

Board of Governors of the Federal Reserve System

APR 28 REC'D

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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, 2013

Month / Day / Year

I, STEPHON H. CUNNEY
Name of the Holding Company Director and Official
PRESIDENT and CEO
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Thomasville Bancshares, Inc.

Legal Title of Holding Company

PO Box 1999

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

Thomasville GA 31799
City State Zip Code

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.

301 N. Broad St., Thomasville, GA 31792

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:

Hollie Lloyd SVP/CFO
Name Title

229-226-3300
Area Code / Phone Number / Extension

229-226-8401
Area Code / FAX Number

Hollie@tnbank.com
E-mail Address

Signature of Holding Company Director and Official

www.tnbank.com

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

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

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 Federal Reserve Bank Use Only

RSSD ID 2346010
C.I. _____

Form FR Y-6

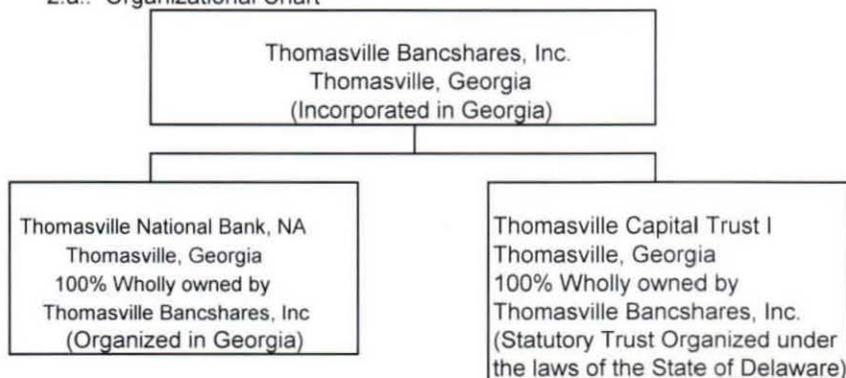
Thomasville Bancshares, Inc
301 North Broad Street
Thomasville, Georgia 31792

Fiscal Year Ending December 31, 2013

Report Item

1: The Annual Report for Shareholders will be mailed under separate cover no later than April 30, 2014

2.a.: Organizational Chart



2.b.: Domestic Branch Listing

Main Office (opened October 1995)

301 North Broad Street
Thomasville, Thomas County, Georgia, USA 31792
Full Service Branch

Remington Branch (opened October 1998)

1320 Remington Avenue
Thomasville, Thomas County, Georgia, USA 31792
Full Service Branch

St. Simons Bank & Trust, a division of Thomasville National Bank (opened September 2010)

100 Island Professional Park
St. Simons Island, Glynn County, Georgia, USA 31522
Full Service Branch

3: (1) persons with ownership of voting securities that equal or exceed 5% -
persons with ownership of non-voting and voting securities that equal or exceed 5%:

a. Stephen H. Cheney, Thomasville, Georgia
b. United States
c. Voting Securities - 139,452 shares (77% of the Total) represents 4.91% of Voting Securities Owned
Restricted Stock Rights (Deferred Director Comp/Exec Stock Grant)-21,696 shares (12% of the Total)
Stock Options (exercisable) - 19,200 (11% of the Total)
Total - 180,348 shares or 6.3%

a. Richard L. Singletary, Thomasville, Georgia
b. United States
c. Voting Securities - 152,745 shares (90% of the Total) represents 5.38% of Voting Securities Owned
Restricted Stock Rights (Deferred Director Compensation)-17,755 shares (10% of the Total)
Total - 170,500 shares or 5.97%

3: (2) a. None

Revised

Report Item 4: Officers and Directors

| 1 | 2 | 3a | 3b | 3c | 4a | 4b | 4c |
|---|--|---------------------|---|---|-------|------|--|
| Charles A Balfour Thomasville, Georgia | President, Balfour Timber Company, Inc. | Director/Vice Chair | Director Thomasville National Bank | President, Balfour Timber Co., Inc. President, Balfour Pole Company, LLC Director, Balfour Land Company | 1.88% | none | None |
| John Bannister Thomasville, GA | President Bannister Electric Co. | Director | Director: Thomasville National Bank | President, Bannister Electric Co. President, K & L Land, LLC Thomasville Service Center | 2.54% | none | Bannister Electric Co. - 50% K & L Land, LLC - 50% Thomasville Service Center - 100% |
| Joel W. Barrett Thomasville, GA | EVP Thomasville National Bank | Director & EVP | Director & EVP Thomasville National Bank | None | 2.92% | none | none |
| Stephen H Cheney Thomasville, Georgia | CEO Thomasville National Bank | Director&President | Director & President Thomasville National Bank | None | 6.30% | none | None |
| David A. Cone Thomasville, Georgia | President Cone Machinery, Inc. | Director | Director Thomasville National Bank | President, Cone Machinery, Inc. President, PDK Investments, Inc. | 0.52% | none | Cone Machinery, Inc. - 34% PDK Investments, Inc. - 33% |
| Charles E Hancock Thomasville, Georgia | Orthopedic Surgeon | Director | Director Thomasville National Bank | Chairman, Affiliated Physicians of Tville, LLC Chairman, DEVHAN Holdings Chairman, Smith, Dawson Associates, LLC Chairman, Granddaddy's BBQ, LLC Chairman, Devour Brands, LLC Chairman, Homecoming of Thomasville, LLC | 2.48% | none | DEVHAN Holdings, Inc - 100% Smith, Dawson Assoc., LLC - 32.5% Thomasville Orthopedic Center - 25% Granddaddys BBQ, LLC - 100% Devour Brands, LLC - 100% Homecoming of Thomasville, LLC - 100% |
| Mills Herndon Thomasville, Georgia | Owner/Broker First Thomasville Realty, Inc. | Director | Director Thomasville National Bank | Owner/Broker, First Thomasville Realty, Inc. Partner, Cumbest Mill, LLC Partner, BLVD Acquisition, LLC | 0.28% | none | Cumbest Mill, LLC - 50% BLVD Acquisition, LLC - 25% |
| Charles H. Hodges, III Thomasville, Georgia | President Thomasville National Bank | Director & EVP | Director & EVP Thomasville National Bank | None | 4.15% | none | None |
| Harold Jackson Thomasville, Georgia | President, Petroleum Products | Director | Director Thomasville National Bank | President, Petroleum Products CEO, Jack Rabbit Foods President, Petroleum Transportation | 1.15% | none | Jack Rabbit Foods - 100% Petroleum Products - 20% Petroleum Transportation - 20% |
| Randall L. Moore Thomasville, Georgia | President Moore & Porter Produce Brokers | Director | Director Thomasville National Bank | President, Moore&Porter Produce Brokers | 2.36% | none | Moore & Porter Produce Brokers- 50% |
| Cochran A. Scott, Jr. Thomasville, Georgia | President, Scott Hotels, Inc. | Director | Director: Thomasville National Bank | President, Scott Hotels, Inc. President, C A Scott Company | 2.96% | none | Scott Hotels - 100.00% C A Scott Company - 100.00% |
| Richard L Singletary, Jr. Thomasville, Georgia | Developer/Investor | Director/Chairman | Director: Thomasville National Bank | Partner & President of: Cumberland Associates, Inc. Pine Landing, LLC Member, Tallahassee Homes, LLC Alligator Point Homes, LLC Manassas Homes, LLC Halleck Homes, LLC Cold Harbor Homes, LLC | 5.87% | none | Cumberland Associates - 50% Pine Landing, LLC - 50% Tallahassee Homes, LLC -50% Alligator Point Homes, LLC - 50% Manassas Homes, LLC - 50% Halleck Homes, LLC - 50% Cold Harbor Homes, LLC - 33% |