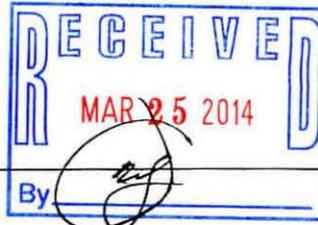


Board of Governors of the Federal Reserve System



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, **Louis Holloway**

Reporter's Name, Street, and Mailing Address

**Community First, Inc.**

Legal Title of Holding Company

**501 S. James Campbell Blvd.**

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

**Columbia TN 38401**

City State Zip Code

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.

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:

**Jon Thompson** Chief Financial Officer

Name Title

**931-490-6389**

Area Code / Phone Number / Extension

**931-490-3426**

Area Code / FAX Number

**jthompson@cfbk.com lgroves@cfbk.com**

E-mail Address

**www.cfbk.com**

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

Signature of Holding Company Director and Official

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 **3108144**

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.

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)

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)

Legal Title of Subsidiary Holding Company

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

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Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

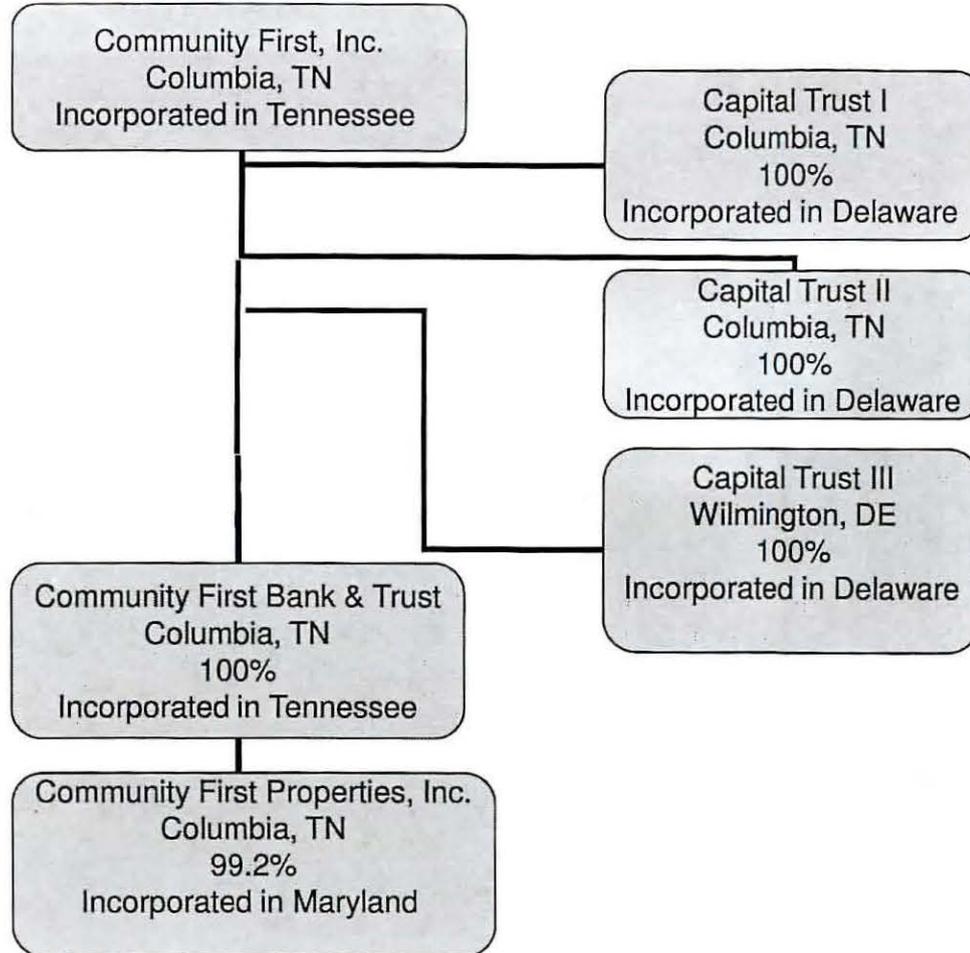
Physical location (if different from mailing address)

Revised

Form FR Y-6

Community First, Inc.  
Columbia, TN  
Fiscal Year Ending December 31, 2013

2. ORGANIZATIONAL CHART (revised)



## SUBMITTED VIA E-MAIL 02/05/14

Results: A list of branches for your depository institution: COMMUNITY FIRST BANK & TRUST (ID\_RSSD: 2810007).  
 This depository institution is held by COMMUNITY FIRST, INC. (3108194) of COLUMBIA, TN.  
 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 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)	2810007	COMMUNITY FIRST BANK & TRUST	501 S. JAMES CAMPBELL BOULEVARD	COLUMBIA	TN	38401	MAURY	UNITED STATES	75637	0	COMMUNITY FIRST BANK & TRUST	2810007	
OK		Full Service	189530	NORTH PUBLIC BRANCH	314 NORTH PUBLIC SQUARE	CENTERVILLE	TN	37033	HICKMAN	UNITED STATES	3265	10	COMMUNITY FIRST BANK & TRUST	2810007	
OK		Full Service	2978318	DOWNTOWN COLUMBIA BRANCH	601 NORTH GARDEN ST	COLUMBIA	TN	38401	MAURY	UNITED STATES	466778	9	COMMUNITY FIRST BANK & TRUST	2810007	
OK		Limited Service	3555314	NEELY'S MILL OFFICE	1412 TROTWOOD	COLUMBIA	TN	38401	MAURY	UNITED STATES	458273	8	COMMUNITY FIRST BANK & TRUST	2810007	
OK		Full Service	3342662	WALMART BRANCH	2200 BROOKMEADE DRIVE	COLUMBIA	TN	38401	MAURY	UNITED STATES	363310	3	COMMUNITY FIRST BANK & TRUST	2810007	
OK		Full Service	742935	LYLES BRANCH	5200 HWY 100	LYLES	TN	37098	HICKMAN	UNITED STATES	205537	11	COMMUNITY FIRST BANK & TRUST	2810007	
OK		Full Service	2852137	MOUNT PLEASANT BRANCH	105 PUBLIC SQUARE	MOUNT PLEASANT	TN	38474	MAURY	UNITED STATES	290901	1	COMMUNITY FIRST BANK & TRUST	2810007	
OK		Full Service	3847532	THOMPSON STATION BRANCH	4809 COLUMBIA PIKE	THOMPSONS STATION	TN	37179	WILLIAMSON	UNITED STATES	482363	13	COMMUNITY FIRST BANK & TRUST	2810007	

FORM FR Y-6  
COMMUNITY FIRST, INC.  
FISCAL YEAR ENDING DECEMBER 31, 2013

Report Item 3: Securities Holders

(1) (a) (b) (c.) and (2) (a) (b) (c.)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2013

Securities holders not listed in 3(1)(a) through 3(1)(c.) that had ownership, control or holdings of 5% or more with power to vote

(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c.) Number and percentage of Each Class of Voting Securities	(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c.) Number and percentage of Each Class of Voting Securities
Eslick E. Daniel, M.D., Williamsport, Tennessee USA	USA	Total Shares of Common Stock 214,736 Total % of Ownership 6.55%	None	n/a	n/a
		Shares owned by Dr. Daniels Wife 9,246 Daniel Family Partnership 101,002 Shares held by various relatives which Dr. Daniel Serves as Trustee 7,070			
		Shares held by various relatives which Dr. Daniel Serves as Custodian 40,320			
		Shares or Options to purchase that are exercisable pursuant to the Non- qualified Stock Option Agreement 1,200 Shares as primary owner 55,898			

FORM FR Y-6  
COMMUNITY FIRST, INC.  
FISCAL YEAR ENDING DECEMBER 31, 2013

Report Item 4 Insiders  
(1), (2), (3)(a)(b)(c.), and (4)(a)(b)(c.)

(1)	(2)	(3)(a)	(3)(b)	(3)(c.)	(4)(a)	(4)(b)	(4)(c.)
Name, City, State, Country	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	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)
(1)	(2)	(3)(a)	(3)(b)	(3)(c.)	(4)(a)	(4)(b)	(4)(c.)
Eslick E. Daniel, M.D., Williamsport, Tennessee USA	Retired	Chairman of the Board of Directors - Company	Chairman of the Board of Directors - Community First Bank & Trust	None	6.55%	None	None
(1) Roger Witherow, Columbia, Tennessee USA	(2) President/Owner of Roger Witherow & Associates, Inc.	(3)(a) Director - Company	(3)(b) Director - Community First Bank & Trust	(3)(c.) President/Owner of Roger Witherow & Associates, Inc. Partner - Witherow, Daniel & White Partner - Witherow, Daniel & White Partner - Olive and Sinclair Chocolate Company LLC Thoroughbred Financial Services - Broker	(4)(a) 0.73%	(4)(b) None	(4)(c.) Roger Witherow & Associates, Inc. - 100% Witherow, Daniel & White - 50% Witherow, Daniel & White - 33% Olive and Sinclair Chocolate Company LLC - 60%  William R. Witherow - 100%
(1) Dinah C. Vire, Columbia, Tennessee USA	(2) Retired	(3)(a) Director - Company	(3)(b) Director - Community First Bank & Trust	(3)(c.) None	(4)(a) 1.29%	(4)(b) None	(4)(c.) None
(1) Bernard Childress, Murfreesboro, Tennessee USA	(2) Executive Director of Tennessee Secondary School Athletic Association.	(3)(a) Director - Company	(3)(b) Director - Community First Bank & Trust	(3)(c.) None	(4)(a) 0.16%	(4)(b) None	(4)(c.) None
(1) Randy A. Maxwell, Tennessee USA	(2) Assistant Vice President for Investments of Tennessee Farmers Mutual Insurance Company	(3)(a) Director - Company	(3)(b) Director - Community First Bank & Trust	(3)(c.) President, Wealth Management of Water Valley Inc.	(4)(a) 0.60%	(4)(b) None	(4)(c.) Wealth Management of Water Valley - 100%

FORM FR Y-6  
 COMMUNITY FIRST, INC.  
 FISCAL YEAR ENDING DECEMBER 31, 2013

Report Item 4 Insiders

(1), (2), (3)(a)(b)(c.), and (4)(a)(b)(c.)

(1)	(2)	(3)(a)	(3)(b)	(3)(c.)	(4)(a)	(4)(b)	(4)(c.)
Name, City, State, Country	Principal Occupation If other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (Include names of subsidiaries)	Title & Position with Other Businesses (Include names of other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	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)
(1)	(2)	(3)(a)	(3)(b)	(3)(c.)	(4)(a)	(4)(b)	(4)(c.)
Stephen F. Walker, Columbia, Tennessee    USA	Commercial Property Manager for Walker Family Limited Partnership	Director - Company	Director - Community First Bank & Trust	Investment Holding Group of Crichton, Landers, Allen & Walker - Partner Walker Family Partnership - Partner	0.69%	None	Investment Holding Group of Crichton, Landers, Allen & Walker - 25% Walker Family Partnership - 14%

FORM FR Y-6  
COMMUNITY FIRST, INC.  
FISCAL YEAR ENDING DECEMBER 31, 2013

Report Item 4 Insiders  
(1), (2), (3)(a)(b)(c.), and (4)(a)(b)(c.)

(1)	(2)	(3)(a)	(3)(b)	(3)(c.)	(4)(a)	(4)(b)	(4)(c.)
Name, City, State, Country	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (Include names of subsidiaries)	Title & Position with Other Businesses (Include names of other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	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)
(1)	(2)	(3)(a)	(3)(b)	(3)(c.)	(4)(a)	(4)(b)	(4)(c.)
Vasant G. Hari, Old Hickory, Tennessee USA	Investor in the Hospitality Industry	Director - Company	Trust	Hari & Associates JMR, LLC, Member Cookeville, TN Midland Platinum, LP, Partner Montgomery Hospitality, LLC Member Krupa Associates- Knoxville, TN Nashville Airport Platinum, LLC Platinum Gateway II LLC Lebanon Platinum, LLC Country Inn & Suites, Clarksville, TN	0.28%	None	Hari & Associates - 100% JMR, LLC - 10% Midland Platinum, LP - 21% Montgomery Hospitality, LLC - 10% Krupa Associates - 8% Nashville Airport Platinum, LLC 20% Platinum Gateway II LLC - 16.20% Lebanon Platinum, LLC 20% Country Inn & Suites, 10%

FORM FR Y-6  
COMMUNITY FIRST, INC.  
FISCAL YEAR ENDING DECEMBER 31, 2013

Report Item 4 Insiders  
(1), (2), (3)(a)(b)(c.), and (4)(a)(b)(c.)

(1)	(2)	(3)(a)	(3)(b)	(3)(c.)	(4)(a)	(4)(b)	(4)(c.)
Name, City, State, Country	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	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)
(1)	(2)	(3)(a)	(3)(b)	(3)(c.)	(4)(a)	(4)(b)	(4)(c.)
(1) Martin Maguire Franklin, Tennessee USA	(2)	(3)(a) Director - Company	(3)(b) Director - Community First Bank & Trust	(3)(c.) JAMS Investments LLC - Member Brown & Mcguire, CPA's - Member 3Cords Solutions LLC - Member	(4)(a) 0.00%	(4)(b) None	(4)(c.) JAMS Inv - 50% Brown & Mcguire - 50% 3Cords Solutions LLC - 50%
(1) Michael D. Penrod Columbia, Tennessee USA	(2)	(3)(a) Director - Company	(3)(b) Director - Community First Bank & Trust	(3)(c.) Craneworks LLC - Partner Industrial Const Inc. - President	(4)(a) 0.57%	(4)(b) None	(4)(c.) Craneworks LLC - 50% Industrial Const Inc. - 10%
(1) Robert Eslick Daniel Thompson's Station, Tennessee USA	(2)	(3)(a) Director - Company	(3)(b) Director - Community First Bank & Trust	(3)(c.) None	(4)(a) 0.59%	(4)(b) None	(4)(c.) None

FORM FR Y-6  
COMMUNITY FIRST, INC.  
FISCAL YEAR ENDING DECEMBER 31, 2013

Report Item 4 Insiders

(1), (2), (3)(a)(b)(c.), and (4)(a)(b)(c.)

(1)	(2)	(3)(a)	(3)(b)	(3)(c.)	(4)(a)	(4)(b)	(4)(c.)
Name, City, State, Country	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (Include names of subsidiaries)	Title & Position with Other Businesses (Include names of other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	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)
(1)	(2)	(3)(a)	(3)(b)	(3)(c.)	(4)(a)	(4)(b)	(4)(c.)
Ruskin Alexander Vest, Jr. Columbia, Tennessee USA		Director - Company	Director - Community First Bank & Trust	Bart Products, Inc. - Owner FICOJT, Inc. - Owner IPCO Properties, Inc. - Owner Southeastern Pant Property, LLC - Partner Southeastern Shirt Property, LLC - Partner Allpro Insulation Co. - Partner Mt. Pleasant Properties - Partner PHG Wilson CH Investors, LLC - Partner Wild Hares, LLC - Partner PHG Punta Gorda Investors, LLC - Partner	3.95%	None	Bart Products, Inc. - 100% FICOJT, Inc. - 100% IPCO Properties, Inc. - 100%  Southeastern Pant Property, LLC - 100% Southeastern Shirt Property, LLC - 37.82% Allpro Insulation Co. - 50% Mt. Pleasant Properties - 37.50% PHG Wilson CH Investors, LLC - 15.50% Wild Hares, LLC - 33.33% PHG Punta Gorda Investors, LLC - 14.96%

FORM FR Y-6  
**COMMUNITY FIRST, INC.**  
 FISCAL YEAR ENDING DECEMBER 31, 2013

**Report Item 4 Insiders**  
 (1), (2), (3)(a)(b)(c.), and (4)(a)(b)(c.)

(1)	(2)	(3)(a)	(3)(b)	(3)(c.)	(4)(a)	(4)(b)	(4)(c.)
Name, City, State, Country	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	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)
(1)	(2)	(3)(a)	(3)(b)	(3)(c.)	(4)(a)	(4)(b)	(4)(c.)
(1)	(2)	(3)(a)	(3)(b)	(3)(c.)	(4)(a)	(4)(b)	(4)(c.)
Louis E. Holloway, Columbia, Tennessee USA	Chief Executive Officer/President of Community First Bank and Trust	Chief Executive Officer - Company	Chief Executive Officer of Community First Bank and Trust Director - Community First Properties, Inc.	None	0.14%	None	None
(1)	(2)	(3)(a)	(3)(b)	(3)(c.)	(4)(a)	(4)(b)	(4)(c.)
Jim Bratton Williamsport, Tennessee USA	Chief Credit Officer - Community First Bank and Trust	Chief Credit Officer - Company	Chief Credit Officer - Community First Bank and Trust President - Community First Properties, Inc.	Swan Creek Farms-Limited Partner	0.25%	None	Swan Creek Farms 12.5%
(1)	(2)	(3)(a)	(3)(b)	(3)(c.)	(4)(a)	(4)(b)	(4)(c.)
Elaine Chaffin, Tennessee USA	Chief Risk Manager - Community First Bank and Trust	Chief Risk Manager - Company	Chief Risk Manager - Community First Bank and Trust	None	0.00%	None	None
(1)	(2)	(3)(a)	(3)(b)	(3)(c.)	(4)(a)	(4)(b)	(4)(c.)
Jon Thompson Tennessee	Chief Financial Officer of Community First Bank and Trust	Chief Financial Officer - Company	Chief Financial Officer - Community First Bank & Trust	None	0.03%	None	None