

Revised

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.

I, Cheryl P Pounds

Name of the Holding Company Director and Official

Director/Sr VP

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.

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.

Cheryl P Pounds

Signature of Holding Company Director and Official

03/29/2012

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 2043850
C.I. _____

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2012

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Century Bancorp, Inc.

Legal Title of Holding Company

141 S Wayne St / PO Box 768

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

Milledgeville

GA

31059-0768

City

State

Zip Code

Physical location (if different from mailing address)

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 Holding Company's web page

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."

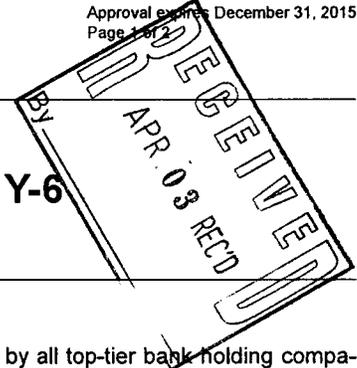
No

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.

Board of Governors of the Federal Reserve System



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Date of Report (top-tier holding company's fiscal year-end):

December 31, 2012

Month / Day / Year

I, **Cheryl P Pounds**

Reporter's Name, Street, and Mailing Address

Century Bancorp, Inc

Name of the Holding Company Director and Official

Director/Sr VP

Legal Title of Holding Company

141 S Wayne St / PO Box 768

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.

Milledgeville

GA

31059-0768

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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 Holding Company's web page

Cheryl P. Pounds

Signature of Holding Company Director and Official

03/29/2012

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
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For Federal Reserve Bank Use Only

RSSD ID 2043850
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Form FR Y-6

*Century Bancorp, Inc.
Milledgeville, GA
Fiscal Year Ending December 31, 2012*

1: Annual Report to Shareholders

The bank holding company prepares an annual report for its shareholders and is not registered with the SEC. As specified by the Federal Reserve Bank of Atlanta, two copies are enclosed.

2a: Organization Chart

CENTURY BANCORP, INC.
Milledgeville, GA
Incorporated in Georgia

100%

Century Bank & Trust
Milledgeville, GA
Incorporated in Georgia

2b: Domestic Branch Listing

This item was submitted via email to the Federal Reserve Bank of Atlanta on 03/29/13.

Results: A list of branches for your depository institution: CENTURY BANK & TRUST (ID_RSSD: 944337).

This depository institution is held by CENTURY BANCORP, INC. (2043850) of MILLEDGEVILLE, GA.

The data are as of 12/31/2012. Data reflects information that was received and processed through 04/10/2013.

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
		Full Service (Head Office)	944337	CENTURY BANK & TRUST	141 SOUTH WAYNE STREET	MILLEDGEVILLE	GA	31061	BALDWIN	UNITED STATES	114	0	CENTURY BANK & TRUST	944337	
		Full Service	801131	NORTHSIDE BRANCH	1800 NORTH COLUMBIA STREET	MILLEDGEVILLE	GA	31061	BALDWIN	UNITED STATES	181234	1	CENTURY BANK & TRUST	944337	

3: Securities Holders

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

(1)(a) Name City/State/Country	(1)(b) Citizenship	(1)(c) #Shares and % of Common Stock	
J. Reynolds Allen Milledgeville, GA, USA	USA	45,000	5.49%
Patricia B Thompson Milledgeville, GA, USA (Her shares include 78,532 shares registered to M&F Trusco that can be voted jointly by Patricia B. Thompson and Betty G. Baugh)	USA	88,713	10.81%
Estelle Brown Bogart, GA, USA	USA	47,735	5.82%

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

4: Insiders

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

(1) Name <u>City/State/Country</u>	(2) Principal <u>Occupation</u>	(3)(a) Title in Bank <u>Holding Co(BHC)</u>	(3)(b) Title in <u>Bank(CB&T)</u>	(3)(c) Title in Other <u>Businesses</u>	(4)(a)(c)* % Voting <u>Common Stk</u>
Victor D. Bayne Milledgeville, GA USA	Retail Sporting Goods	Director	Director	Managing Partner Bayne's Army Store	.18% (BHC) 50% (Bayne's)
T. Chris Boyd Milledgeville, GA USA	Municipal Water Asset Mgt	Director	Director	President Utility Service Co Inc	.30% (BHC) 0.00% (Utility)
Chatfield S. Daniel Milledgeville, GA USA	N/A	Director/ President/CEO	Director/ President/CEO	N/A	.30% (BHC)
Larry R. Garrett Milledgeville, GA USA	Propane Retail	Director	Chairman	President/CEO, G&S Gas Service	.41% (BHC) 66.67% (G&S)
James R. Ivey Milledgeville, GA USA	N/A	Director/EVP	Director/EVP	N/A	.30% (BHC)
Harold D. Mason Milledgeville, GA USA	Industrial Sales	Director	Director	President (both), Mason Sales Co. M&J Saw Co.	2.62% (BHC) 51% (Mason Sales) 51% (M&J Saw Co)

4: Insiders (continued)

<u>(1) Name/ Address</u>	<u>(2) Principal Occupation</u>	<u>(3)(a) Title in Bank Holding Co(BHC)</u>	<u>(3)(b) Title in Bank(CB&T)</u>	<u>(3)(c) Title in Other Businesses</u>	<u>(4)(a)(c)* % Voting Common Stk</u>
C. Steve McQuaig Milledgeville, GA USA	Ophthalmologist	Director	Director	President, Family Eye Care Associates	.30% (BHC) 50% (Family Eye)
Cheryl P. Pounds Milledgeville, GA USA	N/A	Director/SrVP	Director/SrVP/ Asst. Secretary	N/A	.56% (BHC)
Dudley C. Rowe Milledgeville, GA USA	Retired, ECC International	Chairman	Director	N/A	.89% (BHC)
Ted S. Smith Milledgeville, GA USA	Kaolin Mining	Director	Director	President/CEO Arcilla Mining & Land	.87% (BHC) 90% (Arcilla)
Patricia B. Thompson Milledgeville, GA USA	Retired, Nurse	Director	Director	N/A	10.81% (BHC)**
Carole M. Walker Milledgeville, GA USA	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 78,532 shares (or 9.57% of BHC stock) registered to M&F Trusco that can be voted jointly by Patricia B. Thompson and Betty G. Baugh.