

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):

12/31/2011

Month / Day / Year

1. Edward J. Cooney
 Name of the Bank Holding Company Director and Official
President
 Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

ABB Financial Group, Inc.
 Legal Title of Bank Holding Company
5160 New Northside Dr, Suite 200
 (Mailing Address of the Bank Holding Company) Street / P.O. Box
Atlanta GA 30328
 City State Zip Code

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.

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:

Brandi Pajot SVP-CFO
 Name Title
408-384-8055
 Area Code / Phone Number / Extension
408-742-9998
 Area Code / FAX Number
bpajot@myaffinitybank.com
 E-mail Address

[Signature]
 Signature of Bank Holding Company Director and Official
4-11-12
 Date of Signature

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

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

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 _____
 C.I. _____

Board of Governors of the Federal Reserve System



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Annual Report of Bank Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

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

12/31/2011
Month / Day / Year

Reporter's Name, Street, and Mailing Address

ABB Financial Group, Inc.
Legal Title of Bank Holding Company
5160 New Northside Dr., Suite 200
(Mailing Address of the Bank Holding Company) Street / P.O. Box
Atlanta, GA 30328
City / State / Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Buadi Pajot, SUP/CFO
Name / Title
678-384-8055
Area Code / Phone Number
678-242-9998
FAX Number
bpajot@myaffinitybank.com
E-mail Address

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

Edward J. Cooney, President
Name and Title of the Bank Holding Company Director and Official

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 CFR Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Signature of Bank Holding Company Director and Official

Date of Signature

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 Number _____

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

Results: A list of branches for your depository institution: AFFINITY BANK (ID_RSSD: 3118447).
 This depository institution is held by ABB FINANCIAL GROUP, INC. (3118456) of ATLANTA, GA.
 The data are as of 12/31/2011. Data reflects information that was received and processed through 01/07/2012.

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)	3118447	AFFINITY BANK	5660 NEW NORTHSIDE DRIVE, SUITE 200	ATLANTA	GA	30328	FULTON	UNITED STATES	360323	0	AFFINITY BANK	3118447	

Organizational Chart

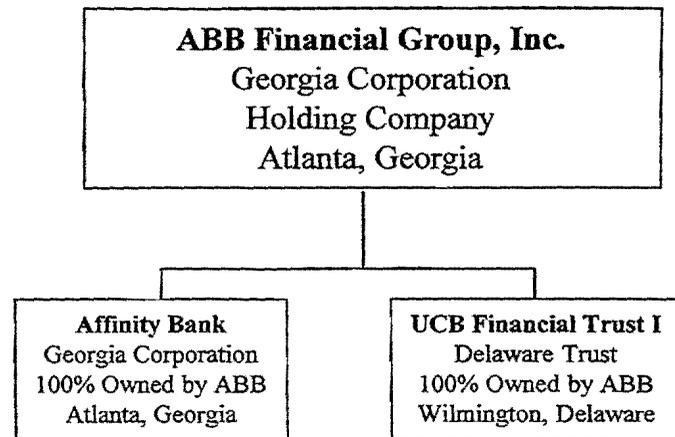


ABB FINANCIAL GROUP, INC.

Report Item 3-1

Shareholders with Ownership Control or Holdings of 5% or with power to vote as of fiscal year 12-31-11

Shareholder	Address	Country	No. Shares	Total Shares	Percent	Class
Serguei Kouzmine	Atlanta, Ga	USA	170,000	170,000	9.11%	Common
Larry C. Martin	Rome, GA	USA	153,571	153,571	8.23%	Common
James R. Henderson	Atlanta, Ga	USA	125,000	125,000	6.70%	Common

Total Outstanding Shares - Common 1,866,087

Shareholder	Address	Country	No. Shares	Total Shares	Percent	Class
Serguei Kouzmine	Atlanta, Ga	USA	3,000	3,000	100.00%	Preferred

Total Outstanding Shares - Preferred 3,000

ABB FINANCIAL GROUP, INC.

Report Item 3-2

Shareholders with Ownership Control or Holdings of 5% not Listed in Report Item 3-1

<u>Shareholder</u>	<u>Address</u>	<u>Country</u>	<u>No. Shares</u>	<u>Total Shares</u>	<u>Percent</u>	<u>Class</u>
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N/A

ABB Financial Group, Inc.
Fiscal Year Ending December 31, 2011

Report Item 4: Insiders

Name & Address	Principle Occupation if other than Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries	Title & Position with other Businesses	%of voting shares in Bank Holding Co.	%of voting shares in Subsidiaries	Other Companies & percentage of voting securities held
Ronnie L. Austin Atlanta, Ga	CEO/Director Affinity Bank	Director	CEO/Director Affinity Bank	Vice Chairman Cash Transactions, LLC Atlanta, Ga Partner DARR, LLC Atlanta, Ga Partner AH and H, LLC Atlanta, Ga	2.91%	0.00%	Cash Transactions - 33% DARR LLC - 33% AH and H, LLC - 50%
Laeman Bennett Cumming, GA	N/A	Director	Director	Past Chairman Chick-fil-A Peach Bowl Atlanta, GA	0.96%	0.00%	N/A
Edward J. Cooney Atlanta, GA	President/Director Affinity Bank	Director	President/Director Affinity Bank	Managing Member MEMM, LLC Atlanta, GA	0.83%	0.00%	MEMM LLC - 50%
Brandi Pajot Sandy Springs, GA	SVP/CFO Affinity Bank	N/A	SVP/CFO Affinity Bank	N/A	0.00%	0.00%	N/A
James R. Henderson Alpharetta, GA	Chairman/CEO Cash Transactions, LLC	Director	Director Affinity Bank	Chairman & CEO Cash Transactions, LLC Atlanta, GA President JRH Diversified, LLC Atlanta, GA President JRH Investments LP Atlanta, GA President JRH Management Company Atlanta, GA Partner BancCapital Group Atlanta, GA Partner DARR LLC Atlanta, GA Managing Partner AH and H, LLC Atlanta, GA Managing Partner 3280 Commerce LLC Atlanta, GA	6.70%	0.00%	JRH Diversified LLC - 98% JRH Investments LP - 48% JRH Management Company - 50% BancCapital Group - 49% DARR, LLC - 33% AH and H, LLC - 50%
Jeffrey R. Lake Cumming, GA	President Dixie Electric Company	Director	Director Affinity Bank	President Dixie Electric Company Cumming, GA Director Community Business bank Cumming, GA	0.88%	0.00%	Dixie Electric Company - 100%

ABB Financial Group, Inc.
Fiscal Year Ending December 31, 2011

Report Item 4: Insiders

Name & Address	Principle Occupation if other than Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries	Title & Position with other Businesses	%of voting shares in Bank Holding Co.	%of voting shares in Subsidiaries	Other Companies & percentage of voting securities held
Robert C. McMahan Atlanta, GA	President Golden Point Group, Inc.	Chairman	Chairman Affinity Bank	President Golden Point Group, Inc. Atlanta, GA Director Cotton States Mutual Ins. Co. Atlanta, GA Director Cotton States Life Ins. Co. Atlanta, GA Director Shield Insurance Company Atlanta, GA	2.38%	0.00%	Golden Point Group, Inc. - 86%
Wayne V. Mitsch Berkeley Lake, GA	President Kaiser, Mitsch & Associates	Director	Director Affinity Bank	President Kaiser, Mitsch & Associates Atlanta, GA	2.14%	0.00%	Kaiser, Mitsch & Assoc - 100%
Clark N. Nelson, Jr Mineral Bluff, GA	EVP/CCO Affinity Bank	N/A	EVP/CCO Affinity Bank	N/A	0.00%	0.00%	N/A