

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):

December 31, 2013

Month / Day / Year

I, **Terry L. Hester**

Reporter's Name, Street, and Mailing Address

Colony Bankcorp, Inc.

Name of the Holding Company Director and Official

Chief Financial Officer & Director

Legal Title of Holding Company

115 South Grant Street/P.O. Box 989

Title of the Holding Company Director and Official

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

Fitzgerald

GA

31750

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.

City

State

Zip Code

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.

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Terry L. Hester

Chief Financial Officer

Name

Title

229-426-6000 6002

Area Code / Phone Number / Extension

229-426-6039

Area Code / FAX Number

thester@colonybank.com

E-mail Address

www.colonybank.com

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

Signature of Holding Company Director and Official

03/20/2014

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 **1085176**
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.

N/A

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)

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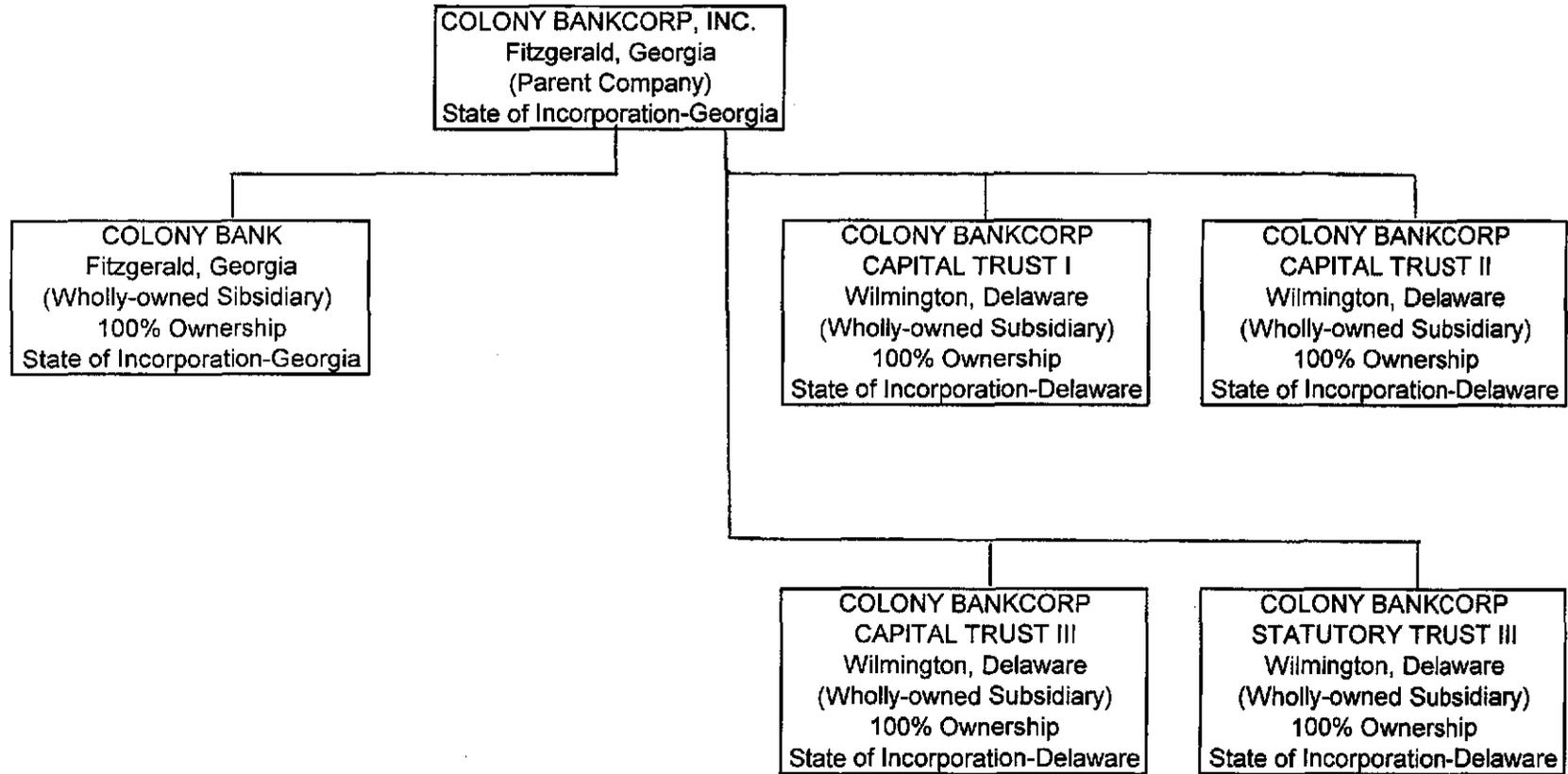
Physical location (if different from mailing address)

REPORT ITEM 1: ANNUAL REPORT TO SHAREHOLDERS

The following financial statements are submitted:

1. Annual Report is included

REPORT ITEM 2a: ORGANIZATION CHART



Results: A list of branches for your depository institution: COLONY BANK (ID: RSSD: 491934).
 This depository institution is held by COLONY BANKCORP, INC. (IDB5120) of FITZGERALD, GA.
 The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

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 detailed instructions on this site for more information. 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 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
OK		Full Service (thead Office)	491934	COLONY BANK	302 S MAIN ST	FITZGERALD	GA	31750	BEN HILL	UNITED STATES	154721		0	COLONY BANK	491934
OK		Full Service	3268913	CHERRYBROOK BRANCH OFFICE	716 PHILEAS ROAD	ALBANY	GA	31701	DODDHERY	UNITED STATES	429944		11	COLONY BANK	491934
OK		Full Service	227255	ASHBURN BRANCH	515 E WASHINGTON AVE	ASHBURN	GA	31714	TURNER	UNITED STATES	5106		5	COLONY BANK	491934
OK		Limited Service	838630	EAST WASHINGTON BRANCH	515 E WASHINGTON AVENUE	ASHBURN	GA	31714	TURNER	UNITED STATES	217737		6	COLONY BANK	491934
OK		Full Service	208199	BROXTON BRANCH	103 ALBAMA STREET	BROXTON	GA	31519	COUFEE	UNITED STATES	13452		18	COLONY BANK	491934
OK		Full Service	3413151	GUINN ROAD BRANCH	200 GUINN ROAD	CENTREVILLE	GA	31028	HOUSTON	UNITED STATES	453961		4	COLONY BANK	491934
OK		Full Service	271930	CHESTER BRANCH	102 MAIN STREET	CHESTER	GA	31012	DODGE	UNITED STATES	249542		16	COLONY BANK	491934
OK		Full Service	3448135	COLUMBUS BRANCH	1581 BRADLEY PARK DRIVE	COLUMBUS	GA	31904	MASCODGE	UNITED STATES	466116		12	COLONY BANK	491934
OK		Full Service	2851895	CORNHILL BRANCH	1031 EAST 72TH AVENUE	CORNHILL	GA	31015	CHUP	UNITED STATES	217740		8	COLONY BANK	491934
OK		Full Service	2723554	DOUGLAS BRANCH	625 WEST WARD STREET	DOUGLAS	GA	31533	COFFEE	UNITED STATES	294976		20	COLONY BANK	491934
OK		Full Service	2848587	PALMS BRANCH	1335 A SOUTHEAST BOWERS MILL ROAD	DOUGLAS	GA	31533	COFFEE	UNITED STATES	249151		19	COLONY BANK	491934
OK		Full Service	169233	EASTMAN BRANCH	5510 OAK STREET	EASTMAN	GA	31023	DODGE	UNITED STATES	13586		15	COLONY BANK	491934
OK		Limited Service	71233	SOUTHSHORE BRANCH	U.S. HIGHWAY 129 SOUTH	FITZGERALD	GA	31750	BEN HILL	UNITED STATES	254299		1	COLONY BANK	491934
OK		Full Service	3050097	LEDO ROAD BRANCH	2609 LEDO ROAD	LESBURG	GA	31761	LEE	UNITED STATES	217739		7	COLONY BANK	491934
OK		Full Service	2719975	LEE COUNTY BRANCH	137 ROBERT B LEE DRIVE	LESBURG	GA	31761	LEE	UNITED STATES	357216		9	COLONY BANK	491934
OK		Full Service	2943736	MOUTHE BRANCH	621 EAST BYPASS NORTHEAST	MOUTHE	GA	31761	COQUITT	UNITED STATES	358809		24	COLONY BANK	491934
OK		Full Service	1407825	PITTS OFFICE	105 SOUTH EIGHT STREET	PITTS	GA	31072	WILCOX	UNITED STATES	221759		14	COLONY BANK	491934
OK		Full Service	213378	QUITMAN BRANCH	602 E SCRIVEN ST	QUITMAN	GA	31643	BROOKS	UNITED STATES	42557		26	COLONY BANK	491934
OK		Full Service	815725	ROCHELLE BRANCH	209 FIRST AVENUE	ROCHELLE	GA	31079	WILCOX	UNITED STATES	6428		13	COLONY BANK	491934
OK		Full Service	3812455	DOGCHIEF ROAD BRANCH	5987 DOGCHIEF ROAD	SAVANNAH	GA	31419	CHATHAM	UNITED STATES	492731		29	COLONY BANK	491934
OK		Full Service	3390610	SAVANNAH BRANCH	7011 HODGSON MEMORIAL DRIVE	SAVANNAH	GA	31406	CHATHAM	UNITED STATES	445099		21	COLONY BANK	491934
OK		Full Service	2935551	SOPERION BRANCH OFFICE	310 MAIN STREET, WEST	SOPERION	GA	30457	GLATHAM	UNITED STATES	558816		17	COLONY BANK	491934
OK		Full Service	408474	SWVESTER BRANCH	601 NORTH MAIN STREET	SWVESTER	GA	31791	WORTH	UNITED STATES	44976		22	COLONY BANK	491934
OK		Full Service	468574	THOMASTON BRANCH	206 NORTH CHURCH STREET	THOMASTON	GA	30286-11	UPSON	UNITED STATES	43528		10	COLONY BANK	491934
OK		Full Service	2706137	TITTON BRANCH	605 WEST 2ND STREET	TITTON	GA	31791	TIFT	UNITED STATES	286793		23	COLONY BANK	491934
OK		Full Service	3238023	VILLAGE CENTER BRANCH	1909 HIGHWAY 82 WEST	TITTON	GA	31602	LOWNDIS	UNITED STATES	432350		25	COLONY BANK	491934
OK		Full Service	3483882	ASHLEY STREET BRANCH	2910 N ASHLEY STREET, STE N	VALDOSTA	GA	31602	LOWNDIS	UNITED STATES	445604		28	COLONY BANK	491934
OK		Full Service	3483912	CAMELOT BRANCH	3772 OLD US-41 N	VALDOSTA	GA	31602	LOWNDIS	UNITED STATES	441342		27	COLONY BANK	491934
OK		Full Service	3050707	WARNER ROBINS BRANCH OFFICE	1291 HOUSTON LAKE ROAD	WARNER ROBINS	GA	31088	HOUSTON	UNITED STATES	365197		3	COLONY BANK	491934

OK

OK

REPORT ITEM 3: SHAREHOLDERS

3(1) Following is a list of shareholders of record, that directly or indirectly owns, controls, or holds with power to vote 5% or more of any class of voting securities of the bank holding company on December 31, 2013

(a) Name and Address	(b) Country of Citizenship	(c) No. of Shares Owned and Percentage	
Robert Sidney Ross Ocilla, GA	United States Citizen	1,145,001	13.57% common stock
B. Gene Waldron Douglas, GA	United States Citizen	608,484	7.21% common stock

3(2) Following is a list of shareholders of record, that owned or controlled with power to vote 5% or more of any class of voting securities of the bank holding company during fiscal year ended December 31, 2013 not included in 3(1) above

None

REPORT ITEM 4: INSIDERS

(1) Name and Address	(2) Principal Occupation if other than Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with Other Business	(4)(a) Percentage of Voting Shares in Bank Holding Co	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) List Names of Other Companies with Ownership of 25% or more and the Percentage of Voting Securities held
Edward P. Loomis, Jr. Fitzgerald, GA	N/A	Director & President and Chief Executive Officer	Director & President and Chief Executive Officer (Colony Bank)	N/A	0.47%	N/A	N/A
Terry L. Hester Fitzgerald, GA	N/A	Director, Exec Vice President, Chief Financial Officer & Secretary	Director & Chief Financial Officer (Colony Bank)	N/A	1.51%	N/A	N/A
Henry F. Brown, Jr. Fitzgerald, GA	N/A	N/A	Chief Credit Officer, (Colony Bank)	N/A	0.10%	N/A	N/A
Lee A. Northcutt Lakeland, GA	N/A	N/A	Regional Market Executive Officer (Colony Bank)	N/A	0.11%	N/A	N/A
Eddie Hoyle, Jr. Tifton, GA	N/A	N/A	Regional Market Executive Officer (Colony Bank)	N/A	0.03%	N/A	N/A
Gene B. Waldron Douglas, GA	Agricultural Businessman, Tri-County Gin, Inc.	Director & Chairman of the Board	Director & Chairman of the Board (Colony Bank)	President, Deep South Farm Center, LLC	7.21%	N/A	Tri-County Gin, Inc. (25%) Deep South Peanut, Inc. (75%) Waldron Enterprises, Inc. (100%) Deep South Farm Center, LLC (100%) Deep South Fuel Center, LLC (55%)
Edward J. Harrell Macon, GA	Attorney, Martin, Snow, LLP	Director	Director & Vice Chairman (Colony Bank)	Administrative Partner, Martin, Snow, LLP	0.40%	N/A	N/A
Mark H. Massee Fitzgerald, GA	Building Contractor, Massee Builders, Inc.	Director & Vice Chairman of the Board	Director, (Colony Bank)	President, Massee Builders, Inc.	0.59%	N/A	Massee Builders, Inc. (32%) Dominy-Massee House, Inc. (100%) MHM Properties (100%)
Jonathan W.R. Ross Tifton, GA	Construction, Ross Construction Co., Inc.	Director	Director, (Colony Bank)	President, Ross Construction Co., Inc.	2.23%	N/A	Ross Construction Co, Inc. (100%) RQC, Inc. (100%)
Robert Sidney Ross Ocilla, GA	Construction, Ross of Georgia, Inc.	N/A	N/A	President, Ross of Georgia, Inc.	13.57%	N/A	Ross of Georgia, Inc. (100%)

(1) Name and Address	(2) Principal Occupation if other than Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with Other Business	(4)(a) Percentage of Voting Shares in Bank Holding Co	(4)(b) Percentage of Voting Shares in Subsidiaries	List Names of Other Companies with Ownership of 25% or more and the Percentage of Voting Securities held
Scott L. Downing Fitzgerald, GA	Personal Investments, SDI LLC	Director	Director, (Colony Bank)	President, SDI, LLC	0.11%	N/A	SDI LLC (100%) Setter Point, LLC (50%) Downing & Greene Investments, LLC (50%)
M. Frederick Dwozan, Jr. Eastman, GA	Medical Supplier, Dodge County Medical Center Prescription Shop, Inc.	Director	Director, (Colony Bank)	President, Dodge County Medical Center Prescription Shop, Inc.	0.33%	N/A	I.V. Care Options of Middle GA, Inc. (100%) Dodge County Medical Center Prescription Shop, Inc. (100%) Hospice Care Options, Inc. (100%) D & B Home Care, Inc. (100%) Dwozan Land Holdings, LLC (100%) Dwozan Commercial Affiliated Properties, LLC (100%) Dwozan Commercial Properties, LLC (100%) Dwozan Amelia Island Properties, LLC (100%) Dwozan Family RE Holdings, LLC (100%) Dwozan Management, LLC (100%)
Davis W. King, Sr. Sylvester, GA	Nursing Home Administrator, KEA, Inc.	Director	Director, (Colony Bank)	President, KEA, Inc.	0.27%	N/A	King Family Holdings, LLC (100%) KEA, Inc. (100%) King Family Farms, LLC (100%) PNH, Inc. (80%) SHC, Inc. (50%)