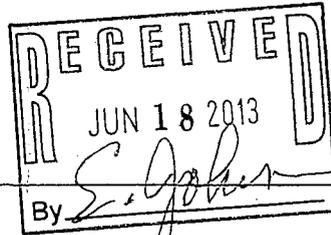


Board of Governors of the Federal Reserve System



FR Y-6  
OMB Number 7100-0297  
Approval expires December 31 2015  
Page 1 of 2



# 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

I, James A. Sigmon

Name of the Holding Company Director and Official

Managing Member

Title of the Holding Company Director and Official

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.

Reporter's Name, Street, and Mailing Address

Unified Shares, LLC

Legal Title of Holding Company

P.O. Box 400

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

Harrogate TN 37752

City State Zip Code

549 Londonderry Rd, Suite 2

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:

John D. Howard

Name

Title

4238695151

Area Code / Phone Number / Extension

4238697894

Area Code / FAX Number

jdhoward@cbtn.com

E-mail Address

Signature of Holding Company Director and Official

3-28-13

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 3793219  
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."

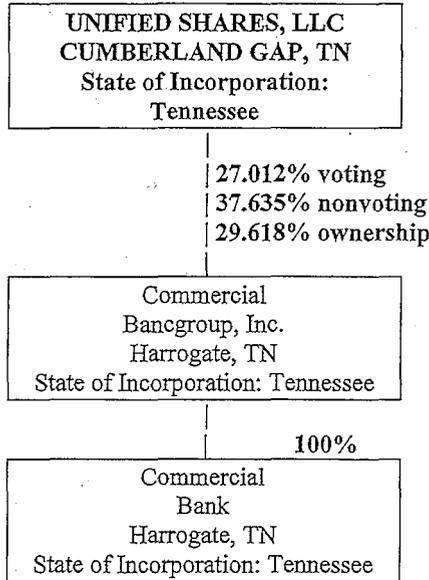
No

Form FR Y-6

Unified Shares, LLC  
Cumberland Gap, Tennessee  
Fiscal Year Ending December 31, 2012

Report Item

- 1: a. The BHC is not required to prepare form 10-K with the SEC.
- 1: b. The BHC does not prepare an annual report for its shareholders, however, an annual report is prepared for the subsidiary BHC Commercial Bancgroup, Inc. Enclosed are two copies of the annual report.
- 2. Organization Chart



- 2. b. Submitted early via email on 3/27/2013.

Unified Status  
3793219

**Results:** A list of branches for your depository institution: COMMERCIAL BANK (ID\_RSSD: 497039).  
This depository institution is held by ROBERTSON HOLDING COMPANY, L.P. (2492485) of HARROGATE, TN.  
The data are as of 12/31/2012. Data reflects information that was received and processed through 02/24/2013.

#### 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**

**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
OK		Full Service (Head Office)	497039	COMMERCIAL BANK	6710 CUMBERLAND GAP PARKWAY	HARROGATE	TN
OK		Limited Service	795913	AUTO BANK BRANCH	312 KNOX STREET	BARBOURVILLE	KY
OK		Full Service	796415	BARBOURVILLE-NORTH MAIN STREET BRANCH	202 N MAIN ST	BARBOURVILLE	KY
OK		Full Service	1355275	CUMBERLAND PARKWAY BRANCH	1149 SOUTH US HIGHWAY 25 EAST	BARBOURVILLE	KY
OK		Full Service	191814	UNION PLAZA BRANCH	603 KNOX ST	BARBOURVILLE	KY

OK		Full Service	2233585	CORBIN BANKING CENTER BRANCH	1285 CUMBERLAND GAP PARKWAY	CORBIN	KY
OK		Full Service	3275993	CUMBERLAND BRANCH	1701 EAST MAIN STREET	CUMBERLAND	KY
OK		Full Service	3395529	HARLAN BRANCH	2320 SOUTH US HIGHWAY 421	HARLAN	KY
OK		Full Service	456773	MIDDLESBORO OFFICE	1431 CUMBERLAND AVE	MIDDLESBORO	KY
OK		Full Service	3539293	TENNESSEE AVENUE BRANCH	535 WEST TENNESSEE AVENUE	PINEVILLE	KY
OK		Full Service	3960262	KINGSPORT OFFICE	1072 EAST STONE DRIVE	KINGSPORT	TN
OK		Full Service	2309266	HALLS BRANCH	7400 MAYNARDVILLE HWY	KNOXVILLE	TN
OK		Full Service	2928827	NORTH BROADWAY STREET BRANCH	5320 NORTH BROADWAY STREET	KNOXVILLE	TN
OK		Full Service	3106462	WEST KNOXVILLE BRANCH	10413 KINGSTON PIKE	KNOXVILLE	TN
OK		Full Service	293932	LUTTRELL OFFICE	TAZEWELL PIKE	LUTTRELL	TN
OK		Full Service	37332	MAYNARDVILLE OFFICE	U S HWY 33	MAYNARDVILLE	TN
OK		Full Service	377935	NEW TAZEWELL OFFICE	U S HWY 33	NEW TAZEWELL	TN
OK		Full Service	2693620	POWELL BRANCH	420 EAST EMORY ROAD	POWELL	TN
OK		Full Service	378437	SPEEDWELL OFFICE	U S HWY 63	SPEEDWELL	TN

column.

Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
37752	CLAIBORNE	UNITED STATES	15561	0	COMMERCIAL BANK	497039	
40906	KNOX	UNITED STATES	226145	16	COMMERCIAL BANK	497039	
40906	KNOX	UNITED STATES	7648	15	COMMERCIAL BANK	497039	
40906	KNOX	UNITED STATES	226147	18	COMMERCIAL BANK	497039	
40906	KNOX	UNITED STATES	226146	17	COMMERCIAL BANK	497039	

40701	WHITLEY	UNITED STATES	226149	19	COMMERCIAL BANK	497039
40823	HARLAN	UNITED STATES	270867	9	COMMERCIAL BANK	497039
40831	HARLAN	UNITED STATES	447392	13	COMMERCIAL BANK	497039
40965	BELL	UNITED STATES	41660	8	COMMERCIAL BANK	497039
40977	BELL	UNITED STATES	Not Required	Not Required	COMMERCIAL BANK	497039
37760	SULLIVAN	UNITED STATES	495490	20	COMMERCIAL BANK	497039
37938	KNOX	UNITED STATES	254434	6	COMMERCIAL BANK	497039
37902	KNOX	UNITED STATES	356488	11	COMMERCIAL BANK	497039
37922	KNOX	UNITED STATES	365132	12	COMMERCIAL BANK	497039
37779	UNION	UNITED STATES	239578	4	COMMERCIAL BANK	497039
37807	UNION	UNITED STATES	239579	5	COMMERCIAL BANK	497039
37879	CLAIBORNE	UNITED STATES	254433	2	COMMERCIAL BANK	497039
37849	KNOX	UNITED STATES	254435	7	COMMERCIAL BANK	497039
37870	CLAIBORNE	UNITED STATES	254432	1	COMMERCIAL BANK	497039

Commercial Bancgroup, Inc.

Report Item 3: Shareholders

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

Current Shareholders with ownership, control or holding of 5% or more with power to vote as of December 31, 2012

<u>(1)(a) Name &amp; Address</u>	<u>(1)(b) Country of Citizenship or Incorporation</u>	<u>(1)(c) Number and Percentage of Each Class of Voting Securities</u>
Robertson Holding Company, L.P. Harrogate, TN 37752	USA	20,412.75 – 52.978% Common Stock
Unified Shares, LLC Harrogate, TN 37752	USA	10,408 – 27.012% Common Stock

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 December 31, 2011

<u>(2)(a) Name &amp; Address</u>	<u>(2)(b) Country of Citizenship or Incorporation</u>	<u>(2)(c) Number and Percentage of Each Class of Voting Securities</u>
None		

Unified Shares, LLC

Report Item 3: Shareholders

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

Current Shareholders with ownership, control or holding of 5% or more with power to vote as of December 31, 2012

<u>(1)(a) Name &amp; Address</u>	<u>(1)(b) Country of Citizenship or Incorporation</u>	<u>(1)(c) Number and Percentage of Each Class of Voting Securities*</u>
James A. Sigmon Managing Member Cumberland Gap, TN 37724	USA	10,408 – 100% Common Stock

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 December 31, 2012

<u>(2)(a) Name &amp; Address</u>	<u>(2)(b) Country of Citizenship or Incorporation</u>	<u>(2)(c) Number and Percentage of Each Class of Voting Securities</u>
None		

Unified Shares, LLC  
 Report Item 4: Directors and Officers

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

(1) Names & Address (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)
James A. Sigmon  Cumberland Gap, TN 37724	Coal Mining	Member	Co-Vice Chairman (Commercial Bank)	Managing Member (Unified Shares, LLC) President (Sigmon Coal Co., Inc.) Managing Member (Hobcaw Properties) Managing Member (Charter Coal, LLC) Managing Member (Compass Shares, LLC) Managing Member (Magnolia Point, LLC) Managing Member (Sigmon Enterprises, LLC) Managing Member (The Jacobe Co., LLC) Managing Member (The J. Hoke Co., LLC)	100%	None	Unified Shares, LLC (100%) Sigmon Coal Co., Inc. (50%) Hobcaw Properties (99%) Charter Coal, LLC (100%) Compass Shares, LLC (60%) Magnolia Point, LLC (99%) Sigmon Enterprises, LLC (67-99%) The Jacobe Co., LLC (50%) The J. Hoke Co., LLC (80%)

**Commercial Bancgroup, Inc.**  
**Report Item 4: Directors and Officers**  
(1) (2) (3)(a)(b)(c) and 4(a)(b)(c)

(1) Names & Address (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)
Dr. Edwin G. Robertson Harrogate, TN 37752	Veterinarian	Chairman & CEO	Chairman (Commercial Bank)	Co-General Partner (Robertson Holding Company, L.P.) Vice President (Harrogate Insurance Agency, Inc.) President (Harrogate Hospital for Animals, PC) President (Harrogate Genetics International, Inc.) President (Haymaker Stables, Inc.) President (Haymaker Farms) President (Haymaker Mgmt. Inc.) Vice President (Harrogate Restaurant Group Inc.)	26.489%	None	Robertson Holding Company, L.P. (50%) Harrogate Insurance Agency, Inc. (50%) Harrogate Hospital for Animals, PC (50%) Harrogate Genetics International, Inc. (100%) Haymaker Stables, Inc. (100%) Haymaker Farms (100%) Haymaker Mgmt. Inc. (100%) Harrogate Restaurant Group Inc. (25.5%)
Craig E. Robertson Harrogate, TN 37752	N/A	President & COO	Co-Vice Chairman (Commercial Bank)	Co-General Partner (Robertson Holding Company, L.P.) President (Harrogate Insurance) President (SCR Rentals, Inc.) President (E I O Farms, Inc.)	26.489%	None	Robertson Holding Company, L.P. (50%) Harrogate Insurance Agency, Inc. (50%) SCR Rentals, Inc. (100%) E I O Farms, Inc. (100%)

Commercial Bancgroup, Inc.  
 Report Item 4: Directors and Officers  
 (2) (2) (3)(a)(b)(c) and 4(a)(b)(c)

(1) Names & Address (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)
Craig E. Robertson (continued)				President (Cards Etc., Inc.) President (Harrogate Restaurant Group, Inc.)			Cards Etc., Inc. (100%) Harrogate Restaurant Group, Inc. (25.5%)

Commercial Bancgroup, Inc.  
 Report Item 4: Directors and Officers  
 (1) (2) (3)(a)(b)(c) and 4(a)(b)(c)

(1) Names & Address (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)
James A. Sigmon  Cumberland Gap, TN 37724	Coal Mining	Co-Vice Chairman	Co-Vice Chairman (Commercial Bank)	Member (Unified Shares, LLC) President (Sigmon Coal Co., Inc.) Managing Member (Hobcaw Properties) Managing Member (Charter Coal, LLC) Managing Member (Compass Shares, LLC) Managing Member (Magnolia Point, LLC) Managing Member (Sigmon Enterprises, LLC) Managing Member (The Jacobe Co., LLC) Managing Member (The J. Hoke Co., LLC)	27.012%	None	Unified Shares, LLC (100%) Sigmon Coal Co., Inc. (50%) Hobcaw Properties (99%) Charter Coal, LLC (100%) Compass Shares, LLC (60%) Magnolia Point, LLC (99%) Sigmon Enterprises, LLC (67-99%) The Jacobe Co., LLC (50%) The J. Hoke Co., LLC (80%)
Dorothy Neely  Tazewell, TN 37879	Retired	Director	Director (Commercial Bank)	Vice President (Five Star Properties, Inc.) President (Dorothy G. Neely Realty Corp.) President (Neely Family Realty Corp.) President (Neely Enterprises, LLC)	4.110%	None	Dorothy G. Neely Realty Corp. (100%)  Neely Enterprises, LLC (60%)

Commercial Bancgroup, Inc.  
Report Item 4: Directors and Officers

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

(1) Names & Address (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)
Terry L. Lee Harrogate, TN 37752	President & CEO (Commercial Bank)	President	President & CEO (Commercial Bank)	President & CEO (Lee Oil Company, Inc.) President (L&M Ventures, Inc.) Chief Manager (Lee's FoodMart, LLC) President (Green Hills Properties, Inc.) President (Tri-State Motors, Inc.) President (Cumberland Ford Motors, Inc.) Member (Lee Motors, LLC) Partner (C&L Highwall Mining) Chief Manager (Hi-Wall Mining, LLC) Member (Cumberland Gap Ventures, LLC) President (Madison County Ford, Inc.)	None	None	L&M Ventures, Inc. (50%)  Green Hills Properties, Inc. (25%) Tri-State Motors, Inc. (60%) Cumberland Ford Motors, Inc. (60%) Lee Motors, LLC (50%) C&L Highwall Mining (33%)  Cumberland Gap Ventures, LLC (25%) Madison County Ford, Inc. (60%)

Commercial Bancgroup, Inc.  
 Report Item 4: Directors and Officers (continued)  
 (2) (2) (3)(a)(b)(c) and 4(a)(b)(c)

(1) Names & Address (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)
Terry L. Lee (continued)				Chairman & CEO (Heartland, Inc.) President & CEO (LC&C Energy, Inc.) Chief Managing Member (Cumberland Automotive Group, LLC)  Member (Green Hills Funeral Home) General Partner (Lee Investments & Properties, L.P.) Limited Partner (Lee Holding Company, L.P.) President (Diversified Companies, Inc.)			LC&C Energy, Inc. (33%) Cumberland Automotive Group, LLC (60%)