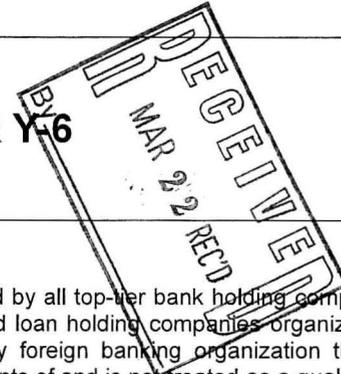


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Board of Governors of the Federal Reserve System



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)(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)) and section 10(c)(2)(H) of the Home Owners' Loan Act. 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 and top-tier savings and loan 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.

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

December 31, 2012
Month / Day / Year

1. Debbie C. Small
Name of the Holding Company Director and Official
President / CEO
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Tennessee Community Bank Holdings, Inc
Legal Title of Holding Company
575 South Main St. P.O. Box 427
(Mailing Address of the Holding Company) Street / P.O. Box
Ashland City TN 37015
City State Zip Code
575 South Main Street
Physical location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Diane Adkins SVP
Name Title
615-792-0029
Area Code / Phone Number / Extension
615-792-6605
Area Code / FAX Number
diane.adkins@cbtka.com
E-mail Address

Signature of Holding Company Director and Official

Debbie C. Small
3-20-2013
Date of Signature

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

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

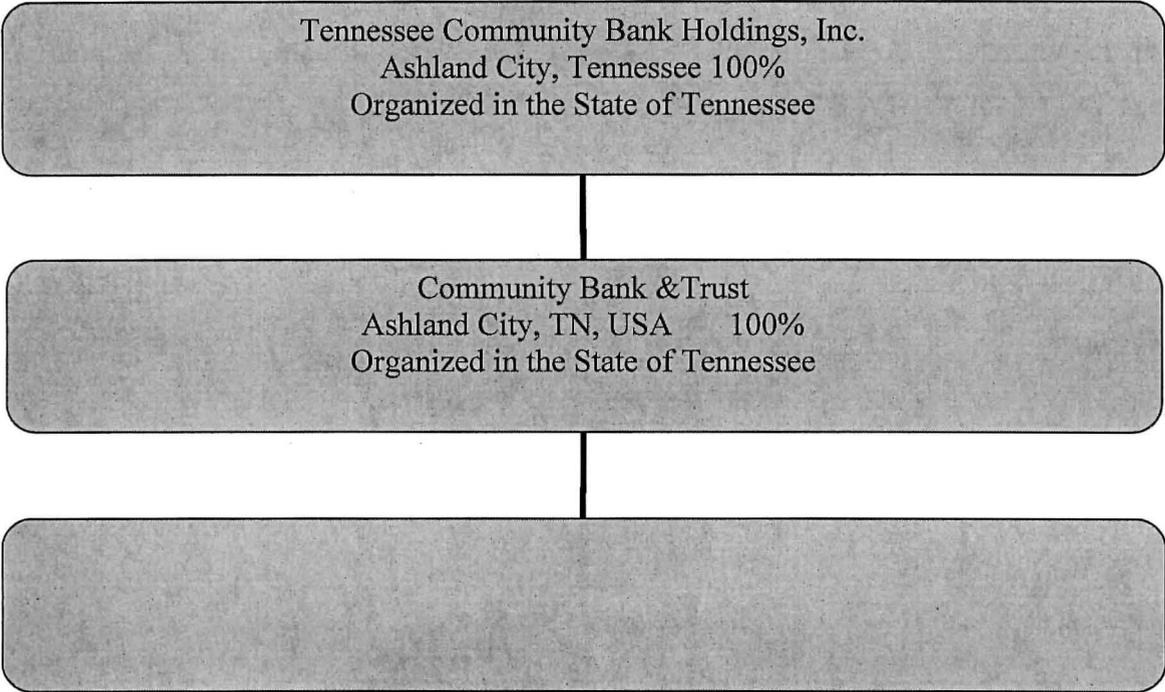
For Federal Reserve Bank Use Only
RSSD ID 3213847
C.I. _____

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

Tennessee Community Bank Holdings, Inc.

Organization Chart

December 31, 2012



Tennessee Community Bank Holdings, Inc.

Report Item 2b

Domestic Branch Listing

- 1) Community Bank & Trust, Inc.
Main Office
Opened October 1999
575 South Main Street
P. O. Box 427
Ashland City, TN 37015
Full Service Branch
Cheatham County
- 2) Community Bank & Trust
Pegram Branch
Opened October 1999
704 Highway 70
P. O. Box 127
Pegram, TN 37143
Full Service Branch
Cheatham County
- 3) Community Bank & Trust
Kingston Springs Branch
Opened December 2001
101 W. Kingston Springs Road
P. O. Box 340
Kingston Springs, TN 37082
Full Service Branch
Cheatham County
- 4) Community Bank & Trust
Pleasant View Branch
Opened December 2002
2566 Hwy 49 East
P. O. Box 280
Pleasant View, TN 37146
Full Service Branch
Cheatham County

5) Community Bank & Trust
Springfield Branch
Opened April 2005
3564 Tom Austin Hwy
Springfield, TN 37172
Full Service Branch
Cheatham County

Tennessee Community Bank Holdings, Inc.

Form FR Y-6

December 31, 2012

- | | |
|---|-------------|
| 1. Investments that are controlled as a result of debts previously contracted | NONE |
| 2. Companies held in a fiduciary capacity | NONE |
| 3. Banks or bank holding held, directly or indirectly by a subsidiary bank in a fiduciary capacity | NONE |
| 4. Investments in non-voting equity of other banks or bank holding companies. | NONE |

Tennessee Community Bank Holdings, Inc.
 FRY-6 Report Item 3
 Shareholders With More Than Five Percent
 Of Voting Common Stock
 Fiscal year Ending December 31, 2012

<u>Name and Address</u>	<u>Country of Citizenship</u>	<u>Number of Voting Shares Owned</u>	<u>Percentage</u>
James or Vickie Dillingham Nashville, TN	USA	45,332	4.40%
Dillingham Foundation Nashville, TN	USA	17,020	1.65%
Vickie Dillingham Nashville, TN	USA	10,188	0.99%

The above listed shareholder has the ability to vote a total of 72,540 shares or 7.04% of the total outstanding shares of stock as of year ending December 31, 2012.

31-Dec-12

Tennessee Community Bank Holdings, Inc.
 Report Item 4: Directors and Executive Officers
 Form FRY-6

Name and Address	Principal Occupation	TN Community Bank Holdings, Inc	Community Bank & Trust	Postion Other Business	TN Community Bank Holdings, Inc/Shares	Community Bank Shares/Percentage	Other Business Percentage	Name
Ronald Brown Ashland City TN, 37015	Retired State of Tennessee	Director	Director	Retired State of Tennessee	26,760 2.60%	N/A	N/A N/A	N/A N/A
					500 less than 1%			
James Dillingham Nashville TN, 37205	Contractor Property Leasing	Director	Director	TN Geothermal Technologies,LLC Owner	62,352 6.05%	N/A	30%	TN Geothermal Technologies, LLC
				Triangle Leasing Owner R/E Leasing			50%	Triangle leasing
				Further Endeavors Owner R/E Leasing			25%	Further Endeavors
				Double R Properties Owner R/E Mgmt.			49%	Double R Properties
Johnnie Marlin Springfield TN 37172	Banking	Robertson County President Director	Director	Banking	8,100 shares Less than 1%	N/A	N/A	N/A
Morgan Stanley FBO Johnnie Marlin					1,620 shares Less than 1%			

Tennessee Community Bank Holdings, Inc.

31-Dec-12

Form FRY-6

Name and Address	Principal Occupation	TN Community Bank Holdings, Inc	Community Bank & Trust	Position Other Business	TN Community Bank Holdings, Inc Shares/Percentage	Community Bank Shares/Percentage	Other Business Percentage	Name
Richard Murray Kingston Springs TN 37082	Retired Owner Harpeth Clock Co.	Director	Director	Community Bank & Trust Maintenance	8,383 Less than 1%	N/A	N/A	N/A
Reliance Trust FBO Richard Murray					14,140 shares 1.37%			
Darwin Newton Ashland City TN 37015	Soil Conservation & Engineering	Director	Director	Retired	2,010 shares Less than 1%	N/A	N/A	N/A
J. Thomas Perry Clarksville TN 37043	Insurance	Director Secretary	Director Secretary	Sen Vice Pres CFO	14,110 shares 1.37%	N/A	N/A	Delta Dental
Debbie C. Small Pleasant View TN 37186	Banking	Director President/CEO	Director President	N/A	20,705 shares 2.01%	N/A	N/A	N/A
Evie Sommers Kingston Springs TN 37082	Attorney	Director	Director	Retired	20,000 shares restricted stock 1.94%	46,460 shares 4.51%	N/A	N/A