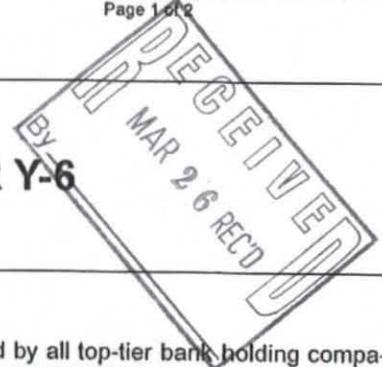


Board of Governors of the Federal Reserve System



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, Patrick M. Frawley

Reporter's Name, Street, and Mailing Address

Community & Southern Holdings, Inc.

Legal Title of Holding Company

3333 Riverwood Parkway, Suite 350

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

Atlanta

GA

30339

City

State

Zip Code

Name of the Holding Company Director and Official

Director & CEO

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:

Connie T. Davis

Senior Reporting Specialist

Name

Title

706-276-8155

Area Code / Phone Number / Extension

706-276-8098

Area Code / FAX Number

connie.davis@myCSBonline.com

E-mail Address

www.myCSBonline.com

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

Signature of Holding Company Director and Official

3-13-13

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

3967430

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."

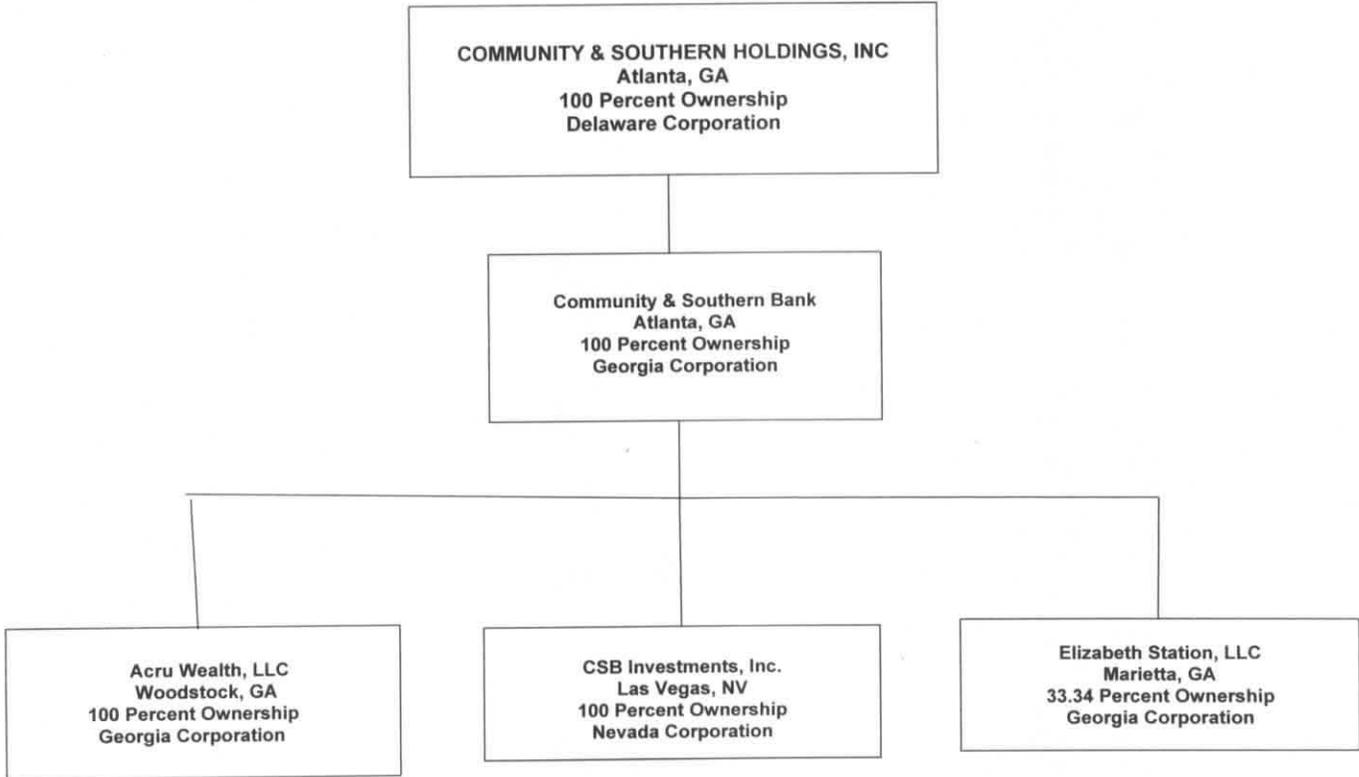
No

Full Fee

Form FR Y - 6
COMMUNITY & SOUTHERN HOLDINGS, INC.
Atlanta, Georgia
Fiscal Year Ending December 31, 2012

Report Item 2a

2a. Organizational Chart



Results: A list of branches for your holding company: COMMUNITY & SOUTHERN HOLDINGS, INC. (06074300) of ATLANTA, GA. The data is as of 12/31/2012. Data reflects information that was received and processed through 07/24/2013.

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 opened 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 Scheduler 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 UNILNUM, Office Number, and ID_BSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_BSD*	Popular Name	Street Address	City	State	Zip Code	Country	Country	FDIC UNILNUM*	Office Number*	Head Office	Head Office ID_BSD*	Comments
OK		Full Service (Head Office)	3967449	COMMUNITY & SOUTHERN BANK	3233 BIRNWOOD PARKWAY, SUITE 100	ATLANTA	GA	30339	COBB	UNITED STATES	495009	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	4439363	BUCHHAVEN BRANCH	304 TOWN BOULEVARD, SUITE A-110	ATLANTA	GA	30319	DEKALB	UNITED STATES	Not Required	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	1837874	ALBUHORN OFFICE	5 MAIN ST	ALBUHORN	GA	30011	BARROW	UNITED STATES	181317	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	1989334	BLAIRVILLE BRANCH	236 HIGHWAY 515	BLAIRVILLE	GA	30512	UNION	UNITED STATES	16576	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	3107807	BLUE RIDGE BRANCH	150 ORVIN LANCE CONNECTOR	BLUE RIDGE	GA	30622	FANNIN	UNITED STATES	468180	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	3644629	BOGART BRANCH OFFICE	3990 ATLANTA BRANCH OFFICE	BOGART	GA	30108	CARROLL	UNITED STATES	238149	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	1216929	BOWDON BRANCH	205 EAST COLLEGE STREET	BOWDON	GA	30517	BARROW	UNITED STATES	431753	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	3291135	CHATEAU ELAN BRANCH OFFICE	2085 HIGHWAY 211, NW	BRASTON	GA	30110	HARALSON	UNITED STATES	224323	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	1156641	BREMEN FINANCIAL CENTER	900 ATLANTIC AVENUE	BREMEN	GA	30113	HARALSON	UNITED STATES	7206	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	30934	BUCHANAN OFFICE BRANCH	3559 U.S. HIGHWAY 27	BUCHANAN	GA	30519	GWINNETT	UNITED STATES	Not Required	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	4421751	BUFORD BRANCH	3350 BUFORD DRIVE, SUITE A100	BUFORD	GA	30518	GWINNETT	UNITED STATES	Not Required	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
Change	8/7/2012	Full Service	4432562	SUGAR HILL BRANCH	6001 CUMMING HIGHWAY	BUFORD	GA	30518	GWINNETT	UNITED STATES	Not Required	Not Required	COMMUNITY & SOUTHERN BANK	3967449	Popular name incorrect/has correct on Y-10
OK		Full Service	2739667	CANTON BRANCH	134 KEITH DRIVE	CANTON	GA	30114	CHESTER	UNITED STATES	238147	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	153830	FIRST TUESDAY MALL BRANCH	1004 BARRHEAD HWY	CARROLLTON	GA	30117	CARROLL	UNITED STATES	238146	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	4059051	MAPLE STREET BRANCH	201 MAPLE STREET	CARROLLTON	GA	30117	CARROLL	UNITED STATES	Not Required	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Limited Service	154332	MOTOR BRANCH	314 NEWMAN ROAD	CARROLLTON	GA	30705	MURRAY	UNITED STATES	451744	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	3448153	CHATSWORTH BRANCH	1006 HIGHWAY 76	CHATSWORTH	GA	30041	FORSYTH	UNITED STATES	Not Required	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	4253037	CUMMING BRANCH	1700 MARKET PLACE	CUMMING	GA	30041	FORSYTH	UNITED STATES	Not Required	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
Change	3/20/2010	Full Service	3651823	DAHLONEGA BRANCH OFFICE	53 MECHANICVILLE ROAD	DAHLONEGA	GA	30533	LUMPKIN	UNITED STATES	465852	Not Required	COMMUNITY & SOUTHERN BANK	3967449	Incorrect county
OK		Full Service	3638580	DALTON BRANCH OFFICE	204 WEST CUYLER STREET	DALTON	GA	30721	WHITFIELD	UNITED STATES	468310	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	3580343	DAWSON 400 BRANCH	4300 DAWSON FOREST ROAD	DAWSONVILLE	GA	30534	DAWSON	UNITED STATES	458334	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	3454446	PHARPH HILL OFFICE	9360 THE LANGING DRIVE	DOUGLASVILLE	GA	30135	DOUGLAS	UNITED STATES	453062	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	4196143	DOUGLASVILLE BRANCH	9001 HOSPITAL DRIVE	DOUGLASVILLE	GA	30134	DOUGLAS	UNITED STATES	363787	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	4337331	DUNWOODY BRANCH	4890 ASHFORD-DUNWOODY ROAD	DUNWOODY	GA	30338	DEKALB	UNITED STATES	Not Required	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	3489437	HIGHLANDS BRANCH	19 HIGHLANDS CROSSING	EUNY	GA	30536	GILMER	UNITED STATES	454597	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	4102528	ELIJAH BRANCH	829 INDUSTRIAL BOULEVARD	EUNY	GA	30540	GILMER	UNITED STATES	55467	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	1949067	MARIETTA BRANCH	1350 CHURCH STREET, EXTENSION	MARIETTA	GA	30060	COBB	UNITED STATES	Not Required	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	3800573	NORCROSS BRANCH	5386 JIMMY CARTER BLVD	NORCROSS	GA	30093	GWINNETT	UNITED STATES	478906	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	4353732	ROSWELL - WOODSTOCK ROAD BRANCH	900 WOODSTOCK ROAD	ROSWELL	GA	30070	FULTON	UNITED STATES	Not Required	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	3800582	ROSWELL BRANCH	31485 ALPHARETTA STREET	ROSWELL	GA	30070	FULTON	UNITED STATES	478907	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	453932	STATHAM BRANCH	1995 ATLANTA HWY, SE	STATHAM	GA	30666	BARROW	UNITED STATES	181315	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	153438	TALLAPOOSA BRANCH	3408 GEORGIA HIGHWAY 100	TALLAPOOSA	GA	30176	HARALSON	UNITED STATES	13658	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	1161319	VILLA RICA BRANCH	725 WEST BARRHEAD HWY	VILLA RICA	GA	30180	CARROLL	UNITED STATES	238148	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	2664125	HOLLY HILL OFFICE	193 W. ATHENS STREET	WINDER	GA	30680	BARROW	UNITED STATES	181318	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	4196152	WINDER BRANCH	71 N BROAD STREET	WINDER	GA	30680	BARROW	UNITED STATES	144	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	273861	WOODSTOCK BRANCH	9860 HIGHWAY 92	WOODSTOCK	GA	30188	CHESTER	UNITED STATES	Not Required	Not Required	COMMUNITY & SOUTHERN BANK	3967449	
OK		Full Service	4286967	EL BANC - MARIETTA	270 COBB PARKWAY, SUITE 170	MARIETTA	GA	30060	COBB	UNITED STATES	Not Required	Not Required	COMMUNITY & SOUTHERN BANK	3967449	Y-10 filed on 2/21/2013 changing this branch to limited service

Form FR Y-6
COMMUNITY & SOUTHERN HOLDINGS, INC.
Fiscal Year Ending December 31, 2012

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 12/31/2012

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 during the fiscal year ending 12/31/2012

(1)(a) Names & 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 of Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Lightyear Capital New York, NY	USA	Owens 8,733,009 shares common stock, 23.64% of outstanding shares of Community & Southern Holdings, Inc. 42,896 shares - .10% Options on Common Stock 285,970 - .69% Warrants	None		
Westport Capital Westport, CT	USA	Owens 2,901,814 shares common stock, 7.85% of outstanding shares of Community & Southern Holdings, Inc.			
The Endicott Group New York, NY	USA	Owens 3,018,443 shares common stock, 8.17% of outstanding shares of Community & Southern Holdings, Inc.			
The Bay Group (GMT Capital) Atlanta, GA	USA	Owens 3,656,286 shares common stock, 9.90% of outstanding shares of Community & Southern Holdings, Inc.			
Kensico Capital Greenwich, CT	USA	Owens 3,656,286 shares common stock, 9.90% of outstanding shares of Community & Southern Holdings, Inc.			
MSouth Equity Partners, L.P. Atlanta, GA	USA	Owens 3,017,887 shares common stock, 8.17% of outstanding shares of Community & Southern Holdings, Inc.			

Form FR Y-6

COMMUNITY & SOUTHERN HOLDINGS INC

Fiscal Year Ending December 31, 2012

Report Item 4: Insiders

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

(1) Names & Address (City, State)	(2) Principal Occupation If other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (Include names of subsidiaries)	(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)
Chris Casciato, New York, NY	Investment Banker	Director	Director, Community & Southern Bank	Managing Director, Lightyear Capital, New York, NY	None	None	N/A
J. Joseph Edwards, Barnesville, GA	Community Banker	Director	Director, Community & Southern Bank	Chief Executive Officer - United Bank Corp., Zebulon, Georgia	0.03%	None	N/A
Patrick Frawley, Brownsboro, AL	N/A	Director & CEO	CEO & Director, Community & Southern Bank	N/A	0.03%	None	N/A
Michael McGovern, Atlanta, GA	Consultant	Director	Director, Community & Southern Bank	Chairman/Vice President - Training Solutions Interactive, Atlanta, GA	0.39%	None	Corp. (100%); Training Solutions Interactive (80%); Services Distribution Solutions (67%); Reynolds Development Company (45%)
John Spiegel, Ponte Vedra Beach, FL	Retired	Director	Director (Chairman), Community & Southern Bank	N/A	0.11%	None	Spiegel/Pearson Farm (25%)
Stewart Brown, Alexandria, VA	Management Consultant	N/A	Director, Community & Southern Bank	Associate, Potomac Basic Land LLC, Alexandria, VA	None	None	Potomac Basin Land, LLC (60%)
Peter Aronson, Los Angeles, CA	Investment Professional	Director	N/A	Principal, MP Opportunity Partners I, LLC, Los Angeles, CA	None	None	MP Opportunity Partners I, LLC (50%)
Jansen Noyes, III, Vero Beach, FL	Retired	Director	N/A	N/A	0.03%	None	N/A
Paul Guenther, Grahamsville, NY	Retired	Director (Chairman)	N/A	N/A	0.07%	None	N/A
Anthony P. Valduga, Atlanta, GA	N/A	CFO	CFO, Community & Southern Bank	N/A	0.00%	None	N/A
Steve Stone, Atlanta, GA	N/A	Chief Administrative Officer, General Counsel, & Secretary	Chief Administrative Officer, General Counsel & Secretary, Community & Southern Bank	N/A	0.01%	None	N/A
Lee Sessions, Atlanta, GA	N/A	President	President, Community & Southern Bank	N/A	0.00%	None	N/A
Lightyear Capital, New York, NY	N/A	N/A	N/A	N/A	23.64%	None	N/A

NOTE: All Individuals listed above are U.S. Citizens.