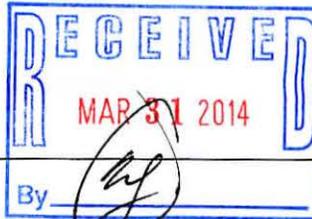




Annual Report of Holding Companies—FR Y-6



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, Jackie Bowen

Reporter's Name, Street, and Mailing Address

Central Georgia Banking Company

Legal Title of Holding Company

112 East Beech Street

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

Cochran

GA

31014

City

State

Zip Code

Name of the Holding Company Director and Official

President

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.

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:

David Attaway, CPA In-Charge

Name

Title

478-272-2030

Area Code / Phone Number / Extension

478-272-3318

Area Code / FAX Number

david.attaway@tjsdd.com

E-mail Address

Signature of Holding Company Director and Official

3-28-14

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

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

3184125

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

For Use By Tiered Holding Companies

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

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

**CENTRAL GEORGIA BANKING COMPANY
COCHRAN, GEORGIA**

ANNUAL REPORT OF BANK HOLDING COMPANIES - FR Y-6

TABLE OF CONTENTS

Report Item 1:	Bank Holding Company Financial Statements - To Come
Report Item 2a:	Organization Chart - Attached
Report Item 2b:	Domestic Branch Listing
Report Item 3(1):	Securities Holders Owning 5% of Holding Company Stock - Attached
Report Item 3(2):	Additional Securities Holders Who Owned 5% of Holding Company Stock - None
Report Item 4:	Insiders - Attached

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

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

112 EAST BEECH STREET
COCHRAN, GEORGIA 31014
BRANCH ID_RSSD 333034
Date Opened - January 1921

✓ **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**

Name	Address	Citizenship	Number of shares owned	Percent of Total Outstanding Shares
Jo Anne Phillips Ard	Cochran, GA	U.S.A.	13	7.03%
Marcella Cochran	Cochran, GA	U.S.A.	13	7.03%
Anne Phillips Davis	Cochran, GA	U.S.A.	17	9.19%
Randi M. Phillips, (Custodian for Sydney Phillips, Minor)	Cochran, GA	U.S.A.	17	9.19%
Leo L. Phillips, III	Cochran, GA	U.S.A.	17	9.19%
Kathryn P. Collier	Cochran, GA	U.S.A.	13	7.03%
Leo L. Phillips, Jr.	Cochran, GA	U.S.A.	23	12.43%
John R. Phillips	Cochran, GA	U.S.A.	35	18.92%

ITEM 3(2)

CENTRAL GEORGIA BANKING COMPANY
COCHRAN, GEORGIA

ADDITIONAL SECURITIES HOLDERS WHO OWNED 5% OF HOLDING COMPANY STOCK

None

Revised

ITEM 4

**CENTRAL GEORGIA BANKING COMPANY
COCHRAN, GEORGIA**

INSIDERS

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 (18.92%)
- (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

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 (12.43%)
- (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

NAME AND ADDRESS:

Jackie L. Bowen
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 – NONE
- (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