these challenges since 2007 and will continue to generate operating results that overcome these barriers, producing shareholder return in excess of peer banks. The Board and Management Team will continue to carefully consider other acquisition opportunities that present themselves as the economy works its way out of the current quandary. The combination of our financial strength, core values, strong Board of Directors and an experienced, innovative Leadership Team and Teammates will ensure the continued success of First Citizens National Bank as we move forward into newer and more challenging markets. Thank you for your support.



Jeff Agee, President & CEO



Katie Winchester, Chairman

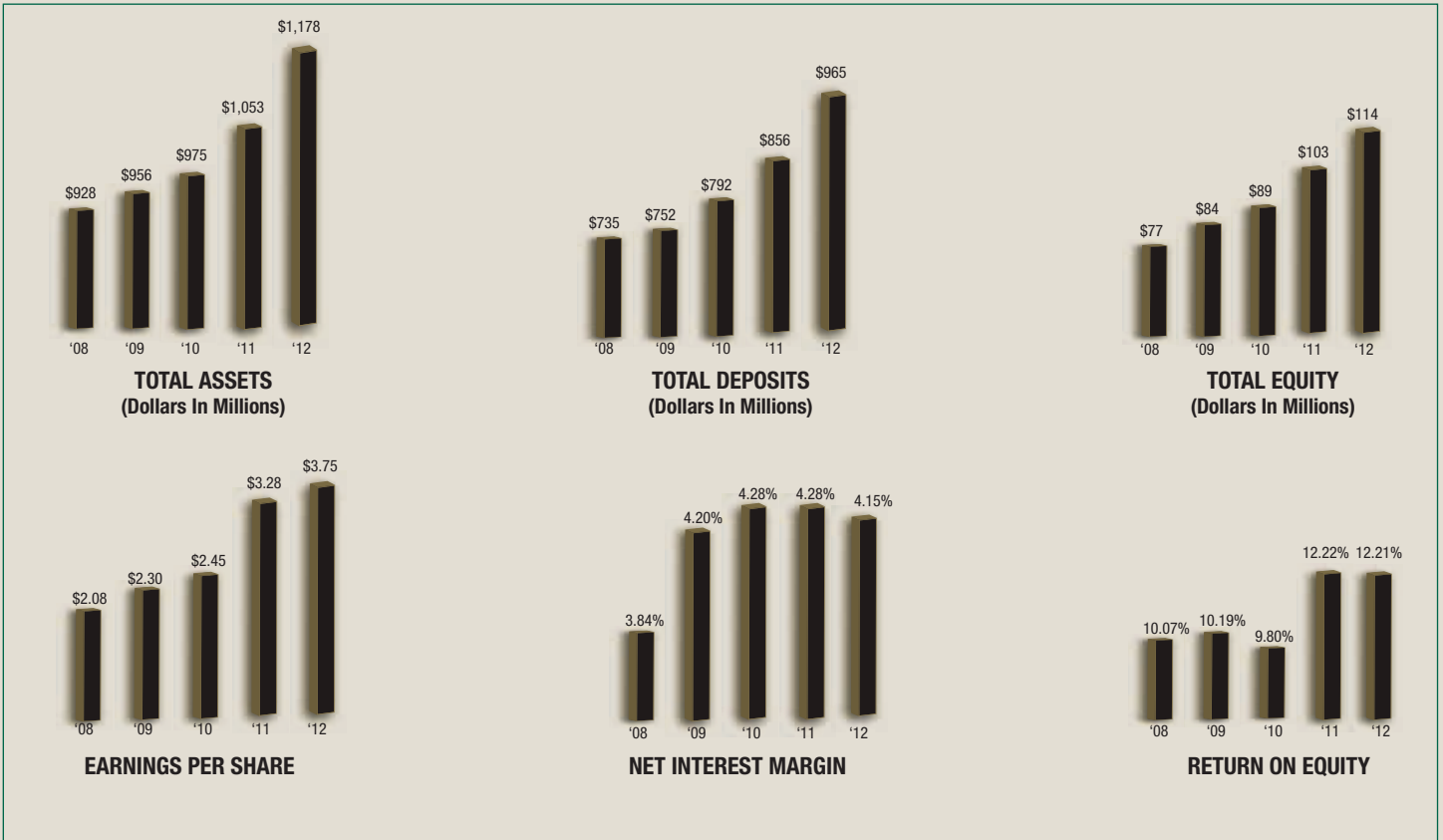
FIVE YEAR FINANCIAL SUMMARY

(In thousands, except per share data)

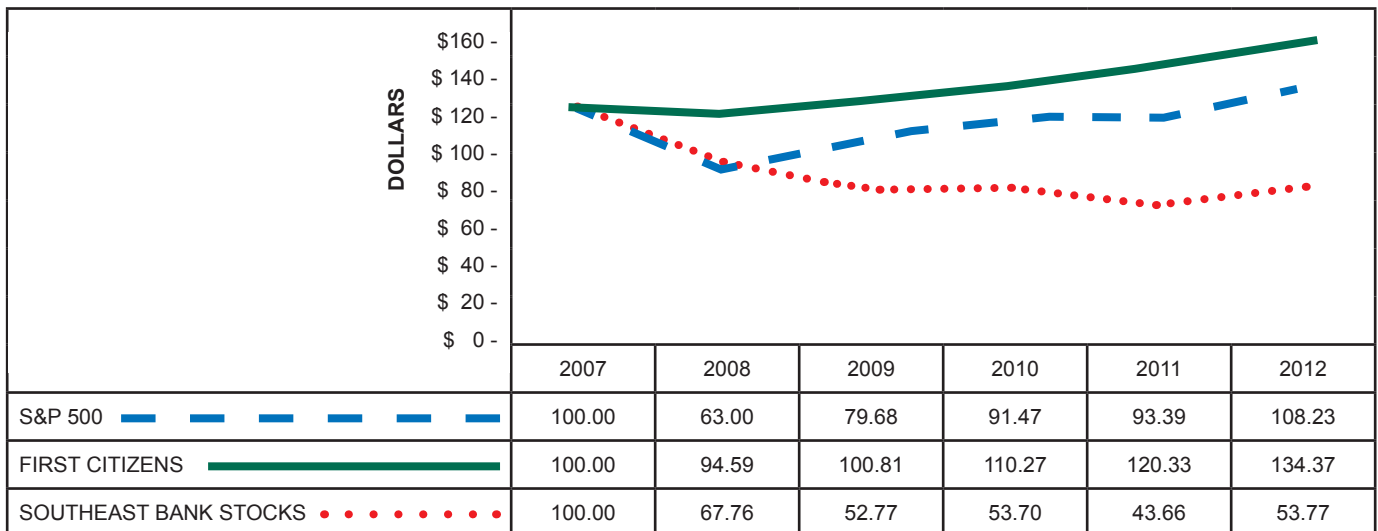
DECEMBER 31	2012	2011	2010	2009	2008
Summary Balance Sheet					
Cash & due from banks	\$ 64,969	\$ 59,598	\$ 21,899	\$ 21,177	\$ 17,888
Federal Funds Sold	5,079	14,673	18,063	11,170	22,816
Available-for-sale investment securities	466,819	365,465	294,823	249,791	210,385
Loans (net of allowance for loan losses)	541,497	519,660	539,675	578,614	589,458
Other assets	99,961	94,153	100,128	95,803	86,955
Total assets	\$ 1,178,325	\$ 1,053,549	\$ 974,588	\$ 956,555	\$ 927,502
Total deposits	\$ 964,839	\$ 855,672	\$ 791,845	\$ 752,146	\$ 734,915
Borrowed funds	87,563	83,799	87,568	112,911	107,608
Other liabilities	11,783	10,610	5,686	7,131	7,971
Total liabilities	1,064,185	950,081	885,099	872,188	850,494
Total equity	114,140	103,468	89,279	84,367	77,008
Total liabilities & equity	\$ 1,178,325	\$ 1,053,549	\$ 974,378	\$ 956,555	\$ 927,502
Summary Results of Operations					
Interest income	\$ 44,111	\$ 45,506	\$ 46,347	\$ 49,011	\$ 52,467
Interest expense	7,377	9,356	12,010	15,812	22,634
Net interest income	36,734	36,150	34,337	33,199	29,833
Provision for loan losses	650	2,425	7,000	7,060	2,858
Net interest income after provision	36,084	33,725	27,337	26,139	26,975
Non-interest income	12,454	11,673	12,270	12,462	11,386
Non-interest expense	31,016	30,120	28,710	28,309	28,064
Income before taxes	17,522	15,278	10,897	10,292	10,297
Income tax expense	4,007	3,416	2,022	1,965	2,768
Net income	\$ 13,515	\$ 11,862	\$ 8,875	\$ 8,327	\$ 7,529
Per Share Data					
Net income	\$ 3.75	\$ 3.28	\$ 2.45	\$ 2.30	\$ 2.08
Book value	\$ 31.64	\$ 28.68	\$ 24.06	\$ 23.26	\$ 21.24
Dividends	\$ 1.20	\$ 1.10	\$ 1.00	\$ 1.04	\$ 1.16
Average number of shares outstanding	3,607	3,614	3,626	3,625	3,625
Growth & Significant Ratios					
% Change in net income	13.94%	33.66%	6.58%	10.60%	-17.81%
% Change in assets	11.84%	8.10%	1.89%	3.13%	5.86%
% Change in loans (net)	4.20%	-3.71%	-6.73%	-1.84%	1.93%
% Change in deposits	12.76%	8.06%	5.28%	2.34%	6.42%
% Change in equity	10.31%	15.89%	5.89%	9.48%	2.63%
Equity to assets	9.69%	9.82%	9.16%	8.81%	8.30%
Return on average assets	1.25%	1.18%	0.92%	0.89%	0.83%
Return on average equity	12.21%	12.22%	9.80%	10.19%	10.07%
Average equity to average assets	10.22%	9.62%	9.38%	8.76%	8.21%
Efficiency ratio (*)	58.96%	60.08%	59.03%	60.01%	66.23%

(*) Computed by dividing non-interest expense by the sum of net interest income on a tax equivalent basis and non-interest income. This is a non-GAAP financial measure, which we believe provides investors with important information regarding our operational efficiency. Comparison of our efficiency ratio with those of other companies may not be possible because other companies may calculate the efficiency ratio differently.

FINANCIAL HIGHLIGHTS



TOTAL SHAREHOLDER RETURN PERFORMANCE GRAPH



OFFICER LISTING

EXECUTIVE OFFICERS – FIRST CITIZENS BANCSHARES, INC.

Katie Winchester	Chairman
Jeff Agee	President & Chief Executive Officer
Judy Long	Executive Vice President
Laura Beth Butler	Executive Vice President, Chief Financial Officer & Secretary
Sherrell Armstrong	Executive Vice President
Christian Heckler	Southwest Market Regional President
Ben Ragan	Central Market Regional President

EXECUTIVE OFFICERS – FIRST CITIZENS NATIONAL BANK

Katie Winchester	Chairman
Jeff Agee	President & Chief Executive Officer
Judy Long	Executive Vice President & Chief Operating Officer
Laura Beth Butler	Executive Vice President, Chief Financial Officer & Secretary
Sherrell Armstrong	Executive Vice President & Chief Credit Officer
Christian Heckler	Southwest Market Regional President
Ben Ragan	Central Market Regional President

OTHER SENIOR OFFICERS – FIRST CITIZENS NATIONAL BANK

Mitch Higdon	EVP & Senior Credit Officer – Southwest Market
Charles A Graves	Middle TN Regional President
David Hopkins	Regional Business Development Officer - Middle TN
Joe Ward	Northwest Market Regional President
Greg Benjamin	Community Bank President – Atoka
Gene Bridges	Community Bank President – Collierville
Brian Grant	Community Bank President – Bartlett
Richard Huffman	Community Bank President – Munford
Donald Oliver	Community Bank President – Arlington
Thomas Seratt	Community Bank President – Martin
John Smith	Community Bank President – Oakland
Bill Sweat	Community Bank President – Ripley
Nelson Williams	Community Bank President – Millington
Kay French	Financial Center President – Industrial Park Office
John Tucker	Financial Center President – Green Village Office
Stan Avis	Senior Vice President – Manager – Special Assets
Judy Burns	Senior Vice President & Senior Trust Officer/Manager
Jerry Cantrell	Senior Vice President – Manager Information Technology
Becky Gregory	Senior Vice President, CAO, Security Officer, OFAC Officer, BSA Officer
Joyce Hanlon	Senior Vice President & Training Director
Andrew Harrington	Senior Vice President & Senior Credit Officer
Ronda Heathcott	Senior Vice President – Manager – Mortgage Lending
Kerrie Heckethorn	Senior Vice President – Human Resources Officer
Gina Jackson	Senior Vice President – Controller – Insurance Officer– Facilities Manager
June Jones	Senior Vice President – Loan Review Manager
Rob Kerr	Senior Vice President – Chief Compliance Officer
Sharon Morehead	Senior Vice President – Bank Auditor
Brent Neal	Senior Vice President – Manager – Ag Lending Division
Paul Newbill	Senior Vice President & Loan Manager
Janiece Wright	Senior Vice President & Director of Electronic Banking
Denise Barker	Vice President & Community Branch Co-Manager – Green Village Office
Wanda Bomar	Vice President – Compliance Officer
Brandon Brewer	Vice President – Trust Officer
Sherry Brown	Vice President – Union City
Edward Burks	Vice President - Manager - Appraisals
Sonya Burks	Vice President - Assistant Manager - Real Estate
Patti Butler	Regional Retail Sales Manager - Middle Tennessee
Tanna Canada	Vice President - Customer Service
Angie Crawford	Vice President - Manager - Bank Operations
Char Darling	Vice President – Manager – Martin
Vicky Floyd	Vice President & Assistant Controller
Scott Foster	Vice President & Ag Loan Officer
Kay Fultz	Vice President & Manager – Troy
Larry Hicks	Vice President & Manager – Newbern

OFFICER LISTING

Sandy Hill	Vice President & Loan Officer - Green Village
Denise Holland	Vice President & Real Estate Operations
Amy Jones	Vice President & Manager – Industrial Park
Melanie Jones	Vice President & Assistant Manager - Bank Operations
Krista Lewis	Vice President – CRA Officer
Shirley McGuire	Vice President – Information Technology & IT Security Officer
Regina Moore	Vice President & Trust Officer
Lyndi Neal	Vice President - Main Office - Lead CSA
Becky Peckenpaugh	Vice President & Manager - Centralized Loan Processing
Jennifer Poston	Vice President & Southwest Region Human Resources Representative
Naomi Rector	Vice President & Community Branch Co-Manager – Green Village
Vickie Sansom	Vice President – Bank Operations
Debra Seratt	Vice President & Lead CSA – IP
Vickie Studard	Vice President & Loan Officer
Sandy Tarkington	Vice President of Sales and Marketing
Elisabeth Vaden	Vice President & Manager – Ripley
Candy Whipple	Vice President & Branch Manager – Union City
Ann Whitmore	Vice President - Controller Division
Danielle Williams	Vice President & Consumer Relationship Manager - Newbern

OTHER OFFICERS

Susie Alexander	Assistant Vice President & Lead CSA – Troy
Tammy Baucom	Assistant Vice President & Lead CSA - Union City
Mary Brown	Assistant Vice President – Bank Operations
Barbara Canady	Assistant Vice President & Branch Manager – Oakland
Elaine Carpenter	Assistant Vice President & Branch Manager – Collierville
Gwen Clark	Assistant Vice President & Mortgage Loan Originator - Atoka
Debra Cox	Assistant Vice President - Controller Division
Cari Dee Dawson	Assistant Vice President – Munford
Edith Dunevant	Assistant Vice President - Real Estate - Union City
Wanda Forrester	Assistant Vice President – Troy
Debra Gingery	Assistant Vice President & Manager – Downtown Drive-In
Sharon Hammett	Assistant Vice President & Branch Manager – Millington
Belinda Hoffman	Assistant Vice President – Union City
Beverly Johnson	Assistant Vice President – Bank Operations
Jamie Jones	Assistant Vice President & Financial Center Manager - Main
Scott Knight	Assistant Vice President - Special Assets
Tammy Ladd	Assistant Vice President & Real Estate Originator
Jackie Lucas	Assistant Vice President & Mortgage Loan Originator - Collierville
Beth McBride	Assistant Vice President – Union City
Sharrie McKenzie	Assistant Vice President – Troy
Gwyn McNeely	Assistant Vice President – Green Village
Helen Maclin	Assistant Vice President & Public Relations Representative
Chris Martin	Assistant Vice President & Branch Manager – Arlington
Giselle Moshier	Assistant Vice President & Branch Manager – Franklin
Sherry Naylor	Assistant Vice President – Union City
Maxine Patrick	Assistant Vice President & Assistant Manager – Martin
Ava Pope	Assistant Vice President – Newbern
Nicole Rogers	Assistant Vice President - Sales & Marketing Representative
Sheila Roser	Assistant Vice President – Bank Operations
Jayme Rouse	Assistant Vice President & Service Center and Electronic Banking Manager
Jill Schultheis	Assistant Vice President & BSA Specialist
LaDonna Spry	Assistant Vice President & Human Resources Assistant
Beth Stallings	Assistant Vice President – Green Village
Teresa Thomson	Assistant Vice President - Investment Management & Trust Services
Gina Ursery	Assistant Vice President – Union City
Cindy Ware	Assistant Vice President - Bank Operations
Leslie White	Assistant Vice President - Loan Training Coordinator
Lesley Williams	Assistant Vice President & Branch Manager – Bartlett
Tyler Barker	Business Development Lending Officer - Union City
Michelle Glass	CRA & HMDA Documentation Officer
Steve Glover	Business Relationship Officer– Oakland

CORPORATE INFORMATION

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Corporate Headquarters:
First Citizens Bancshares, Inc.
One First Citizens Place
Dyersburg, TN 38024
Investor Relations:
Web Site: www.firstcitizens-bank.com

Stock Exchange Listing:
The common stock of First Citizens Bancshares, Inc. is not listed on any exchange. Persons interested in purchasing or selling shares of common stock of the Company may contact Brenda Enoch, First Citizens National Bank, P. O. Box 370, Dyersburg, TN 38025-0370 or call 731-287-4258 for information regarding availability of shares.

Transfer Agent:
Shareholders who have questions about their accounts or who wish to change the ownership or address of stock, to report lost, stolen or destroyed certificates; or to consolidate accounts should contact Computershare, Shareholder Services, 1-800-942-5909.

ANNUAL MEETING

The Annual Meeting of Shareholders will be held Wednesday, April 17, 2013 at 10:00 a.m. at First Citizens National Bank, Lipford Room, One First Citizens Place, Dyersburg, TN 38024 731-285-4410.



Visit us online at www.firstcitizens-bank.com