

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, Ansel P. Clark,
Name of the Bank Holding Company Director and Official
President and Director
Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
WB&T Bankshares, Inc.
Legal Title of Bank Holding Company
501 Tebeau Street / P.O. Box 1339
(Mailing Address of the Bank Holding Company) Street / P.O. Box
Waycross GA 31501
City State Zip Code

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.

Physical location (if different from mailing address)

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:
Eli D. Mullis CFO
Name Title
229 316-4189
Area Code / Phone Number / Extension
229-316-4184
Area Code / FAX Number
emullis@guardian bankonline.com
E-mail Address

Ansel P. Clark
Signature of Bank Holding Company Director and Official
03/23/2012
Date of Signature

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

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

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 Federal Reserve Bank Use Only
RSSD ID 1493636
C.I. _____

RSSD Tiering for:
WB&T BANKSHARES, INC.
 Structure as of 20120207 and going downward

Seq Num	ID RSSD	Legal Name	AddL	City	State/ Country	Dist FR	Ent Type	Actv Code	Basis of Relatnshp	PCT
0001	1493636	WB&T BANKSHARES, INC. ✓		WAYCROSS	GEORGIA ✓	6	BHC	551111		
0002	2989006	GUARDIAN BANK ✓		VALDOSTA	GEORGIA ✓	6	NMB	52211	Vtg Eqty Other	100
0003	1191352	WAYCROSS BANK & TRUST ✓		WAYCROSS	GEORGIA ✓	6	NMB	52211	Vtg Eqty Other	100

Total Number of Entities in the tree 3

Total Number of Unique Entities in the tree 3

Tier Selection Criteria

RSSD Tiering for	1493636 WB&T BANKSHARES, INC.
As of Date	20120207
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
NMB	NON-MEMBER BANK
Primary Activity Code	Description
52211	COMMERCIAL BANKING
551111	OFFICES OF BANK HOLDING COMPANIES
Basis of Relationship	Description
Other	Other Basis of Relationship
Vtg Eqty	Voting Equity

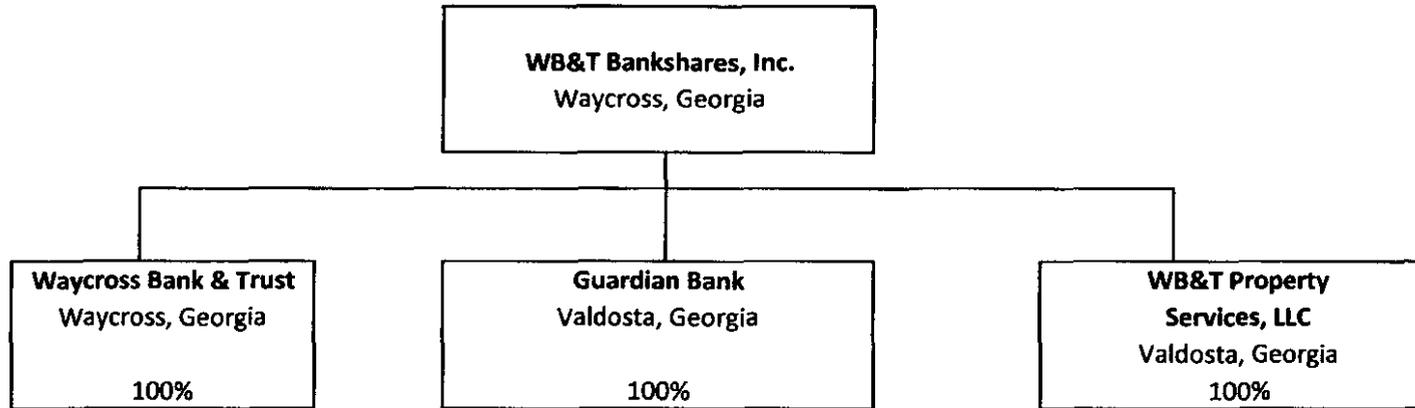
Two asterisks (**) next to the Seq Num indicates that confidentiality is pending or granted.
 An asterisk (*) next to the Addl Line Num denotes the Seq Num at which the offspring of this entity are listed.
 A dot dot dot notation (...) next to Legal Name denotes a circular relationship.

FORM FR Y-6
WB&T BANKSHARES, INC.
Waycross, Georgia
December 31, 2011

Report Item 1: Annual Report

Two copies of our audited financial statements and accompanying footnotes are included with this report.

Report Item 2a: Organizational Chart



*Not reportable on Y-10
Hold for closed property
TB*

Report Item 2b: Domestic Branch Listing

The branch information downloaded from the Federal Reserve has been verified and e-mailed to the appropriate contact at the Atlanta Federal Reserve.

Report Item 3: Securities holders

No shareholder held during the year nor currently owns or controls 5% or more of voting securities.

Report Item 4: Insiders

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name, City, State Country	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of voting shares in Bank Holding Company	Percentage of voting shares in Subsidiaries (include names of subsidiaries)	List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
James E. Stewart, Jr. Waycross, GA USA	Wholesale Candy Distributor	Director and Chairman	Director, Waycross B&T, Guardian Bank	President, Stewart Candy Co. President, Buck Island Land Co., Inc.	3.51%	N/A	Stewart Candy Co. 26% Buck Island Co., Inc. -- 100%
D. Lewayne Dalton Waycross, GA USA	Accounting	Director and Vice-Chairman	Director, Waycross B&T	Dalton & Bennett, CPA Partner	1.91%	N/A	N/A
Dr. S.W. Clark, III Waycross, GA USA	Physician	Director	Director, Waycross B&T	S. William Clark, MD Owner Clark Eye Clinic, PC	3.00%	N/A	Hilltop FLP -- 49.5% Clark Eye Clinic -- 100%
Moi M. Monroe, III Waycross, GA USA	Banking	Director and Secretary	Director and Officer Waycross B&T,	N/A	3.87%	N/A	N/A

Report Item 4: Insiders

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name, City, State Country	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of voting shares in Bank Holding Company	Percentage of voting shares in Subsidiaries (include names of subsidiaries)	List names of other companies (Includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
J. Conway Gillis Waycross, GA USA	President Gillis Brothers, Inc.	Director	Director, Waycross B&T	President Gillis Brothers, Inc.	1.89%	N/A	Gillis Brothers, Inc. 92%
				President Dounoco Land Co., Inc.			Dounoco Land Co., Inc. 28%
				President Ware Milling Co., Inc.			Ware Milling Co., Inc. 50%
				Partner Gillis Brothers Land Co.			Gillis Brothers Land Co. 50%
				Gillis Investments L.P./General Partner			Gillis Investments 50%
David W. Littlefield, Jr. Waycross, GA USA	President Littlefield Construction Company	Director	Director, Waycross B&T	President Littlefield Construction Company	2.79%	N/A	Littlefield Construction Company 50%
				Vice President Littlefield Concrete Co.			Littlefield Concrete Co. 50%
A. Harris Hines, Jr. Waycross, GA USA	Retired	Director	Director, Waycross B&T	N/A	0.49%	N/A	N/A

Report Item 4: Insiders

(1) Name, 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 (include 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 securities are held (List names of companies and percentage of voting securities held)
William J. Monroe, Jr. Savannah, GA USA	Retired	Director	Director, Waycross B&T	General Partner PMM, FLP	1.50%	N/A	Crestwood Partners, LLC 33%
Ashley Paulk Hahira, GA USA	Owner Ashley Paulk, Inc.	Director	Director / Chairman Guardian Bank	President Valdosta Electric President Valdosta Technical Systems	1.41%	N/A	Ashley Paulk, Inc. 50% Valdosta Technical Systems 49% Northwind Apartments 25% Northwind Office Complex 25%

Report Item 4: Insiders

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Name, City, State Country	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (Include names of subsidiaries)	Title & Position with Other Businesses (Include names of other businesses)	Percentage of voting shares in Bank Holding Company	Percentage of voting shares in Subsidiaries (include names of subsidiaries)	
Larry Dean Lake Park, GA. USA	President Standard Contractors, Inc.	Director	Director Guardian Bank	President Standard Contractors, Inc.	4.36%	N/A	Standard Contractors, Inc. 75%
				Treasurer Georgia Asphalt, Inc.			Georgia Asphalt, Inc. 100%
				Vice President Cherry Creek Properties, Inc.			Cherry Creek Properties, Inc. 25%
				Vice President Contract Builders & Management			Contract Builders & Management 25%
				Partner Gomto Park Developers			Gomto Park Developers 25%
				Managing Member South Georgia Motor Sports, LLC			South Georgia Motor Sports, LLC 100%

Report Item 4: Insiders

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name, City, State Country	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of voting shares in Bank Holding Company	Percentage of voting shares in Subsidiaries (include names of subsidiaries)	List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
William P. Langdale, III Valdosta USA	Attorney	Director	Director Guardian Bank	Partner Langdale & Vallotton, LLP	2.46%	N/A	Valdosta Flying Service 100% MPM Properties, LLP 33% Grove Pointe, LLC 25% Snow Girls, LLC 50% Enterprise Business Partners 50%
Ansel P. Clark Valdosta, GA USA	Banking	President	CEO & Director, Waycross B&T CEO & Director, Guardian Bank	N/A	1.86%	N/A	N/A
Eli D. Mullis Valdosta, GA USA	Banking	Chief Financial Officer	N/A	N/A	0.03%	N/A	N/A

Results: A list of branches for your depository institution: WAYCROSS BANK & TRUST (ID_RSSD: 1191352).

This depository institution is held by WB&T BANKSHARES, INC. (1493636) of WAYCROSS, GA.

The data are as of 12/31/2011. Data reflects information that was received and processed through 01/05/2012.

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

FDIC UNINUM	Office Number	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County
OK		Full Service (Head Office)	1191352	WAYCROSS BANK & TRUST	501 TEBEAU STREET	WAYCROSS	GA	31501-365	WARE
OK		Full Service	3992003	BRUNSWICK BRANCH	1001 GLOUSCESTER STREET	BRUNSWICK	GA	31520	GLYNN
OK		Full Service	4297938	RETREAT VILLAGE BRANCH	190 RETREAT VILLAGE, RETREAT VILLAGE SHOPPING CENTER	ST SIMONS ISLAND	GA	31522	GLYNN
ADD	10/3/2011	Full Service		MIDWAY SQUARE BRANCH	60 MIDWAY SQUARE	ST SIMONS ISLAND	GA	31522	GLYNN

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