

Revised

FR Y-6
OMB Number 7100-0297
Approval expires December 31, 2015
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By *KRW*

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, 2012
Month / Day / Year

I, W. COLON SAMMONS, PRESIDENT/DIRECTOR/CEO
Name of the Holding Company Director and Official
PRESIDENT/CEO
Title 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
JACKSON STREET
Physical location (if different from mailing address)

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
Name Title
912-537-1921
Area Code / Phone Number / Extension
912-537-0489
Area Code / FAX Number
cabutler@altamahabank.com
E-mail Address
www.altamahabank.com
Address (URL) for the Holding Company's web page

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.

W. Colon Sammons
Signature of Holding Company Director and Official
3/29/12
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

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C.I. _____

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

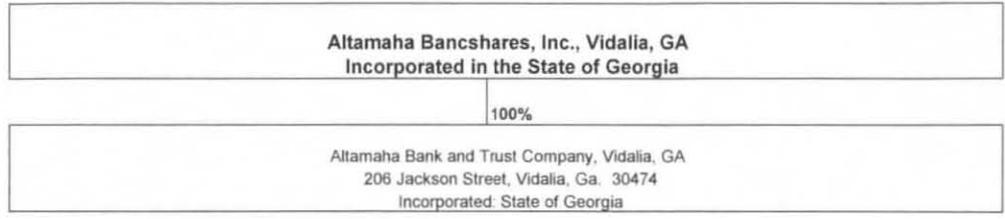
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Form FR Y-6
Altamaha Bancshares, Inc.
Fiscal Year Ending December 31, 2012

Report Item

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

2a: Organizational Chart



2b: Submitted electronically 2/24/13 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 **12/31/2012**. 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
OK		Full Service (Head Office)	199436	ALTAMAHA BANK AND TRUST COMPANY	206 JACKSON STREET	VIDALIA	GA	30474	TOOMBS
OK		Full Service	2602154	HAZLEHURST BRANCH	57 NORTH TALLAHASSE STREET	HAZLEHURST	GA	31539	JEFF DAVIS
OK		Full Service	3196191	UVALDA OFFICE	203 WEST MAIN STREET	UVALDA	GA	30473	MONTGOMERY
OK		Full Service	164135	VIDALIA OFFICE	1726 MT. VERNON ROAD	VIDALIA	GA	30474	TOOMBS

Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
UNITED STATES	13389	0	ALTAMAHA BANK AND TRUST COMPANY	199436	
UNITED STATES	248935	2	ALTAMAHA BANK AND TRUST COMPANY	199436	
UNITED STATES	419416	4	ALTAMAHA BANK AND TRUST COMPANY	199436	
UNITED STATES	248934	1	ALTAMAHA BANK AND TRUST COMPANY	199436	

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Altamaha Bancshares, Inc.
Fiscal Year Ending 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 fiscal year ending 12/31/2012			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 12/31/2012		
(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 USA FBO Sarah Smith Marietta, Ga.		9,850-7.24% Common Stock	None	N/A	N/A

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Altamaha Bancshares, Inc.

Fiscal Year Ending December 31, 2012

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%
Randall Morris Uvalda, GA USA	Farm Owner	Director/ Chairman	Director (Altamaha Bank & Trust Co.)	Part owner Morris Enterprises Limited Partner Austin Morris, LLP Part owner Milligan Creek Cattle	1.7%	None	Morris Enterprises 40% Austin Morris LLP 31% Milligan Creek Cattle 50%
Betty Morris or Randall Morris & Austin Morris Family Trust, Uvalda, GA	Farm Owner/Randall	Director/Chairma/Randall	Director/Randall (Altamaha Bank & Trust Co.)	Part owner Morris Enterprises Limited Partner Austin Morris, LLP Part owner Milligan Creek Cattle	9.7%	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%
W Colon Sammons Mt. Vernon, GA USA	Bank President, CEO Altamaha Bank	Director/ President, CEO	Director/ President, CEO (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 Officer, Williams Dev. Lyons, GA Officer, Creek Shoals, LLP Lyons, GA	2.3%	None	GA Pine Straw 60% Rentra, Inc. 33.30% Williams Development 50% Creek Shoals 33.30%

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Officer, Cargo Connections
Lyons, Ga.

Cargo Connection
33%