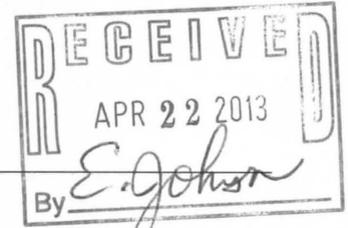


Board of Governors of the Federal Reserve System

Beusel



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, **Christopher C. Edwards**

Name of the Holding Company Director and Official

Director and President

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

United Bank Corporation

Legal Title of Holding Company

308 Thomaston Street/ P.O. Box 360

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

Barnesville

GA

30204

City

State

Zip Code

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:

Lisa J. Maxwell

Vice President

Name

Title

770-567-2521

Area Code / Phone Number / Extension

770-567-2736

Area Code / FAX Number

lmaxwell@unitedbank.net

E-mail Address

www.accessunited.com

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

Signature of Holding Company Director and Official

02/06/2013

Date of Signature

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

C.I.

1082777

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

Revised

Form FR Y-6

United Bank Corporation
Barnesville, Georgia
Fiscal Year Ending December 31, 2012

Report Item

1. The bank holding company has audited financial statements prepared annually. Two copies will be sent when the report is complete.
2. a. Organizational Chart below.
2. b. Submitted early via email on January 22, 2013.

United Bank Corporation
Barnesville, Georgia
State of incorporation: Georgia

100%

United Bank
Zebulon, Georgia
State of incorporation: Georgia

Results: A list of branches for your depository institution: UNITED BANK (ID_RSSD: 37435).
 This depository institution is held by UNITED BANK CORPORATION (1082777) of BARNESVILLE, GA.
 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** 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)	37435	UNITED BANK	685 GRIFFIN STREET	ZEBULON	GA	30295	PIKE	UNITED STATES	137	0	UNITED BANK	37435	
OK		Full Service	1010033	BARNESVILLE BRANCH	308 THOMASTON ST	BARNESVILLE	GA	30204	LAMAR	UNITED STATES	14295	5	UNITED BANK	37435	
OK		Full Service	2291594	INGLES BRANCH	625 HIGHWAY 341 SOUTH	BARNESVILLE	GA	30204	LAMAR	UNITED STATES	251576	7	UNITED BANK	37435	
OK		Full Service	3580352	COVINGTON BRANCH	1182 WASHINGTON STREET	COVINGTON	GA	30014	NEWTON	UNITED STATES	458837	13	UNITED BANK	37435	
OK		Full Service	4392543	COVINGTON BRANCH HIGHWAY 278	7200 HIGHWAY 278 NE	COVINGTON	GA	30014	NEWTON	UNITED STATES	Not Required	Not Required	UNITED BANK	37435	
OK		Full Service	815370	GRIFFIN BRANCH	505 SOUTH HILL STREET	GRIFFIN	GA	30224-062	SPALDING	UNITED STATES	41947	2	UNITED BANK	37435	
OK		Full Service	2492177	INGLES BRANCH	1735 ZEBULON ROAD	GRIFFIN	GA	30224	SPALDING	UNITED STATES	181298	8	UNITED BANK	37435	
OK		Full Service	2019921	NORTHSIDE BRANCH	1500 WEST MCINTOSH STREET	GRIFFIN	GA	30223	SPALDING	UNITED STATES	272915	3	UNITED BANK	37435	
OK		Full Service	4138983	UNITED BANK - TAYLOR STREET	1340 WEST TAYLOR STREET	GRIFFIN	GA	30223-214	SPALDING	UNITED STATES	509790	23	UNITED BANK	37435	
OK		Full Service	3846807	JACKSON BRANCH	150 COVINGTON STREET	JACKSON	GA	30233	BUTTS	UNITED STATES	57060	15	UNITED BANK	37435	
OK		Full Service	3172476	LOCUST GROVE INGLES BRANCH OFFICE	4920 BILL GARDNER PARKWAY	LOCUST GROVE	GA	30248	HENRY	UNITED STATES	418519	16	UNITED BANK	37435	
OK		Full Service	3250169	MADISON BRANCH OFFICE	256 NORTH MAIN STREET	MADISON	GA	30650	MORGAN	UNITED STATES	429529	12	UNITED BANK	37435	
OK		Full Service	3961090	FIRST COWETA BANK BRANCH	61 BULLSBORO DRIVE	NEWNAN	GA	30263	COWETA	UNITED STATES	420282	19	UNITED BANK	37435	
OK		Full Service	3095061	NORTH CHURCH STREET WAL-MART OFFICE	855 NORTH CHURCH STREET	THOMASTON	GA	30286	UPSON	UNITED STATES	363048	11	UNITED BANK	37435	
OK		Full Service	192633	THOMASTON BRANCH	215 NORTH CENTER STREET	THOMASTON	GA	30286	UPSON	UNITED STATES	128	9	UNITED BANK	37435	
OK		Full Service	2852409	THOMASTON NORTHSIDE OFFICE	1111 HIGHWAY 19, NORTH	THOMASTON	GA	30286	UPSON	UNITED STATES	357128	10	UNITED BANK	37435	
OK		Full Service	211431	WILLIAMSON BRANCH	WILLIAMSON RD HWY 362	WILLIAMSON	GA	30292	PIKE	UNITED STATES	181297	1	UNITED BANK	37435	

Reused.

Form FR Y-6
United Bank Corporation
Barnesville, Georgia
December 31, 2012

Report Item 3: Shareholders
(1)(a)(b)(c) and (2)(a)(b)(c)

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

	(1)(a) <u>Name & Address</u>	(1)(b) <u>Country</u>	(1)(c)	
			<u>Number of Voting Shares</u>	<u>Percentage</u>
(1)	United Bank Corporation Employee Stock Ownership Plan Barnesville, GA	United States	293,350	19.94%
(2)	James J. Edwards, Jr. Forsyth, GA	United States	293,467	19.95%
(3)	Christopher C. Edwards Griffin, GA	United States	223,134	15.17%
(4)	Allie E. Armistead Zebulon, GA	United States	145,370	9.88%
(5)	Laurie E. Fisher Sewanee, TN	United States	142,738	9.70%
(6)	John W. Edwards, Jr. Zebulon, GA	United States	116,163	7.90%

Report Item 3.2

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

(2)(a) <u>Name & Address</u>	(1)(b) <u>Country</u>	(1)(c)	
		<u>Number of Voting Shares</u>	<u>Percentage</u>
None			

Form FR Y-6
 United Bank Corporation
 Barnesville, Georgia
 December 31, 2012

Report Item 4: Insiders
 (1),(2),(3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name & Address	(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	(4)(c). companies(includes partnerships) if 25% or more of voting securities are held
Allie E Armistead Zebulon, GA	N/A	Director	Senior Attorney for United Bank	N/A	9.88%	N/A	N/A
Christopher C. Edwards Griffin, GA	N/A	Director & President	Director & Chief Information Officer of United Bank	N/A	15.17%	N/A	Edwards Real Estate Holdings, LLLP - (49%) Edwards Real Estate Management, LLC - (50%) JAASSEE Holdings, LLLP - (49%) Edwards Farm - (25%)
J. Joseph Edwards, Sr. Barnesville, GA	N/A	Director & Chief Executive Officer	Director & Vice-chairman of United Bank	N/A	0.63%	N/A	N/A
James J. Edwards, Jr. Forsyth, GA	N/A	Director & Chairman	Director & Chief Executive Officer of United Bank	N/A	19.95%	N/A	Edwards Real Estate Holdings, LLLP - (49%) Edwards Real Estate Management, LLC - (50%) JAASSEE Holdings, LLLP - (49%) Edwards Farm - (25%)
John W. Edwards, Jr. Zebulon, GA	N/A	Director & VP	Director, Chairman & President of United Bank	N/A	7.90%	N/A	JBj Developers, LLC - (50%)
J. William Edwards, Sr. Griffin, GA	N/A	Director	Director & Vice-chairman of United Bank	N/A	1.20%	N/A	
Laurie E. Fisher Sewanee, TN	N/A	N/A	N/A	N/A	9.70%	N/A	N/A
Robert E. Mason Madison, GA	Commercial Real Estate	Director	Director of United Bank	N/A	None	N/A	R. E. Mason Corporation - (50%) Mason FMC - (50%) Mason Gin & Fertilizer Company - (50%)
Douglas J. Tuttle Barnesville, GA	N/A	Director	Director & Chief Operating Officer of United Bank	N/A	0.61%	N/A	N/A
United Bank Corporation Employee Stock Ownership Plan Barnesville, GA	N/A	N/A	N/A	N/A	19.94%	N/A	N/A
Forrest A. Watson, Jr. Zebulon, GA	N/A	Director	Director & General Counsel of United Bank	N/A	0.20%	N/A	N/A
Dr. Tommy Hopkins Griffin, GA	Physician	Director	N/A	N/A	0.55%	N/A	Madison Capital Associates - 25% Thomas Two LLC - 50% Orthopedic & Sports Injury Center of Griffin - 62% Hopkins-Neel LLC - 50%