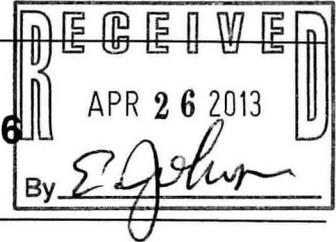


Board of Governors of the Federal Reserve System



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, 2012**  
 Month / Day / Year

I, Emily A. Lowery  
 Name of the Holding Company Director and Official  
CFO  
 Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address  
Community Bankshares, Inc.  
 Legal Title of Holding Company  
P. O. Box 1489  
 (Mailing Address of the Holding Company) Street / P.O. Box  
LaGrange GA 30241  
 City State Zip Code  
201 Broad Street  
 Physical location (if different from mailing address)

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.

Person to whom questions about this report should be directed:  
Emily A. Lowery CFO  
 Name Title  
706-845-0014  
 Area Code / Phone Number / Extension  
7068450014  
 Area Code / FAX Number  
slowery@communitybankshares.com  
 E-mail Address  
communitybankshares.com  
 Address (URL) for the Holding Company's web page

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.

[Signature]  
 Signature of Holding Company Director and Official  
4/22/13  
 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

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.

# ORGANIZATIONAL CHART

revised  
6/11  
aw



Results: A list of branches for your depository institution: COMMUNITY BANK & TRUST - WEST GEORGIA (ID\_RSSD: 761833).

This depository institution is held by COMMUNITY BANKSHARES, INC. (1081873) of LaGrange, GA

The data is as of 12/31/2011

**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
ok		Full Service (Head Office)	761833	COMMUNITY BANK & TRUST - WEST GEORGIA	201 BROAD STREET	LA GRANGE	GA	30240	TROUP	USA	32025	0	COMMUNITY BANK & TRUST - WEST GEORGIA	761833	
ok		Full Service	3539266	COLUMBUS BRANCH	5426 VETERAN'S PARKWAY	COLUMBUS	GA	31909	MUSCOGEE	USA	456598	5	COMMUNITY BANK & TRUST - WEST GEORGIA	761833	
close		Full Service	3557952	COLUMBUS WAL-MART BANKING CENTER BRANCH	5448 WHITTLESEY BOULEVARD	COLUMBUS	GA	31909	MUSCOGEE	USA	458357	6	COMMUNITY BANK & TRUST - WEST GEORGIA	761833	
close		Full Service	2965970	WINN DIXIE #439 BRANCH OFFICE	6770 VETERANS PARKWAY	COLUMBUS	GA	31909	MUSCOGEE	USA	358841	2	COMMUNITY BANK & TRUST - WEST GEORGIA	761833	
ok		Full Service	3149405	EAST MAIN STREET BRANCH OFFICE	410 EAST MAIN STREET	HOGANSVILLE	GA	30230	TROUP	USA	365588	4	COMMUNITY BANK & TRUST - WEST GEORGIA	761833	
close		Full Service	3149393	INGLES #491 BRANCH OFFICE	1890 EAST MAIN STREET	HOGANSVILLE	GA	30230	TROUP	USA	365581	3	COMMUNITY BANK & TRUST - WEST GEORGIA	761833	
ok		Full Service	3816097	WEST SIDE BANKING CENTER BRANCH	2092 WEST POINT ROAD	LAGRANGE	GA	30240	TROUP	USA	Not Required	Not Required	COMMUNITY BANK & TRUST - WEST GEORGIA	761833	
ok		Full Service		GATEWAY BANKING CENTER BRANCH	6475 GATEWAY ROAD	COLUMBUS	GA	31909	MUSCOGEE	USA			COMMUNITY BANK & TRUST - WEST GEORGIA	761833	

Results: A list of branches for your depository institution: COMMUNITY BANK & TRUST-ALABAMA (ID\_RSSD: 1474309).

ITEM 2 (b)

This depository institution is held by COMMUNITY BANKSHARES, INC. (1081873) of LaGrange, GA.

The data are as of 12/31/2011

**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
ok		Full Service (Head Office)	1474309	COMMUNITY BANK & TRUST-ALABAMA	202 NORTH POWELL STREET	UNION SPRINGS	AL	36089	BULLOCK	USA	46146	0	COMMUNITY BANK & TRUST-ALABAMA	1474309	
ok		Full Service	3927845	EAST CHASE PARKWAY BRANCH	9190 EAST CHASE PARKWAY	MONTGOMERY	AL	36117	MONTGOMERY	USA	Not Required	Not Required	COMMUNITY BANK & TRUST-ALABAMA	1474309	
close		Full Service	3341889	VAUGHN ROAD BRANCH	8095 A VAUGHN ROAD	MONTGOMERY	AL	36116	MONTGOMERY	USA	441114	4	COMMUNITY BANK & TRUST-ALABAMA	1474309	
close		Full Service	3687028	PIKE ROAD BRANCH	62 BRIDGE STREET	PIKE ROAD	AL	36064	MONTGOMERY	USA	Not Required	Not Required	COMMUNITY BANK & TRUST-ALABAMA	1474309	
ok		Full Service	3370928	COVERED BRIDGE BRANCH	1976 HIGHWAY 14 EAST	PRATTVILLE	AL	36068	AUTAUGA	USA	453769	5	COMMUNITY BANK & TRUST-ALABAMA	1474309	

**COMMUNITY BANKSHARES, INC.**  
**FORM FR Y-6**  
**31-Dec-12**

**ITEM 3 Part I: SECURITIES HOLDERS**

**Current shareholders with ownership, control or holdings of 5% or more with power to vote as of 12/31/2011**

<b>1 ( a )</b> Name & Address	<b>1 ( b )</b> County of Citizenship	<b>1 ( c )</b> Number & Percentage of Voting Securities
George W. Baker, Jr. LaGrange, GA.	USA	641,115 - 16.27% Common Stock (#1)
Dave G. Bryant Union Springs, AL	USA	464,415 - 16.41% Common Stock (#s 1 & 2)
E. David Hart, Jr. LaGrange, GA	USA	1,037,353 - 26.33% Common Stock (#s1 & 3)
C. Christopher Joseph LaGrange GA	USA	659,115 - 16.73% Common Stock (#s 1 & 4)
Thomas May Union Springs, AL	USA	642,115 - 16.30% Common Stock (#s 1 & 5)
J. Roy Spinks, III LaGrange, GA.	USA	662,115 - 16.81% Common Stock (#s 1 & 6)
William R. Stump, Jr. LaGrange, GA	USA	653,115 - 16.58% Common Stock (#s 1 & 7)
Nancy H. Stovall Cornelia, GA	USA	320,695 - 8.14% Common Stock
Wingate Family Cornelia, GA.	USA	501,000- 12.72% Common Stock (#8)

1. 641,115 shares held by Community Bankshares, Inc. Employee Stock Ownership Plan is voted by unanimous vote of Community Bankshares, Inc. Board of Directors - George W. Baker, Jr., Dave G. Bryant, E. David Hart, Jr., C. Christopher Joseph, Thomas May, J. Roy Spinks, III, and William R. Stump, Jr.

2. 10 Shares held individually by Dave G. Bryant and 5,290 shares held jointly with spouse.

3. 301,000 shares held by Citigroup for benefit of various members of the Hart family; 47,619 shares held by Emmett David Hart, Jr., individually, and 47,619 shares held by Susan R. Hart Ekkebus.

4. 15,000 shares held individually by Charles Christopher Joseph and 3,000 held jointly with family members

5. 1,000 shares held individually by John Thomas May

6. 21,000 shares held individually by J. Roy Spinks, II

7. 6,003 shares held individually by William R. Stump, Jr.; 2,997 shares held jointly with spouse; 3,000 shares held in IRA

8. 407,768 held by J. Alton Wingate, Sr., Irrevocable Trust and 93,232 shares held by Linda H. Wingate Revocable Trust

Total Number of Shares Outstanding : 3,939,693

**COMMUNITY BANKSHARES, INC.**  
**FORM FR Y-6**  
**31-DEC-12**

**ITEM 3 Part 2: SECURITIES HOLDERS**

**N/A**

Community Bankshares, Inc.  
Form FR Y-6  
31-Dec-12

Item 4: Insiders

1 Name & Address	2 Principal Occupation if Other than with Bank Holding Co.	3(a) Title & Position with Bank Holding Company	3(b) Title & position with Subsidiaries	3(c) Title & Position with other businesses	4(a) Percentage of Voting Shares in Bank Holding Company	4(b) Percentage of Voting Shares in Subsidiaries	4(c) Holds 25% or more of the voting securities of the following company (s) and percentage held
George W. Baker, Jr. LaGrange, GA, USA	Dentist	Director	N/A	George W. Baker, MD, PC	16.27%	N/A	N/A
Dave G. Bryant Union Springs, AL, USA	N/A	EVP/AL Division Director	Pres. & CEO Community Bank & Trust - AL	N/A	16.41%	N/A	N/A
E. David Hart, Jr. LaGrange, GA, USA	President/ Mountville Mills, Inc. (Mfg)	Director	N/A	President Mountville Mills, Inc.	26.33%	N/A	49% Mountville Mills
C. Christopher Joseph LaGrange, GA, USA	CPA	Director	N/A	Partner: Gay & Joseph, PC CPA	16.73%	N/A	25% Gay & Joseph
Thomas May Union Springs, AL, USA	Retired	Director	N/A	N/A	16.30%	N/A	N/A
J. Roy Spinks, III LaGrange, GA, USA	Realtor	Director	N/A	N/A	16.81%	N/A	N/A
William R. Stump, Jr. LaGrange, GA, USA	N/A	President & CEO Director	Pres. & CEO Community Bank & Trust - West GA Chairman Community Bank & Trust - AL	N/A	16.58%	N/A	N/A
Linda H. Wingate Cornelia, GA, USA	Retired	Principal Securities Holder	N/A	N/A	12.72%	N/A	N/A
George H. Riddle, III LaGrange, GA, USA	N/A	EVP & Chief Credit Officer	EVP & Chief Credit Officer Community Bank & Trust - West GA	N/A	0.00%	N/A	N/A
Emily A. Lowery LaGrange, GA, USA	N/A	SVP & CFO	SVP & CFO Community Bank & Trust - West GA	N/A	0.00%	N/A	N/A
Kay L. Carlisle LaGrange, GA, USA	N/A	SVP, Corp Sec. & Dir. HR	SVP, Corp. Sec. & Dir HR Community Bank & Trust - West GA	N/A	0.00%	N/A	N/A