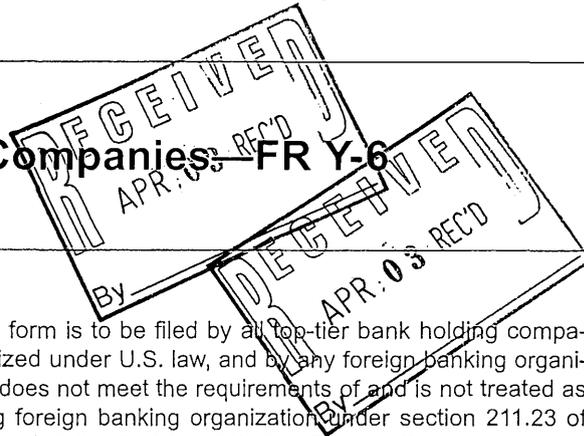


Board of Governors of the Federal Reserve System



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, 2012**

Month / Day / Year

I, Gerald E. Lewis

Reporter's Name, Street, and Mailing Address

Wrightsville Bancshares, Inc.

Legal Title of Bank Holding Company

P.O. Box 320

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

Wrightsville GA 31096

City State Zip Code

156 N. Bradford Street

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

David Attaway, CPA

Name Title

478-272-2030

Area Code / Phone Number / Extension

478-272-3318

Area Code / FAX Number

dattaway@tjscpa.com

E-mail 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.

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.

Gerald E. Lewis  
 Signature of Bank Holding Company Director and Official

Date of Signature

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

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 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

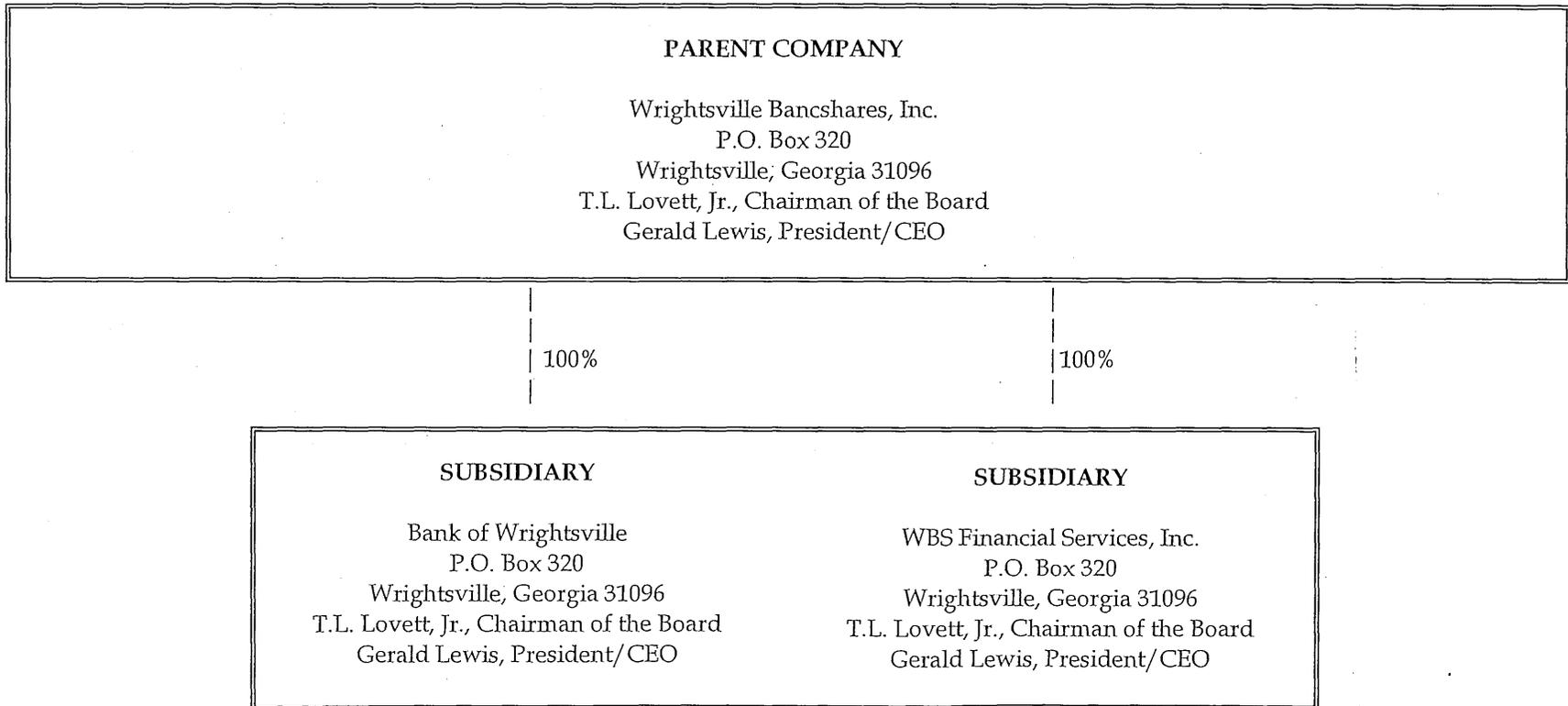
RSSD ID 1138656

C.I. \_\_\_\_\_

ITEM 2a

WRIGHTSVILLE BANCSHARES, INC.  
WRIGHTSVILLE, GEORGIA

ORGANIZATION CHART



ITEM 2b

WRIGHTSVILLE BANCSHARES, INC.  
WRIGHTSVILLE, GEORGIA

DOMESTIC BRANCH LISTING

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Branch Service Type	Popular Name	Date Branch Opened	Street Address	City	State	Zip Code	County	Country	Head Office
Full Service (Head Office)	BANK OF WRIGHTSVILLE	JANUARY 1897	156 N. BRADFORD STREET	WRIGHTSVILLE	GA	31096	JOHNSON	UNITED STATES	BANK OF WRIGHTSVILLE

ITEM 3WRIGHTSVILLE BANCSHARES, INC.  
WRIGHTSVILLE, GEORGIA

## SHAREHOLDERS

(1) 5% or more Shareholders as of December 31, 2012 :

<u>Name &amp; Address</u> <u>(City, State, Country)</u>	<u>Country of Citizenship</u>	<u>Number of</u> <u>Securities Owned</u>	<u>Percent of</u> <u>Total Securities</u>
T.L. Lovett, Jr. Wrightsville, GA 31096 USA	United States of America	9,065	8.48%
Leon A. Lovett Wrightsville, GA 31096 USA	United States of America	8,192	7.66%
Mary Jo Fulghum Edenfield Dublin, GA 31021 USA	United States of America	7,200	6.74%
Marjorie L. Roughton Sandersville, GA 31082 USA	United States of America	7,100	6.64%
Richard Herschel Lovett Dublin, GA 31021 USA	United States of America	7,083	6.63%
James W. Phillips Nashville, TN 37215 USA	United States of America	6,842	6.40%
Herbert Jonson Vickers Wrightsville, GA 31096 USA	United States of America	5,722	5.35%
R.L. Newsome Wrightsville, GA 31096 USA	United States of America	5,388	5.04%

Part (2) is "N/A"

WRIGHTSVILLE BANCSHARES, INC.  
WRIGHTSVILLE, GEORGIA

INSIDERS

Name & Address (City, State, Country)	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries	Title & Position with Other Businesses	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries	Other Companies in which 25% or more of Voting Securities are held
T.L. Lovett, Jr. Wrightsville, GA 31096 USA	None	Director Chairman	Bank of Wrightsville - Chairman and Director	CLN Properties, Inc. President	8.76%	None	CLN Properties, Inc. 33.30%
R. Hershel Lovett Dublin, GA 31021 USA	Insurance Agent	Director	Bank of Wrightsville - Director	Lovett Ins. Agency - President	6.63%	None	Lovett Ins. Agency - 100.00%
Leon A. Lovett Wrightsville, GA 31096 USA	Rental Property	Director Second Vice President	Bank of Wrightsville - Second Vice President & Director	Lovett Rentals Co. - President	7.66%	None	Lovett Rentals Co. 100.00%
Gerald E. Lewis Wrightsville, GA 31096 USA	Bank President	Director President/CEO	Bank of Wrightsville President/CEO Director	None	None	None	None
Kenneth L. Vickers Wrightsville, GA 31096 USA	None	Director Secretary	Bank of Wrightsville - Vice President and Director	None	4.37%	None	None
Jeffrey D. Powell Wrightsville, GA 31096 USA	Jeff Powell Trucking Parker Fish Co.	Director	Bank of Wrightsville Director	Jeff Powell Trucking Parker Fish Co. Owner	1.35%	None	Jeff Powell Trucking Parker Fish Co. 100.00%