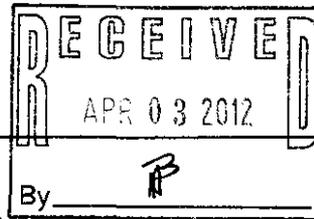


Board of Governors of the Federal Reserve System



Annual Report of Bank 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)). 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 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). 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 Bank Holding Companies* must be signed by one director of the top-tier bank holding company. This individual should also be a senior official of the top-tier bank holding company. In the event that the top-tier bank 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 bank holding company's fiscal year-end):
December 31, 2011
Month / Day / Year

I, Pin Pin Chau, President & CEO
Name of the Bank Holding Company Director and Official

Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
Touchmark Bancshares, Inc.
Legal Title of Bank Holding Company
3651 Old Milton Pkwy
(Mailing Address of the Bank Holding Company) Street / P.O. Box
Alpharetta GA 30005
City State Zip Code
NA
Physical location (if different from mailing address)

attest that the *Annual Report of Bank Holding Companies* (including the supporting attachments) for this report date have 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.

Person to whom questions about this report should be directed:
Jorge Forment EVP & CFO
Name Title
770 407-6700
Area Code / Phone Number / Extension
770407-6751
Area Code / FAX Number
jorge.forment@touchmarknb.com
E-mail Address
NA
Address (URL) for the Bank Holding Company's web page

[Signature]
Signature of Bank Holding Company Director and Official
03/30/2012
Date of Signature

For bank 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 3645886
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 Bank Holding Companies

Top-tiered bank holding companies must list the names, mailing address, and physical locations of each of their subsidiary bank holding companies below.

NA
Legal Title of Subsidiary Bank Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

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

City State Zip Code

Physical location (if different from mailing address)



FR Y6 -2011

Item 1: Annual Report to Shareholders

Touchmark Bancshares, Inc. has filed its 10K with Securities and Exchange Commission.

Item 2A: Organization Chart

Holding Company: Touchmark Bancshares, Inc. owns 100% of Touchmark National Bank, its subsidiary

Both Touchmark National Bank and Touchmark Bancshares, Inc. are headquartered in Alpharetta, Georgia

Item 2B: Branch Listing:

The legal address of Touchmark Bancshares, Inc. and Touchmark National Bank is:
3651 Old Milton Parkway, Alpharetta, GA 30005

Branch 1: Abbotts Bridge - Opened 3-10-08 Full Service Branch
3170 Peachtree Industrial Blvd. Suite 100 , Duluth, GA 30097 Gwinnett County

Branch 2: Peachtree Pavilion - Opened 10-15-08 Full Service Branch
6035 Peachtree Road Suite 120 Doraville, GA 30360 DeKalb County

Branch 3: Alpharetta - Opened 9-8-09 Full Service Branch
3651 Old Milton Parkway, Alpharetta, GA 30005 Fulton County

Item 3: Securities Holders owning/controlling > 5%

Note: Touchmark Bancshares, Inc. has only one class of stock outstanding, which is common stock. Total outstanding shares at 12-31-11 amounts to 3,465,391 shares.



Item 1(a)-1(c)

Dr. J.J. Shah, Duluth, Georgia - U.S. Citizen

Total shares owned: 201,101

Beneficial shares owned: 193,000

% of total outstanding – 12/31/11, including beneficial shares: 11.37%

Warrants owned: 65,000

Total shares owned/controlled if exercised: 459,101

Total % of shares owned/controlled if warrants exercised: 13.00%

Dr. Meena Shah, Duluth, Georgia - U.S. Citizen

Total shares owned: 200,101

Beneficial shares owned: 4,500

% of total outstanding – 12/31/11, including beneficial shares 5.93%

Warrants owned: 25,000

Total shares owned/controlled if exercised: 230,601

Total % of shares owned/controlled if warrants exercised: 6.61%

Item 2(a)-2(c) Not applicable

Item 4: Insiders

See attached Exhibit I

DIRECTORS & OFFICERS SHARES
12/31/2011

Shares Outstanding							
	3,465,391						
Officer / Director Name	Shares	Warrants	Options	Exercisable w/i 60 days	Spouse/Family	Total Beneficial	% of Beneficial
Chau	1,000		50,000	50,000		51,000	1.45%
Crosby	16,500	14,500		14,500	2,500	33,500	0.96%
Forment	-		10,000	10,000		10,000	0.29%
Greenfield	22,501	20,000		20,000		42,501	1.22%
Hayter	83,001	20,000		20,000		103,001	2.96%
Lebow	6,001	1,000	15,250	14,917		20,918	0.60%
Patel	22,001	20,000		20,000		42,001	1.21%
Raja	57,000		10,000	10,000	43,000	110,000	3.17%
Rama	62,001	20,000		20,000		82,001	2.35%
J. J. Shah (1)	394,101	65,000		65,000		459,101	13.00%
Meena Shah (2)	205,601	25,000		25,000		230,601	6.61%
Williams	50,101	30,000		30,000		80,101	2.29%
Wong	50,001	30,000		30,000	13,500	93,501	2.67%
Total Shares	969,809	245,500	85,250	329,417	59,000	1,358,226	35.77%

FFB - Shares Only	
\$	%
1,000	0.03%
19,000	0.55%
-	0.00%
22,501	0.65%
83,001	2.40%
6,001	0.17%
22,001	0.63%
100,000	2.89%
62,001	1.79%
394,101	11.37%
205,601	5.93%
50,101	1.45%
63,501	1.83%
1,028,809	29.69%

Form FR Y6

Touchmark Bancshares, Inc.

Fiscal Year Ending 12/31/2011

Ref #	1) Director / Executive Officer	City, State		2) Principal Occupation	3a) Title & Position with Bank Holding Company	3b) Title & Position with Subsidiary	4a) % Voting Shares Owned or Controlled in Holding Company	4b) % Voting Shares in Subsidiary
1	Pin Pin Chau	Duluth, GA	USA	President & CEO	Director, President & CEO	Director, President & CEO	0.03%	n/a
2	William D Crosby	Atlanta, GA	USA	Banking consultant	Director	Director	0.48%	n/a
3	Jorge L. Forment	Woodstock, GA	USA	Chief Financial Officer	EVP, Chief Financial Officer	EVP, Chief Financial Officer	0.00%	n/a
4	Howard Greenfield	Alpharetta, GA	USA	Global Technology Sales	Director	Director	0.65%	n/a
5	Yuling Hayter	Suwanee, GA	USA	Credit Card Processing Executive	Director	Director	2.40%	n/a
6	James E. LeBow	Atlanta, GA	USA	Chief Credit Officer	EVP, Chief Credit Officer	EVP, Chief Credit Officer	0.17%	n/a
7	Dr. Sudhirkumar Patel	Greer, SC	USA	Physician	Director	Director	0.63%	n/a
8	Dr. Mukund C. Raja	Atlanta, GA	USA	Surgeon	Director	Director	1.64%	n/a
9	H.P. Rama	Greenville, SC	USA	Hotel Executive	Director	Director	1.79%	n/a
10	Dr. JJ Shah	Duluth, GA	USA	Physician	Director, Chairman	Director	11.37%	n/a
11	Dr. Meena Shah	Duluth, GA	USA	Physician	Director	Director	5.93%	n/a
12	Bobby Williams	Suwanee, GA	USA	Credit Card Processing Executive	Director, Vice Chair	Director, Vice Chair	1.45%	n/a
13	Vivian Wong	Greenville, SC	USA	Real Estate Development	Director, Vice Chair	Director, Vice Chair	1.83%	n/a
	Total Shares Outstanding:	3,465,391				% owned/controlled by insiders	28.36%	

TOUCHMARK INSIDER RELATED INTERESTS
(Updated February / March, 2012)

Insider	Name of Company/Related Interest	Position Held	% Ownership
Pin Pin Chau	None	N/A	N/A

William D. Crosby	Bank Organization & Structure, LLC	President	100%
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Jorge L. Forment	None	N/A	N/A
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Howard Greenfield	[REDACTED]	Manager	[REDACTED]
	[REDACTED]	Investor	[REDACTED]
	HOJO Real Estate Inv.	Manager	50.0%
	4290 Partners, Inc.	Manager	50.0%
	FD-3801, LLC	Manager	25.0%
	[REDACTED]	Manager	[REDACTED]
	[REDACTED]	Investor	[REDACTED]
	Northlake Associates, LLC	Manager/Partner	30.0%

Yuling R. Hayter	EZ Pay, Inc.	Secretary	50%
	Formosa Rose, LLC	Secretary	50%
	Mary's Chapel, LLC	Partner	50%
	Hwy 441, LLC	Partner	50%
	Mt. Olive, LLC	Partner	50%

James E. LeBow	Pine Ridge Investments, LP	General Partner	99.5%
	Beaslebow, LLC	Member	25.0%

Dr. Sudhirkumar Patel	Carolina Internal Medicine	President	50%
	1208 Properties	Owner	50%
	Touchmark Bancshares, Inc	Director	<10%
	Herlong Bates Insurance	Owner	<10%
	Independence National Bank	Director	<10%
	[REDACTED]	Member	[REDACTED]

Dr. Mukund Raja	Dr. M. Raja & Associates, Inc.	President	70%
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Insider	Name of Company/Related Interest	Position Held	% Ownership
Dr. J.J. Shah	Gwinnett Clinic, Ltd.	President	42%
	[REDACTED]	Manager (as Trustee of MJ Shah Trust No.1)	[REDACTED]
	[REDACTED]	Manager (as Trustee of MJ Shah Trust No.1)	[REDACTED]
	[REDACTED]	Manager (as Trustee of MJ Shah Trust No.1)	[REDACTED]
	[REDACTED]	Manager (as Trustee of MJ Shah Trust No.1)	[REDACTED]
	[REDACTED]	Manager (as Trustee of MJ Shah Trust No.1)	[REDACTED]
	[REDACTED]	Manager (as Trustee of MJ Shah Trust No.1)	[REDACTED]
	[REDACTED]	Manager (as Trustee of MJ Shah Trust No.1)	[REDACTED]
	[REDACTED]	Manager (as Trustee of MJ Shah Trust No.1)	[REDACTED]
	[REDACTED]	Manager (as Trustee of MJ Shah Trust No.1)	[REDACTED]
	[REDACTED]	Manager (as Trustee of MJ Shah Trust No.1)	[REDACTED]
	[REDACTED]	Manager (as Trustee of MJ Shah Trust No.1)	[REDACTED]
	[REDACTED]	Manager (as Trustee of MJ Shah Trust No.1)	[REDACTED]
	[REDACTED]	Manager (as Trustee of MJ Shah Trust No.1)	[REDACTED]
	[REDACTED]	Trustee	[REDACTED]

Dr. Meena J. Shah	Gwinnett Clinic, Ltd.	Vice President	42%
	[REDACTED]	Manager (as Trustee of JJ Shah Trust No. 1)	[REDACTED]
	[REDACTED]	Manager (as Trustee of JJ Shah Trust No. 1)	[REDACTED]
	[REDACTED]	Trustee	[REDACTED]
	[REDACTED]	Manager	[REDACTED]

Insider	Name of Company/Related Interest	Position Held	% Ownership
Bobby G. Williams	EZ Pay, Inc.	CEO / President	60%
	Formosa Rose, LLC	CEO	50%
	Mary's Chapel, LLC	Partner	50%
	Hwy 441, LLC	Partner	50%
	[REDACTED]	Director	[REDACTED]
	Mt. Olive, LLC	Partner	50%
	Pet Grotto, LLC	CEO	100%
Suwanee Creek Institute, LLC	CEO	100%	

Vivian A. Wong	Pacific Gateway Capital, LLC	Chairwoman	50%
	Southeastern Development	Partner	50%
	Mall Property, LLC	Partner	50%
	South County, LLC	Partner	40%
	Fairforest of Greenville, LLC	Partner	34%
	International Properties, LLC	Partner	25%
	Four Seasons, LLC	Partner	25%
	WAL Lodging, LLC	Partner	25%
	Focus Investment, LLC	Partner	25%

RSSD Tiering for:
TOUCHMARK BANCSHARES, INC.
 Structure as of 20111216 and going downward

Seq Num	ID RSSD	Legal Name	AddL	City	State/ Country	Dist FR	Ent Type	Actv Code	Basis of Relatnshp	PCT
0001	3645886	TOUCHMARK BANCSHARES, INC.		ALPHARETTA	GEORGIA	6	BHC	551111		
0002	3645840	TOUCHMARK NATIONAL BANK		ALPHARETTA	GEORGIA	6	NAT	52211	Vtg Eqty	100

Total Number of Entities in the tree **2**
Total Number of Unique Entities in the tree **2**

Tier Selection Criteria

RSSD Tiering for	3645886 TOUCHMARK BANCSHARES, INC.
As of Date	20111216
Direction	Down
Selection Rule	All Entities
Branches - Domestic Institutions	No Branches
Branches - Foreign Institutions	No Branches

Explanatory Notes

Entity Type	Description
BHC	BANK HOLDING COMPANY
NAT	NATIONAL BANK
Primary Activity Code	Description
52211	COMMERCIAL BANKING
551111	OFFICES OF BANK HOLDING COMPANIES
Basis of Relationship	Description
Vtg Eqty	Voting Equity

Two asterisks (**) next to the Seq Num indicates that confidentiality is pending or granted.
 An asterisk (*) next to the Addl Line Num denotes the Seq Num at which the offspring of this entity are listed.
 A dot dot dot notation (...) next to Legal Name denotes a circular relationship.

Insider	Name of Company/Related Interest	Position Held	% Ownership
H.P. Rama	Augusta National Hotel Manager, Inc.	Vice President	33.330%
	Auro Augusta National Hotel, LLC	Managing Member	33.340%
	Auro Austrian Hotel, LLC	Member	33.340%
	Auro Druid Hills Hotel, LLC	Member	33.330%
	Auro Hotel Columbia, LLC	Member	33.330%
	Auro Hotel Greenville, LLC	Member	33.330%
	Auro Hotel Orlando, LLC	Member	33.330%
	Auro Republic Hotel, LLC	Managing Member	33.330%
	Auro Sand Lake Hotel, LLC	Member	33.330%
	Druid Hills Hotel Manager, LLC	Managing Member	33.330%
	Druid Hills JHM, Inc.	Managing Member	50.910%
	Forbes Place Hotel, LLC	Managing Member	33.000%
	Forbes Place Hotel II, LLC	Member	32.835%
	Forbes Place Hotel Manager, Inc.	President	33.000%
	Greenville City Center, LLC	Member	30.000%
	Greenville Main Street Office, LLC	Member	30.000%
	Horizon Hotel, LLC	Managing Member	33.340%
	JHM Enterprises Associates	Partner	33.330%
	JHM Enterprises, Inc.	Chairman/CEO	33.330%
	JHM Florida, Inc.	Chairman/CEO	25.000%
	Lake Buena Vista Hotel Manager, LLC	Managing Member	33.000%
	Piedmont Hospitality Services, LLC	Manager	25.000%
	US Hospitality Development, Inc.	President	33.330%
	Washington Road Hotel, LLC	Member	33.000%
	Washington Road Hotel Manager, LLC	Member	33.340%