

Board of Governors of the Federal Reserve System



## Annual Report of Bank Holding Companies—FR Y-6

1085170

### 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, 2011  
Month / Day / Year

1. Terry L. Hester  
Name of the Bank Holding Company Director and Official  
Chief Financial Officer & Director  
Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Colony Bankcorp, Inc.  
Legal Title of Bank Holding Company  
115 South Grant Street/P O Box 989  
(Mailing Address of the Bank Holding Company) Street / P.O. Box  
Fitzgerald GA 31750  
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:

Terry L. Hester Chief Financial Officer  
Name Title

(229) 426-6002  
Area Code / Phone Number / Extension  
(229) 426-6039  
Area Code / FAX Number

thester@colonybank.com  
E-mail Address

www.colonybank.com  
Address (URL) for the Bank Holding Company's web page

[Signature]  
Signature of Bank Holding Company Director and Official  
March 21, 2012  
Date of Signature

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

## For Use By Tiered Bank Holding Companies

Top-tiered bank holding companies must list the names, mailing address, and physical locations of each of their subsidiary bank holding companies below.

N/A

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Legal Title of Subsidiary Bank Holding Company

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

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City State Zip Code

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Physical location (if different from mailing address)

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Physical location (if different from mailing address)

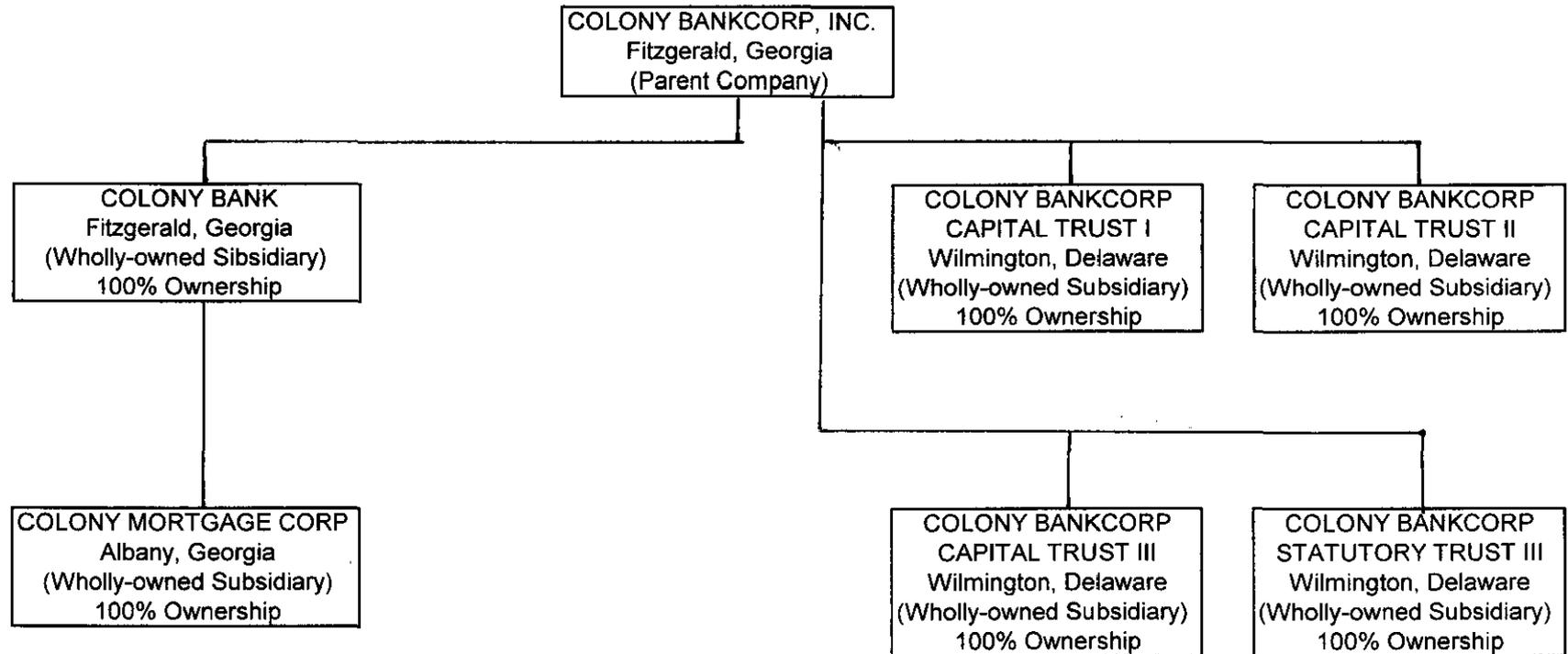
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REPORT ITEM 1: ANNUAL REPORT TO SHAREHOLDERS

The following financial statements are submitted:

1. Annual Report is included

REPORT ITEM 2a: ORGANIZATION CHART



REPORT ITEM 3: SHAREHOLDERS

3(1) Following is a list of shareholders of record, that directly or indirectly owns, controls, or holds with power to vote 5% or more of any class of voting securities of the bank holding company on December 31, 2011

(a) Name and Address	(b) Country of Citizenship	(c) No. of Shares Owned and Percentage	
Robert Sidney Ross Ocilla, GA	United States Citizen	1,428,747	16.93% common stock
B. Gene Waldron Douglas, GA	United States Citizen	600,559	7.12% common stock
Polaris Capital Management, Inc. Boston, MA	United States Incorporation	424,701	5.03% common stock
U.S. Treasury Dept. Washington, D.C.	United States Incorporation	500,000*	5.59% common stock

\* Includes warrants issued through the TARP CPP Program by the U.S. Treasury to purchase 500,000 shares of common stock. The warrants have not been exercised as of December 31, 2011, however for purposes of this disclosure, the percentage ownership is calculated as if the 500,000 shares were issued on December 31, 2011.

3(2) Following is a list of shareholders of record, that owned or controlled with power to vote 5% or more of any class of voting securities of the bank holding company during fiscal year ended December 31, 2011 not included in 3(1) above

None

REPORT ITEM 4: INSIDERS

(1) Name and Address	(2) Principal Occupation if other than Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with Other Business	(4)(a) Percentage of Voting Shares in Bank Holding Co	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) List Names of Other Companies with Ownership of 25% or more and the Percentage of Voting Securities held
James D. Minix Srinson, GA	N/A	Director & Interim President and Chief Executive Officer (Colony Bank)	Director & Interim President and Chief Executive Officer (Colony Bank)	N/A	1.38%	N/A	N/A
L. M. Downing, Jr. Fitzgerald, GA	Food Manufacturing, Lowell Packing Co.	Director & Chairman of the Board	Director & Chairman of the Board (Colony Bank)	President, Lowell Packing Co.	3.11%	N/A	Lowell Packing Co. (45%)
Terry L. Hester Fitzgerald, GA	N/A	Director, Exec Vice President, Chief Financial Officer & Secretary	Director & Chief Financial Officer (Colony Bank) Director & President (Colony Mortgage Corp)	N/A	1.51%	N/A	N/A
Bill Roberts Ashburn, GA	Farmer and Businessman	Director	Director, (Colony Bank)	Farmer and Businessman	0.34%	N/A	N/A
Henry F. Brown, Jr. Fitzgerald, GA	N/A	N/A	Chief Credit Officer and Regional Credit Officer, (Colony Bank)	N/A	0.10%	N/A	N/A
Lee A. Northcutt Lakeland, GA	N/A	N/A	Regional Market Executive Officer (Colony Bank)	N/A	0.11%	N/A	N/A
Eddie Hoyle, Jr. Tifton, GA	N/A	N/A	Regional Market Executive Officer (Colony Bank)	N/A	---	N/A	N/A
Gene B. Waldron Douglas, GA	Agricultural Businessman, Tri-County Gin, Inc.	Director	Director, (Colony Bank)	President, Deep South Farm Center, LLC	7.12%	N/A	Tri-County Gin, Inc. (25%) Deep South Peanut, Inc. (75%) Waldron Enterprises, Inc. (100%) Peterson Avenue Properties LLC (100%) Deep South Farm Center LLC (100%) Broadcast South LLC (25%) Deep South Fuel Center, LLC (55%)
Edward J. Harrell Macon, GA	Attorney, Martin, Snow, LLP	Director & Vice Chairman of the Board	Director & Vice Chairman (Colony Bank)	Administrative Partner, Martin, Snow, LLP	0.40%	N/A	N/A
Charles E. Myler Albany, GA	Retired, Former FDIC Supervisor	Director	Director, (Colony Bank)	N/A	0.09%	N/A	N/A
Mark H. Massee Fitzgerald, GA	Building Contractor, Massee Builders, Inc.	Director	Director, (Colony Bank)	President, Massee Builders, Inc.	0.59%	N/A	Massee Builders, Inc. (32%) Dorminy-Massee House, Inc. (100%) MHM Properties (100%)

(1) Name and Address	(2) Principal Occupation if other than Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with Other Business	(4)(a) Percentage of Voting Shares in Bank Holding Co	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) List Names of Other Companies with Ownership of 25% or more and the Percentage of Voting Securities held
Jonathan W.R. Ross Tifton, GA	Construction, Ross Construction Co., Inc.	Director	Director, (Colony Bank)	President, Ross Construction Co., Inc.	0.45%	N/A	Ross Construction Co, Inc. (100%)
Robert Sidney Ross Ocilla, GA	Construction, Ross of Georgia, Inc.	N/A	N/A	President, Ross of Georgia, Inc.	16.93%	N/A	Ross of Georgia, inc. (100%)

"Submitted early via e-mail on March 21, 2012"

Results: A list of branches for your BHC: COLONY BANKCORP, INC. (1085170) of FITZGERALD, GA.  
 The data are as of 12/31/2011. Data reflects information that was received and processed through 01/05/2012.

**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)	491934	COLONY BANK	302 S MAIN ST	FITZGERALD	GA	31750	BEN HILL	UNITED STATES	15471	0	COLONY BANK	491934	
OK		Full Service	3268913	CHEHAW BRANCH OFFICE	716 PHILEMA ROAD	ALBANY	GA	31701	DOUGHERTY	UNITED STATES	429944	11	COLONY BANK	491934	
OK		Full Service	22235	ASHBURN BRANCH	515 E WASHINGTON AVE	ASHBURN	GA	31714	TURNER	UNITED STATES	5106	5	COLONY BANK	491934	
OK		Limited Service	858630	EAST WASHINGTON BRANCH	250 EAST WASHINGTON STREET	ASHBURN	GA	31714	TURNER	UNITED STATES	217737	6	COLONY BANK	491934	
OK		Full Service	20839	BROXTON BRANCH	103 ALABAMA STREET	BROXTON	GA	31519	COFFEE	UNITED STATES	13452	18	COLONY BANK	491934	
OK		Full Service	3413151	GUNN ROAD BRANCH	200 GUNN ROAD	CENTERVILLE	GA	31028	HOUSTON	UNITED STATES	453961	4	COLONY BANK	491934	
OK		Full Service	271930	CHESTER BRANCH	MAIN STREET	CHESTER	GA	31012	DODGE	UNITED STATES	249542	16	COLONY BANK	491934	
OK		Full Service	3448135	COLUMBUS BRANCH	1581 BRADLEY PARK DRIVE	COLUMBUS	GA	31904	MUSCOGEE	UNITED STATES	456116	12	COLONY BANK	491934	
OK		Full Service	2851895	CORDELE BRANCH	1031 EAST 24TH AVENUE	CORDELE	GA	31015	CRISP	UNITED STATES	217740	8	COLONY BANK	491934	
OK		Full Service	2723554	DOUGLAS BRANCH	625 WEST WARD STREET	DOUGLAS	GA	31533	COFFEE	UNITED STATES	294926	20	COLONY BANK	491934	
OK		Full Service	2848587	PALMS BRANCH	1351-A SOUTHEAST BOWENS MILL ROAD	DOUGLAS	GA	31533	COFFEE	UNITED STATES	249151	19	COLONY BANK	491934	
OK		Full Service	169233	EASTMAN BRANCH	5510 OAK STREET	EASTMAN	GA	31023	DODGE	UNITED STATES	13586	15	COLONY BANK	491934	
OK		Limited Service	71233	SOUTHSIDE BRANCH	U.S. HIGHWAY 129 AND ROANOKE DRIVE	FITZGERALD	GA	31750	BEN HILL	UNITED STATES	254299	1	COLONY BANK	491934	
OK		Full Service	3050097	LEDO ROAD BRANCH	2609 LEDO ROAD	LEESBURG	GA	31763	LEE	UNITED STATES	217739	7	COLONY BANK	491934	
OK		Full Service	2739975	LEE COUNTY BRANCH	137 ROBERT B. LEE DRIVE	LEESBURG	GA	31763	LEE	UNITED STATES	357226	9	COLONY BANK	491934	
OK		Full Service	2943736	MOULTRIE BRANCH	621 EAST BYPASS NORTHEAST	MOULTRIE	GA	31768	COLQUITT	UNITED STATES	358809	24	COLONY BANK	491934	
OK		Full Service	1402825	PITTS OFFICE	105 SOUTH EIGHT STREET	PITTS	GA	31072	WILCOX	UNITED STATES	221759	14	COLONY BANK	491934	
OK		Full Service	213378	QUITMAN BRANCH	602 E SCREVEN ST	QUITMAN	GA	31643	BROOKS	UNITED STATES	42557	26	COLONY BANK	491934	
OK		Full Service	825735	ROCHELLE BRANCH	209 FIRST AVENUE	ROCHELLE	GA	31079	WILCOX	UNITED STATES	6428	13	COLONY BANK	491934	
OK		Full Service	3832435	OGEECHEE ROAD BRANCH	5987 OGEECHEE ROAD	SAVANNAH	GA	31419	CHATHAM	UNITED STATES	492731	29	COLONY BANK	491934	
OK		Full Service	3390010	SAVANNAH BRANCH	7011 HODGSON MEMORIAL DRIVE	SAVANNAH	GA	31406	CHATHAM	UNITED STATES	445009	21	COLONY BANK	491934	
OK		Full Service	2955551	SOPERTON BRANCH OFFICE	310 MAIN STREET, WEST	SOPERTON	GA	30457	TREUTLEN	UNITED STATES	358816	17	COLONY BANK	491934	
OK		Full Service	408473	SYLVESTER BRANCH	601 NORTH MAIN STREET	SYLVESTER	GA	31791	WORTH	UNITED STATES	44926	22	COLONY BANK	491934	
OK		Full Service	486574	THOMASTON BRANCH	206 NORTH CHURCH STREET	THOMASTON	GA	30286-118	UPSON	UNITED STATES	43528	10	COLONY BANK	491934	
OK		Full Service	2706137	TIFTON BRANCH	605 WEST 2ND STREET	TIFTON	GA	31793	TIFT	UNITED STATES	286793	23	COLONY BANK	491934	
OK		Full Service	3288023	VILLAGE CENTER BRANCH	1909 HIGHWAY 82 WEST	TIFTON	GA	31794	TIFT	UNITED STATES	432350	25	COLONY BANK	491934	
OK		Full Service	3483882	ASHLEY STREET BRANCH	2910 N ASHLEY STREET, STE N	VALDOSTA	GA	31602	LOWNDES	UNITED STATES	445604	28	COLONY BANK	491934	
OK		Full Service	3483912	CAMELOT BRANCH	3774 OLD US 41 N	VALDOSTA	GA	31602	LOWNDES	UNITED STATES	441342	27	COLONY BANK	491934	
OK		Full Service	3050707	WARNER ROBINS BRANCH OFFICE	1291 HOUSTON LAKE ROAD	WARNER ROBINS	GA	31088	HOUSTON	UNITED STATES	365397	3	COLONY BANK	491934	