



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):  
12/31/11  
Month / Day / Year

1. Cheryl Pounds  
Name of the Bank Holding Company Director and Official  
Director/Senior Vice President  
Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address  
Century Bancorp, Inc  
Legal Title of Bank Holding Company  
141 S Wayne St / PO Box 768  
(Mailing Address of the Bank Holding Company) Street / P.O. Box  
Milledgeville, GA 31061 (31059-0768 for po box)  
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:  
Amy Champagne Corporate Secretary  
Name Title  
478-457-3201  
Area Code / Phone Number / Extension  
478-457-3204  
Area Code / FAX Number  
amychampagne@centurybankonline.com  
E-mail Address  
www.centurybankonline.com  
Address (URL) for the Bank Holding Company's web page

Cheryl P. Pounds  
Signature of Bank Holding Company Director and Official  
03/30/12  
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

**For Federal Reserve Bank Use Only**  
RSSD ID 2043850  
C.I. \_\_\_\_\_

RSSD Tiering for:  
 CENTURY BANCORP, INC.  
 Structure as of 20111216 and going downward

| Seq Num  | ID RSSD | Legal Name            | AddL | City          | State/<br>Country | Dist<br>FR | Ent<br>Type | Actv<br>Code | Basis of<br>Relatnshp | PCT |
|--|---------|-----------------------|------|---------------|-------------------|------------|-------------|--------------|-----------------------|-----|
| 0001   | 2043850 | CENTURY BANCORP, INC. |      | MILLEDGEVILLE | GEORGIA           | 6          | BHC         | 551111       |                       |     |
| 0002   | 944337  | CENTURY BANK & TRUST  |      | MILLEDGEVILLE | GEORGIA           | 6          | NMB         | 52211        | Vtg Eqty              | 100 |
| <b>Total Number of Entities in the tree</b>        |         | <b>2</b>              |      |               |                   |            |             |              |                       |     |
| <b>Total Number of Unique Entities in the tree</b> |         | <b>2</b>              |      |               |                   |            |             |              |                       |     |

**Tier Selection Criteria**

|                                  |                               |
|----------------------------------|-------------------------------|
| RSSD Tiering for                 | 2043850 CENTURY BANCORP, INC. |
| As of Date                       | 20111216                      |
| Direction                        | Down                          |
| Selection Rule                   | All Entities                  |
| Branches - Domestic Institutions | No Branches                   |
| Branches - Foreign Institutions  | No Branches                   |

**Explanatory Notes**

|                              |                                   |
|------------------------------|-----------------------------------|
| <b>Entity Type</b>           | <b>Description</b>                |
| BHC                          | BANK HOLDING COMPANY              |
| NMB                          | NON-MEMBER BANK                   |
| <b>Primary Activity Code</b> | <b>Description</b>                |
| 52211                        | COMMERCIAL BANKING                |
| 551111                       | OFFICES OF BANK HOLDING COMPANIES |
| <b>Basis of Relationship</b> | <b>Description</b>                |
| Vtg Eqty                     | Voting Equity                     |

Two asterisks (\*\*) next to the Seq Num indicates that confidentiality is pending or granted.  
 An asterisk (\*) next to the Addl Line Num denotes the Seq Num at which the offspring of this entity are listed.  
 A dot dot dot notation (...) next to Legal Name denotes a circular relationship.

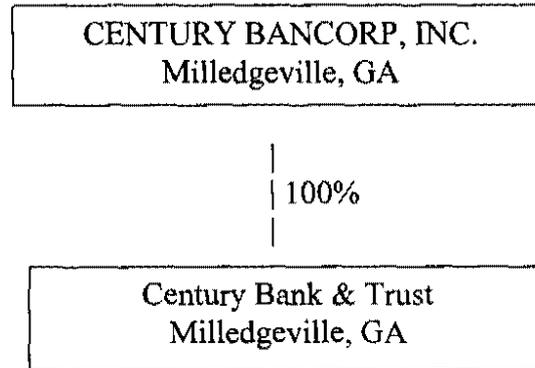
*Form FR Y-6*

*Century Bancorp, Inc.  
Milledgeville, GA  
Fiscal Year Ending December 31, 2011*

**1: Annual Report to Shareholders**

Two copies of the 2011 Annual Report are included with this report.

**2a: Organization Chart**



**2b: Domestic Branch Listing**

This item was submitted via email on 03/30/12.

### 3: Securities Holders

Securities holder with direct or indirect ownership, control, or holdings of 5% or more with power to vote as of 12/31/11.

| <u>(1)(a)<br/>Name/City/State</u>  | <u>(1)(b)<br/>Citizenship</u> | <u>(1)(c)<br/>#Shares and % of Common Stock</u> |        |
|--|-------------------------------|---|--------|
| J. Reynolds Allen<br>Milledgeville, GA   | USA                           | 45,000  | 5.47%  |
| Patricia B Thompson<br>Milledgeville, GA<br>(Her shares include 82,952 shares registered to M&F Trusco that can be voted jointly by Patricia B. Thompson and Betty G. Baugh) | USA                           | 93,133  | 11.33% |
| Estelle Brown<br>Bogart, GA  | USA                           | 47,735  | 5.80%  |

(2)(a)-(c): None

#### 4: Insiders

Principal securities holder, director, and executive officer of the bank holding company as of 12/31/11.

| <u>(1)<br/>Name/<br/>Address</u>         | <u>(2)<br/>Principal<br/>Occupation</u> | <u>(3)(a)<br/>Title in Bank<br/>Holding Co(BHC)</u> | <u>(3)(b)<br/>Title in<br/>Bank(CB&amp;T)</u> | <u>(3)(c)<br/>Title in Other<br/>Businesses</u>     | <u>(4)(a)(c)*<br/>% Voting<br/>Common Stk</u>        |
|--|---|---|---|---|--|
| Victor D. Bayne<br>Milledgeville, GA     | Retail Sporting<br>Goods                | Director  | Director                                      | Managing Partner<br>Bayne's Army Store              | .18% (BHC)<br>50% (Bayne's)                          |
| Chatfield S. Daniel<br>Milledgeville, GA | N/A                                     | Director/<br>President/CEO                          | Director/<br>President/CEO                    | N/A   | .24% (BHC)   |
| Larry R. Garrett<br>Milledgeville, GA    | Propane Retail                          | Director  | Chairman                                      | President/CEO,<br>G&S Gas Service                   | .40 (BHC)<br>66.67% (G&S)                            |
| James R. Ivey<br>Milledgeville, GA       | N/A                                     | Director/EVP  | Director/EVP                                  | N/A   | .24% (BHC)   |
| Harold D. Mason<br>Milledgeville, GA     | Industrial Sales                        | Director  | Director                                      | President (both),<br>Mason Sales Co.<br>M&J Saw Co. | 2.61% (BHC)<br>51% (Mason Sales)<br>51% (M&J Saw Co) |
| C. Steve McQuaig<br>Milledgeville, GA    | Ophthalmologist                         | Director  | Director                                      | President, Family<br>Eye Care Associates            | .24% (BHC)<br>50% (Family Eye)                       |
| Cheryl P. Pounds<br>Milledgeville, GA    | N/A                                     | Director/SrVP                                       | Director/SrVP/<br>Asst. Secretary             | N/A   | .56% (BHC)   |
| Dudley C. Rowe<br>Milledgeville, GA      | Retired, ECC<br>International           | Chairman  | Director                                      | N/A   | .88% (BHC)   |

**4: Insiders (continued)**

| <u>(1)<br/>Name/<br/>Address</u>          | <u>(2)<br/>Principal<br/>Occupation</u> | <u>(3)(a)<br/>Title in Bank<br/>Holding Co(BHC)</u> | <u>(3)(b)<br/>Title in<br/>Bank(CB&amp;T)</u> | <u>(3)(c)<br/>Title in Other<br/>Businesses</u> | <u>(4)(a)(c)*<br/>% Voting<br/>Common Stk</u> |
|---|---|---|---|---|---|
| Ted S. Smith<br>Milledgeville, GA         | Kaolin Mining                           | Director  | Director                                      | President/CEO<br>Arcilla Mining & Land          | .87% (BHC)<br>90% (Arcilla)                   |
| Patricia B. Thompson<br>Milledgeville, GA | Retired, Nurse                          | Director  | Director                                      | N/A   | 11.33% (BHC)**                                |
| Carole M. Walker<br>Milledgeville, GA     | N/A                                     | Director  | Director                                      | N/A   | .74% (BHC)                                    |

\* (4)(b) The bank is 100% owned by the holding company. None of the directors and officers own any of the stock.

\*\* Her shares include 82,952 shares (or 10.09% of BHC stock) registered to M&F Trusco that can be voted jointly by Patricia B. Thompson and Betty G. Baugh.