

Revised

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):  
December 31, 2012  
Month / Day / Year

I, Ernest H. Tripp  
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  
Central Georgia Banking Company  
Legal Title of Bank Holding Company  
112 East Beech Street  
(Mailing Address of the Bank Holding Company) Street / P.O. Box  
Cochran GA 31014  
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:  
Donna Lumley, CPA Manager  
Name Title  
478-272-2030  
Area Code / Phone Number / Extension  
478-272-3318  
Area Code / FAX Number  
dlumley@tjscpa.com  
E-mail Address

Ernest H. Tripp  
Signature of Bank Holding Company Director and Official  
2-14-13

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

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

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 301 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.

Revised

**ITEM 2a**

**CENTRAL GEORGIA BANKING COMPANY  
COCHRAN, GEORGIA**

**ORGANIZATION CHART**

**PARENT COMPANY**

Central Georgia Banking Company  
112 East Beech Street  
Cochran, Georgia 31014  
State of Incorporation - Georgia  
John R. Phillips, Chairman of the Board  
Ernest H. Tripp, III, President

100%

**SUBSIDIARY**

State Bank of Cochran  
P.O. Box 539  
Cochran, Georgia 31014  
State of Incorporation - Georgia  
John R. Phillips, Chairman of the Board  
Ernest H. Tripp III, President

ITEM 2b

CENTRAL GEORGIA BANKING COMPANY  
COCHRAN, GEORGIA

DOMESTIC BRANCH LISTING

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**STATE BANK OF COCHRAN - Full Service - Head Office**

112 EAST BEECH STREET  
COCHRAN, GEORGIA 31014  
BRANCH ID\_RSSD 333034  
Date Opened - January 1922

**DEXTER BRANCH - Full Service**

109 EAST MAIN STREET  
DEXTER, GEORGIA 31019  
BRANCH ID\_RSSD 2996938  
Date Opened - February 2001

**DUBLIN BRANCH - Full Service**

2040 VETERANS BOULEVARD  
DUBLIN, GEORGIA 31021  
BRANCH ID\_RSSD 1957884  
Date Opened - February 2001

**JOHNSON COUNTY BRANCH - Full Service**

2498 WEST ELM STREET  
WRIGHTSVILLE, GEORGIA 31096  
BRANCH ID\_RSSD 516631  
Date Opened - January 1998

ITEM 3(1)

CENTRAL GEORGIA BANKING COMPANY  
COCHRAN, GEORGIA

**SECURITIES HOLDERS**

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Name	Address	Citizenship	Number of shares owned	Percent of Total Outstanding Shares
Jo Anne Phillips Ard	Cochran, GA 31014	U.S.A.	13	6.73%
Marcella Cochran	Cochran, GA 31014	U.S.A.	13	6.73%
Anne Phillips Davis	Cochran, GA 31014	U.S.A.	17	8.80%
Randi M. Phillips, (Custodian for Sydney Phillips, Minor)	Cochran, GA 31014	U.S.A.	17	8.80%
Leo L. Phillips, III	Cochran, GA 31014	U.S.A.	17	8.80%
Kathryn P. Collier	Cochran, GA 31014	U.S.A.	13	6.73%
Leo L. Phillips, Jr.	Cochran, GA 31014	U.S.A.	23	11.91%
John R Phillips	Cochran, GA 31014	U.S.A.	35	18.13%

Revised

ITEM 3(2)

CENTRAL GEORGIA BANKING COMPANY  
COCHRAN, GEORGIA

ADDITIONAL SECURITIES HOLDERS WHO OWNED 5% OF HOLDING COMPANY STOCK

None

ITEM 4

CENTRAL GEORGIA BANKING COMPANY  
COCHRAN, GEORGIA

INSIDERS

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NAME AND ADDRESS:

John R. Phillips  
Cochran, Georgia

TITLE OR POSITION WITH:

- (A) BANK HOLDING COMPANY – Chairman of the Board
- (B) DIRECT SUBSIDIARY – State Bank of Cochran – Chairman of the Board

TITLE OR POSITION WITH ANY OTHER BUSINESS COMPANY IN WHICH THE PERSON IS A DIRECTOR, TRUSTEE, PARTNER, OR PRINCIPAL OFFICER:

Cochran Oil Mill & Ginnery—Chairman of the Board;  
Phillips & Phillips, Attorney at Law—Partner;  
Phillips Farm —Partner

PRINCIPAL OCCUPATION, IF OTHER THAN WITH THE HOLDING COMPANY ORGANIZATION:

Businessman

NUMBER OF SHARES AND PERCENTAGE OF EACH CLASS OF VOTING SECURITIES OWNED, CONTROLLED, OR HELD WITH POWER TO VOTE IN:

- (A) THE BANK HOLDING COMPANY – 35 shares (18.13%)
- (B) DIRECT AND INDIRECT SUBSIDIARIES OF THE BANK HOLDING COMPANY: NONE
- (C) ANY OTHER BUSINESS COMPANY, IF 25 PERCENT OR MORE OF ITS OUTSTANDING VOTING SECURITIES ARE HELD: Cochran Oil Mill & Ginnery—50%

ITEM 4

CENTRAL GEORGIA BANKING COMPANY  
COCHRAN, GEORGIA

DIRECTORS AND OFFICERS

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NAME AND ADDRESS:

Leo L. Phillips, Jr.  
Cochran, Georgia

TITLE OR POSITION WITH:

- (A) BANK HOLDING COMPANY – Director/Secretary
- (B) DIRECT SUBSIDIARY – State Bank of Cochran – Director

TITLE OR POSITION WITH ANY OTHER BUSINESS COMPANY IN WHICH THE PERSON IS A DIRECTOR, TRUSTEE, PARTNER, OR PRINCIPAL OFFICER:

Cochran Oil Mill & Ginnery—President;  
Phillips & Phillips, Attorney at Law—Partner;  
Phillips Farm—Partner

PRINCIPAL OCCUPATION, IF OTHER THAN WITH THE HOLDING COMPANY ORGANIZATION:

Businessman

NUMBER OF SHARES AND PERCENTAGE OF EACH CLASS OF VOTING SECURITIES OWNED, CONTROLLED, OR HELD WITH POWER TO VOTE IN:

- (A) THE BANK HOLDING COMPANY – 23 shares (11.91%)
- (B) DIRECT AND INDIRECT SUBSIDIARIES OF THE BANK HOLDING COMPANY: NONE
- (C) ANY OTHER BUSINESS COMPANY, IF 25 PERCENT OR MORE OF ITS OUTSTANDING VOTING SECURITIES ARE HELD: Cochran Oil Mill & Ginnery—50%

ITEM 4

CENTRAL GEORGIA BANKING COMPANY  
COCHRAN, GEORGIA

DIRECTORS AND OFFICERS

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NAME AND ADDRESS:

Ernest H. Tripp, III  
Cochran, Georgia

TITLE OR POSITION WITH:

- (A) BANK HOLDING COMPANY – President
- (B) DIRECT SUBSIDIARY – State Bank of Cochran – President

TITLE OR POSITION WITH ANY OTHER BUSINESS COMPANY IN WHICH THE PERSON IS A DIRECTOR, TRUSTEE, PARTNER, OR PRINCIPAL OFFICER:

NONE

PRINCIPAL OCCUPATION, IF OTHER THAN WITH THE HOLDING COMPANY ORGANIZATION:

President, State Bank of Cochran

NUMBER OF SHARES AND PERCENTAGE OF EACH CLASS OF VOTING SECURITIES OWNED, CONTROLLED, OR HELD WITH POWER TO VOTE IN:

- (A) THE BANK HOLDING COMPANY – 1 share (0.51%)
- (B) DIRECT AND INDIRECT SUBSIDIARIES OF THE BANK HOLDING COMPANY: NONE
- (C) ANY OTHER BUSINESS COMPANY, IF 25 PERCENT OR MORE OF ITS OUTSTANDING VOTING SECURITIES ARE HELD: NONE