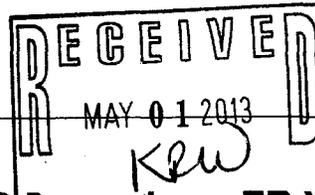


Revised

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.

Date of Report (top-tier holding company's fiscal year-end):
12/31/2012
Month / Day / Year

I, A R Roberts, III
Name of the Holding Company Director and Official
Secretary-Treasurer
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
Cherokee Banking Company
Legal Title of Holding Company
1275 Riverstone Pkwy. / P. O. Box 4250
(Mailing Address of the Holding Company) Street / P.O. Box
Canton GA 30114
City State Zip Code

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:
Rick Roberts Sec-Treas / CFO
Name Title
770/479-3626
Area Code / Phone Number / Extension
770/720-6923
Area Code / FAX Number
rickroberts@cherokeebank.com
E-mail Address
www.cherokeebank.com
Address (URL) for the Holding Company's web page

[Signature]
Signature of Holding Company Director and Official
3/26/2013
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

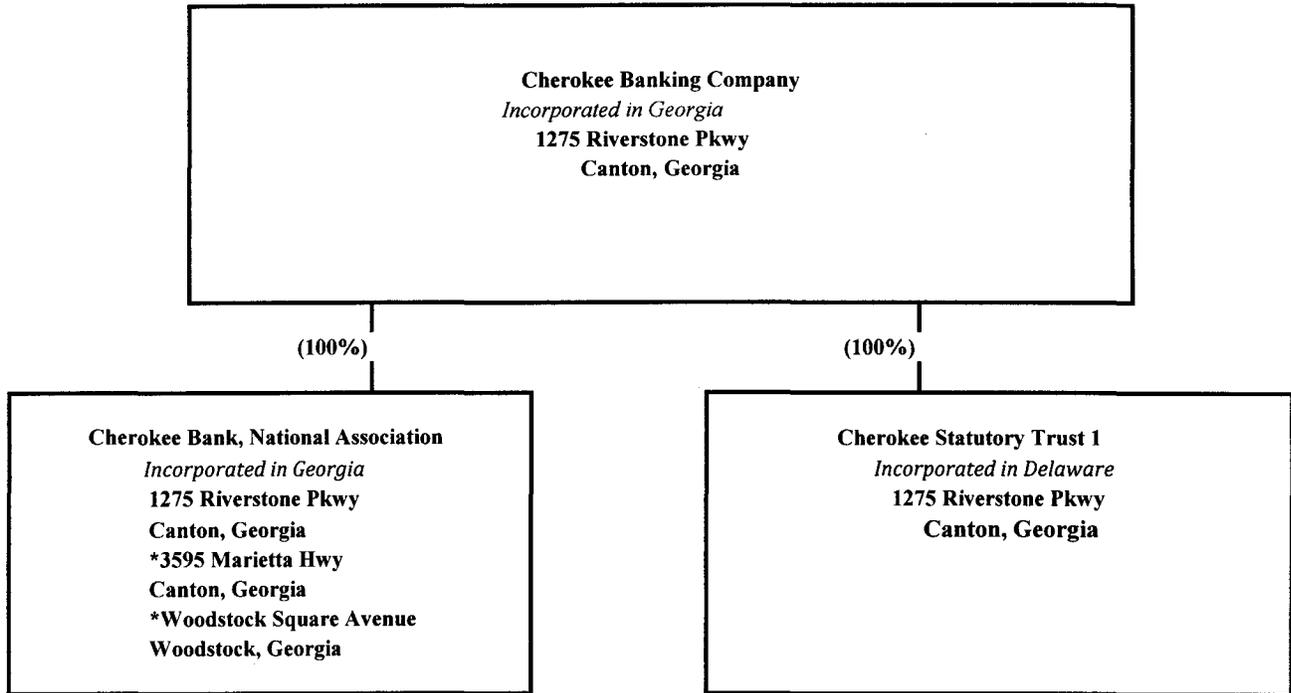
For Federal Reserve Bank Use Only
RSSD ID _____
C.I. _____

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

Revised.

Annual Report of Holding Companies (FR Y-6)
Cherokee Banking Company
Canton, Georgia
Fiscal Year Ended December 31, 2012

Exhibit B



Pen set

Header: A list of branches for your depository institution. (CHECKE BANK, NATIONAL ASSOCIATION, FD, 8507, 288091)
 The depository institution is held by CHEMIE E-PANING COMPANY (BANKING), GAITHERSBURG, MD, USA.
 The data are as of 09/31/2013. Data reflects information that was received and processed through OCT/2013.

Reconciliation and Verification Data

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, incomplete, or needs the data, enter "Change" in the Data Action column and the date when the information first became valid in the Effective Date column.
 Delete: If a branch listed was never owned by the depository institution, enter "Delete" in the Data Action column.
 Add: If a reportable branch is missing, select 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 file, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or high-contrast paper.

Submission Instructions

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 sending this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:

To audit the FR Y-3B reporting requirements, you must also submit the Y-10 Domestic Branch Schedule for each branch with a Data Action of "OK", "Add", "Change", or "Delete".
 The FR Y-10 form may be submitted in a separate spreadsheet or as the FR Y-10 Online application - <http://www.frb.com/datacenter/y10/>.

* OK, CHANGED, Office Number, and ID, BSB columns are for reference only. Verification of these values is not required.

Branch ID	Branch Name	Branch ID (BSB)	Branch Name	Branch ID (BSB)	Branch Name	Street Address	City	State	Zip Code	Country	Country	FRB Office	Office Number*	Head Office	Head Office ID (BSB)	Comments
OK	127172012 Full Service	288001	CHEMIE BANK, NATIONAL ASSOCIATION	1275	SHILOH PARKWAY	CANTON	GA	30114	CHEMIE	UNITED STATES	7625	0	CHEMIE BANK, NATIONAL ASSOCIATION	288091		
OK	127172013 Full Service	337258	MARIE TAYLOR BANK	337258	MARIE TAYLOR BANK	CANTON	GA	30114	CHEMIE	UNITED STATES	34903	1	CHEMIE BANK, NATIONAL ASSOCIATION	288091		
OK	127172011 Full Service	336607	WOODSTOCK BRANCH	150	WOODSTOCK SQUARE AVENUE	WOODSTOCK	GA	30189	CHEMIE	UNITED STATES	46776	2	CHEMIE BANK, NATIONAL ASSOCIATION	288091		

Annual Report of Holding Companies - (FR Y-6)
 Cherokee Banking Company
 Canton, Georgia
 Fiscal Year Ended December 31, 2012

Exhibit C

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of December 31, 2012.				Shareholders not listed in (3)(1)(a) through (3)(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ended December 31, 2011.		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities		(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
William L. Early Canton, Georgia 30114	United States of America	145,682 shares Common Stock	6.8%	N/A		

Annual Report of Holding Companies - (FR Y-6)
 Cherokee Banking Company
 Canton, Georgia
 Fiscal Year Ended December 31, 2012

Exhibit D

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with all direct and indirect subsidiaries (including names) of the bank holding company	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Dennis W. Burnette Canton, Georgia 30114	N/A	President, Director	President & Director, Cherokee Bank	N/A	2.3%	N/A	N/A
William L. Early Canton, Georgia 30114	Physician	Director	Director, Cherokee Bank	President and Managing Partner, Etowah Regional Medical Services	6.8%	N/A	Etowah Regional Medical (33.1% voting securities)
Albert L. Evans, Jr. Canton, Georgia 30114	Retired Educator	Director	Director, Cherokee Bank	Retired Science Dept Head Etowah High School	2.9%	N/A	N/A
J. Calvin Hill Woodstock, Georgia 30188	Retired Distributing Company Owner	Director	Director, Cherokee Bank	Former President, Gila Distributing - GA,	2.7%	N/A	Gila Distributing, Inc (100% voting securities)
Roger M. Johnson Canton, Georgia 30115	Attorney	Director	Director, Cherokee Bank	Partner, Bray & Johnson	2.5%	N/A	Bray & Johnson (50% voting securities)
J. David Keller Big Canoe, Georgia 30143	Retired Manufacturing Executive	Director	Director, Cherokee Bank	Former President, L.A. T Sportswear, Inc.	2.1%	N/A	N/A
John S. Moreau Canton, Georgia 30114	N/A	N/A	Executive Vice President & Director, Cherokee Bank	N/A	0.2%	N/A	N/A
Wanda P. Roach Canton, Georgia 30114	Real Estate Agent	Director	Director, Cherokee Bank	Sales Agent, Sumrise ERA Realty	1.2%	N/A	N/A
A.R. Roberts, III Ball Ground, Georgia 30107	N/A	Secretary-Treasurer, Director	Executive Vice President & Director, Cherokee Bank	Mayor, Ball Ground	3.6%	N/A	Hometown Investors LLC (100% voting securities)
Donald F. Stevens Canton, Georgia 30115	Retired Airline Captain	Board Chairman, Director	Chairman of the Board & Director, Cherokee Bank	Sales Agent, Sumrise ERA Realty	3.5%	N/A	N/A
Edwin I. Swords, III Canton, Georgia 30114	Dentist	Director	Director, Cherokee Bank	Partner Swords & Phelps DDS, PC	4.6%	N/A	Swords & Phelps DDS, PC (50% voting securities)