

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, Jesse E. Rogers, Jr.
Name of the Bank Holding Company Director and Official
President
Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
WCG Bancshares, Inc.
Legal Title of Bank Holding Company
P.O. Box 1188
(Mailing Address of the Bank Holding Company) Street / P.O. Box
Thomaston GA 30286
City State Zip Code
617 North Church Street
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.

Person to whom questions about this report should be directed:
Jan Duke Vice President
Name Title
706-647-8951
Area Code / Phone Number / Extension
706-647-8930
Area Code / FAX Number
jduke@wcgb.com
E-mail Address
http://www.wcgb.com
Address (URL) for the Bank Holding Company's web page

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.

Jesse E. Rogers, Jr.
Signature of Bank Holding Company Director and Official
3-22-2012
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 1083998
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

RSSD Tiering for:
WCG 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	1083998	WCG BANCSHARES, INC.		THOMASTON	GEORGIA	6	BHC	551111		
0002	280138	WEST CENTRAL GEORGIA BANK		THOMASTON	GEORGIA	6	NMB	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	1083998 WCG 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
NMB	NON-MEMBER 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.

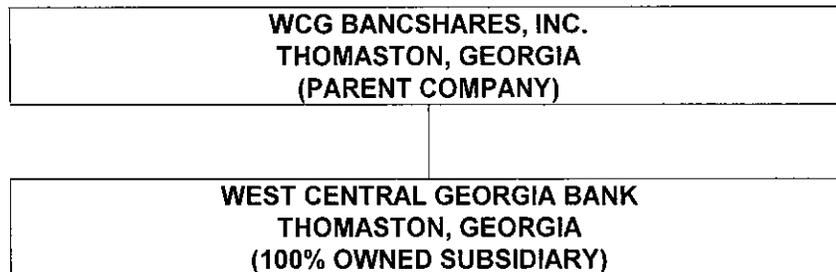
Form FR Y-6

**WCG Bancshares, Inc.
Thomaston, Georgia
Fiscal Year Ending December 31, 2011**

REPORT ITEM 1: ANNUAL REPORT TO SHAREHOLDERS

Attached

REPORT ITEM 2a: ORGANIZATION CHART



REPORT ITEM 2b: DOMESTIC BRANCH LISTING

Attached

**YOUR BANKING SERVICE AT
WEST CENTRAL GEORGIA BANK**

Club Savings
Money Market Accounts
Certificates of Deposit
Individual Retirement Account
NOW Accounts
Personal Checking Accounts
(No Service Charge)
Classic Checking
Classic 50 Checking
Kids Club Savings Account
ePlus Checking
eStudent Checking
Direct Deposit of Govt. Checks
Personal Loans
Commercial Loans
Home Equity Loans
Real Estate Loans
Safe Deposit Boxes
Official Checks
Collection Services
Cash Advances
West Central Georgia Bank Visa Card
WCGB Debit Card
Christmas Club Account
24 Hour Depository
5 Convenient Drive-In Tellers
Discount Brokerage Service
Pay Your City of Thomaston Utility Bill
Pay Your Upson EMC Bill
Overdraft Protection
Convenient "Quick Cash" ATM Locations
Postage Stamps from the ATM
Customer Letters of Credit
Automatic Loan Payments
Notary Public Services
Merchant Credit Card Services
Weather Fone (647-7000)
Touchtone Access (Telephone Banking)
Internet Banking (www.wcgb.com)
WCGB "Banking Buddies" Seniors Club
Internet Bill Pay
Check Imaging
Email Bank Statement
Image Online

BANK OFFICERS

JESSE E. ROGERS, JR.
CHAIRMAN OF THE BOARD / PRESIDENT / CEO

MIKE STREETMAN
VICE PRESIDENT

JAN DUKE
VICE PRESIDENT & CASHIER

PAM WATKINS
VICE PRESIDENT &
COMPLIANCE OFFICER

JOHN HANSON
VICE PRESIDENT

CARMEN IVIE
ASSISTANT VICE PRESIDENT

JULIE PEYTON
MARKETING OFFICER

STEVE SALTER
ASSISTANT BANKING OFFICER
& BRANCH MANAGER

KERRY CARSON
ASSISTANT VICE PRESIDENT
& BRANCH MANAGER

CLIFF ANDERSON
IT OFFICER

DIRECTORS

JOHNNIE L. CALDWELL, JR.

KENNETH E. COGGINS

ALAN W. CONNELL

JESSE E. ROGERS, JR.

JAMES A. ROBINSON, JR.

JEFFREY ROGERS

CHARLES D. SHORT

Statement of Condition

December 31, 2011

**WCG
Bancshares, Inc.**

Thomaston, Georgia 30286



*The Bank With A
Personality*

Home Owned & Operated
Since 1974

Report Item 1

Results: A list of branches for your BHC: WCG BANCSHARES, INC. (1083998) of THOMASTON, GA.
 The data are as of 12/31/2011. Data reflects information that was received and processed through 01/05/2012.

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.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.
 If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:
 To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add.
 The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

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

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	280138	WEST CENTRAL GEORGIA BANK	617 N. CHURCH STREET	THOMASTON	GA	30286	UPSON	UNITED STATES	14887	0	WEST CENTRAL GEORGIA BANK	280138	
OK		Full Service	498335	DOWNTOWN BRANCH	101 WEST GORDON STREET	THOMASTON	GA	30286	UPSON	UNITED STATES	253002	1	WEST CENTRAL GEORGIA BANK	280138	
OK		Full Service	1388200	NORTH THOMASTON BRANCH	1021 HWY 19 NORTH	THOMASTON	GA	30286	UPSON	UNITED STATES	253003	2	WEST CENTRAL GEORGIA BANK	280138	

Report Item 26

Form FR Y-6
WCG Bancshares, Inc.
Fiscal Year Ending December 31, 2011

Report Item 3: Securities holders

(1)(a) (b) (c) (2)(a) (b) (c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12-31-2011			Shareholders not listed in (3)(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12/31/2011		
(1)(a) Name (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
American Security Insurance Co. Atlanta, GA	USA	4,200 7.54% Common Stock	N/A		
Jesse E Rogers, Jr., Jefferey H Rogers & Joane Neely - Co Trustees of Item V Family Trust U/W of Jesse E Rogers, Sr. Thomaston, GA	USA	7,381 13.25% Common Stock			
Jesse E. Rogers, Jr. Thomaston, GA	USA	10,919 19.60% Common Stock			
Standard Guaranty Insurance Co. Atlanta, GA	USA	3,150 5.66% Common Stock			
American Bankers Life Assurance Co. Atlanta, GA	USA	3,150 5.66% Common Stock			
Jeffrey H. Rogers Thomaston, GA	USA	3,809 6.84% Common Stock			
Joan Rogers Neely Thomaston, GA	USA	3,230 5.80% Common Stock			

Form FR Y-6
WCG Bancshares, Inc.
Fiscal Year Ending December 31, 2011

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(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)
Jesse E. Rogers, Jr. Thomaston, GA USA	N/A	President, Chairman, Director	President, Chairman, Director West Central Georgia Bank	N/A	19.60%	N/A	N/A
Jan Duke Thomaston, GA USA	N/A	Secretary	VP, Cashier West Central Georgia Bank	N/A	0.22%	N/A	N/A
James A. Robinson Thomaston, GA USA	N/A	VP, Director	CEO, EVP, Secretary, Director West Central Georgia Bank	N/A	0.23%	N/A	N/A
Johnnie Caldwell Thomaston, GA USA	Judge	Director	Director West Central Georgia Bank	N/A	0.09%	N/A	N/A
Alan Connell Thomaston, GA USA	Attorney	Director	Director West Central Georgia Bank	Attorney Connell and Wheeler	2.10%	N/A	Connell and Wheeler Law Firm 100%
Jefferey Rogers Thomaston, GA USA	Construction	Director	Director West Central Georgia Bank	President, Cash and Carry Building Supply	6.84%	N/A	Cash and Carry Building Supply 100%
Kenny Coggins Thomaston, GA USA	Funeral Director	Director	Director West Central Georgia Bank	President, Coggins Funeral Home, Inc.	1.26%	N/A	Coggins Funeral Home, Inc. 60%
Charles D. Short Thomaston, GA USA	Finance Company	Director	Director West Central Georgia Bank	Vice President Commercial Finance	0.08%	N/A	Commercial Finance 32.44%