

Board of Governors of the Federal Reserve System



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, R. Brent Sammons, Director & CEO**

Name of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

**Altamaha Bancshares, Inc.**

Legal Title of Holding Company

**P. O. Box 489**

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

**Vidalia GA 30475**  
City State Zip Code

**206 Jackson Street, Vidalia, Ga.**

Physical location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

**Carol Butler Assistant Secretary**

Name Title

**912-538-9164**

Area Code / Phone Number / Extension

**912-537-0489**

Area Code / FAX Number

**cabutler@altamahabank.com**

E-mail Address

**altamahabank.com**

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

Signature of Holding Company Director and Official

*[Handwritten Signature]*  
3/10/14

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 1081510  
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."

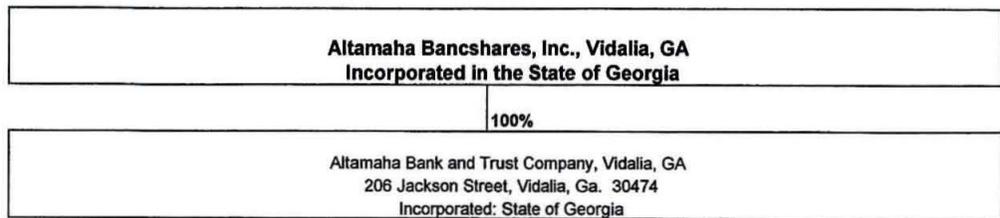
No

**Form FR Y-6**  
**Altamaha Bancshares, Inc.**  
**Fiscal Year Ending December 31, 2013**

Report Item

1: The bank holding company prepares an annual report for its shareholders.  
Two Copies are enclosed.

2a: Organizational Chart



2b: Submitted electronically 3/10/14 and included with this report also.

**Results:** A list of branches for your holding company: ALTAMAHA BANCSHARES, INC. (1081510) of VIDALIA, GA.  
The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

**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*
ok		Full Service (Head Office)	199436	ALTAMAHA BANK AND TRUST COMPANY	206 JACKSON STREET	VIDALIA	GA	30474	TOOMBS	UNITED STATES	13389	0	ALTAMAHA BANK AND TRUST COMPANY	199436
ok		Full Service	2602154	HAZLEHURST BRANCH	57 NORTH TALLAHASSE STREET	HAZLEHURST	GA	31539	JEFF DAVIS	UNITED STATES	248935	2	ALTAMAHA BANK AND TRUST COMPANY	199436
ok		Full Service	3196191	UVALDA OFFICE	203 WEST MAIN STREET	UVALDA	GA	30473	MONTGOMERY	UNITED STATES	419416	4	ALTAMAHA BANK AND TRUST COMPANY	199436
ok		Full Service	164135	VIDALIA OFFICE	206 JACKSON STREET	VIDALIA	GA	30474	TOOMBS	UNITED STATES	248934	1	ALTAMAHA BANK AND TRUST COMPANY	199436

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**Altamaha Bancshares, Inc.**  
**Fiscal Year Ending December 31, 2013**

**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 fiscal year ending 12/31/2013			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 12/31/2013		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Mae Jones Uvalda, GA USA	USA	30,602 - 22.5% Common Stock	None	N/A	N/A
Betty Morris or Randall Morris & Austin Morris Family Trust, Uvalda, GA	USA	15,455 - 11.4% Common Stock	None	N/A	N/A
Frank, John, Tracey Morris Uvalda, Ga.	USA	8,400-6.2% Common Stock	None	N/A	N/A
Betty Salter Vidalia, GA USA	USA	12,255 - 9.01% Common Stock	None	N/A	N/A
W Colon Sammons Mt. Vernon, GA USA	USA	8,835 - 6.3% Common Stock	None	N/A	N/A
Sarah Smith & Smith Trust FBO Sarah Smith Marietta, Ga.	USA	9,850-7.24% Common Stock	None	N/A	N/A

Revised

Form FR Y-6

Altamaha Bancshares, Inc.

Fiscal Year Ending December 31, 2013

Report Item 4: Insiders  
(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)
Mae Jones Uvalda, GA USA	Farm Owner	Director	Director (Altamaha Bank & Trust Co.)	President Jones Farms Uvalda, GA	22.5%	None	Jones Farms 100%
Betty Morris or Randall Morris & Auslin Morris Family Trust, Uvalda, GA	Farm Owner/Randall	Director/Randall	Director/Randall (Altamaha Bank & Trust Co.)	Part owner Morris Enterprises Limited Partner Austin Morris, LLP Part owner Milligan Creek Cattle	11.4%	None	Morris Enterprises 40% Austin Morris LLP 31% Milligan Creek Cattle 50%
Susan Shook Vidalia, GA USA	Lawyer	Director	Director (Altamaha Bank & Trust Co.)	Owner Susan Shook, PC	0.7%	None	Susan Shook, PC 100% Salter, Shook & Tippett 33.30%
R. Brent Sammons Mt. Vernon, Ga. USA		President /CEO/Director	President /CEO/Director (Altamaha Bank & Trust)	none	.07 %	none	none
W Colon Sammons Mt. Vernon, GA USA	Tree Farming	Director/ Chairman	Director/ Chairman (Altamaha Bank & Trust Co.)	None	6.3%	None	None
S. Thomas Moore Vidalia, GA USA	CPA, Owner of Firm	Director	Director (Altamaha Bank & Trust Co.)	President S Thomas Morre & Associates Vidalia, GA President Old Garrison Ent. VidaliaGa.	0.8%	None	S Thomas Moore & Associates, PC 100% Old Garrison Ent. 100%
Tommie Williams Lyons, GA USA	State Senator Entrepreneur	Director	Director (Altamaha Bank & Trust Co.)	Officer, Ga Pine Straw Lyons, GA Officer, Rentra Lyons, GA Partner Lyons, GA Officer, Creek Shoals, LLP Lyons, GA Officer, Cargo Connections Lyons, Ga.	2.3%	None	GA Pine Straw 60% Renra, Inc. 33.30% TAMA 50% Creek Shoals 33.30% Cargo Connection 33%