

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, **Joseph E. Gore**

Reporter's Name, Street, and Mailing Address

**CSRA Bank Corp.**

Name of the Holding Company Director and Official

Legal Title of Holding Company

**President/CEO/Director**

**PO Box 555**

Title of the Holding Company Director and Official

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

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.

**Wrens GA 30833**

City State Zip Code

*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.*

**300 Broad St, Wrens, GA 30833**

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

**Haynes Standard, Jr. CFO**

Name Title

Signature of Holding Company Director and Official

**706-547-6502**

Area Code / Phone Number / Extension

**3-1-2013**

**706-547-9090**

Area Code / FAX Number

Date of Signature

**hstandard@firststate.net**

E-mail Address

**N/A**

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

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 1493672  
 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.

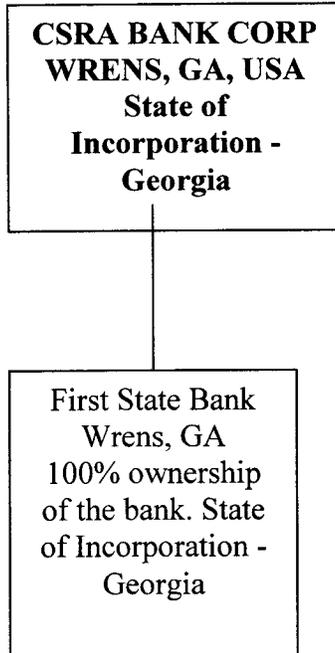
Revised

**Form FR Y-6**

**CSRA Bank Corp  
Wrens, Georgia 30833  
State of Incorporation - Georgia  
Fiscal Year Ending December 31, 2012**

Report Item

1. CSRA Bank Corp does not prepare an annual report for its shareholders as indicated on the cover sheet.
- 2A. Organization Chart



2B. Branches

The Branch Report was submitted electronically on March 1, 2013 by email.

Results: A list of branches for your holding company: CSRA BANK CORP. (1493672) of WRENS, 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	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	36933	FIRST STATE BANK	300 BROAD STREET	WRENS	GA	30833	JEFFERSON	UNITED STATES	12987	0	FIRST STATE BANK	36933	
OK		Full Service	3101597	AMERICUS BRANCH OFFICE	800 EAST LAMAR STREET	AMERICUS	GA	31709	SUMTER	UNITED STATES	363380	4	FIRST STATE BANK	36933	
OK		Full Service	2277673	LOUISVILLE OFFICE	900 PEACHTREE STREET	LOUISVILLE	GA	30434	JEFFERSON	UNITED STATES	247484	2	FIRST STATE BANK	36933	

Revised

Form FR Y-6  
CSRA Bank Corp  
Wrens, GA 30677  
December 31, 2012

**Report Item 3: Shareholders**

(1)(a) (1)(b) (1)(c) (2)(a) (2)(b) (2)(c)

**Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12/31/2011**

<b>(1)(a) Name &amp; Address (City, State, Country)</b>	<b>(1)(b) Country of Citizenship or Incorporation</b>	<b>(1)(c) Number and Percentage of Each Class of Voting Securities</b>
Elaine A. Jones Wrens, GA 30833	USA	13,655 shares – 6.54% Common Stock
Marian Lamb Wrens, GA 30833	USA	12,812 shares – 6.14% Common Stock
R. G. Rabun Wrens, GA 30833	USA	17,394 shares – 8.33% Common Stock
R. A. Lewis, Estate Wrens, GA – Executor/Manager – R. Brian Lewis	USA	26,420 shares – 12.65% Common Stock

Percentages are based on current outstanding number of shares outstanding adjusted for shares if options were to be exercised. Some options have not vested but are included in totals.

<b>(2)(a) Name &amp; Address (City, State, Country)</b>	<b>(2)(b) Country of Citizenship or Incorporation</b>	<b>(2)(c) Number and Percentage of Each Class of Voting Securities</b>
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None

Revised

Form FR Y-6  
 CSRA Bank Corp  
 Wrens, GA 30833  
 December 31, 2012

Report Item 4: Directors and Officers  
 (1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1) Name & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Co	(3)(a) Title & Position with Bank Holding Co	(3)(b) Title & Position with Subsidiaries (Name of Subsidiary)	(3)(c) Title & Position with Other Businesses (Name of other business)	(4)(a) Percentage of Voting Shares in Bank Holding Co	(4)(b) Percentage of Voting Shares in Subsidiary (Name of Subsidiary)	(4)(c) List Names of Other Companies including Partnerships if 25% of voting securities are held (Name of Company and percentage of voting securities)
Jerry D. Dowdy Wrens, GA, USA	Pecan production	Director & Chairman	Director & Chairman First State Bank	Thames Pecan Co., Inc. - President Atwell Pecan Co - President Orchards Gourment Nuts - Member Desirable Investments, LLP - Partner Wrens, GA	0.79% None		Thames Pecan Co, Inc. - 50%; Atwell Pecan Co. - 50% Orchards Gourmet Nuts - 20% Desirable Investments, LLP - 50%
James E. Fleming, Jr. Wrens, GA, USA	Pharmacist	Director	Director First State Bank	BFH Projects, LLC - Co-owner The Louisville Project LLC - Co-owner	0.95% None		BFH Projects, LLC - 50% The Louisville Project LLC - 50%
J. Brian Whitaker Stapleton, GA, USA	Retail hardware sales	Director	Director First State Bank	Avera Industrial Supply, Inc. - Secretary/Treasurer Wrens, GA	0.99% None		N/A
Joseph E. Gore Wrens, GA, USA	N/A	Director & President	Director & President First State Bank	N/A	0.04% None		N/A
Mac T. Reeves Wrens, GA, USA	Timber sales	Director	Director First State Bank	Green's Cut Properties, Inc. - President Wrens, GA	1.08% None		Green's Cut Properties - 100%
Anderson B. Jones Augusta, GA, USA	Gas/Diesel - Retail & Wholesale	Director	Director First State Bank	M. B. Jones Oil Co., Inc - President Town & Country Gas, Inc. - President Sprint Food Stores, Inc. - President Georgia Oilmen Assoc. - Director Wrens, GA	0.23% None		M. B. Jones Oil Co., Inc. - 49% Town & Country Gas - 49% Sprint Food Stores - 49%
James L. Gay Matthews, GA, USA	Farmer	Director	Director First State Bank	J & C Farm Inc. Matthews, GA	1.27% None		J & C Farms - 100%
Charlotte L. Gilmore Louisville, GA, USA	Referral representative Physicians Health Group	Director	Director First State Bank	Rocky Comfort Forest Products - Secretary	1.58% None		N/A
R. A. Lewis Estate Wrens, GA, USA Manager/Executor - R. Brian Lewis	N/A	N/A	N/A	N/A	12.67% None		N/A
Eugene Lee Clark Martinez, GA, USA	N/A	Senior VP Senior Lender	Senior VP First State Bank	N/A	0.00% None		None
James H. Standard, Jr. Greensboro, GA, USA	N/A	Senior VP	Senior VP/CFO First State Bank	N/A	0.00% None		None