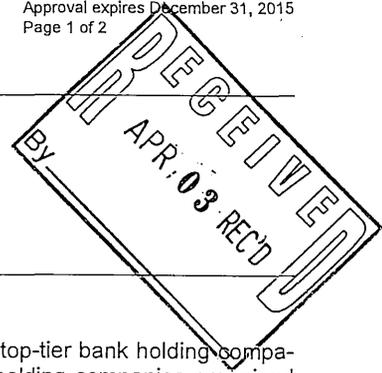


Board of Governors of the Federal Reserve System



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, William E. Bazemore

Name of the Holding Company Director and Official

President

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.

Reporter's Name, Street, and Mailing Address

Country Bank Company

Legal Title of Holding Company

P.O. Box 1000

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

<u>Forsyth</u>	<u>GA</u>	<u>31029</u>
City	State	Zip Code

1 East Main Street

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:

<u>Ron Hutchins</u>	<u>CPA</u>
Name	Title

229-723-3456

Area Code / Phone Number / Extension

229-723-3951

Area Code / FAX Number

ron@hcbh.net

E-mail Address

William E. Bazemore

Signature of Holding Company Director and Official

03/28/13

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 1083194  
 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

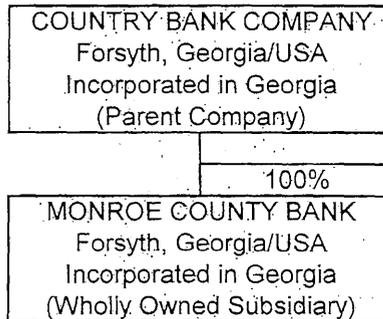
Form FRY-6  
December 31, 2012  
COUNTRY BANK COMPANY  
P. O. Box 1000  
Forsyth, Georgia 31029

**Report Item:**

1. The bank holding company does not file Form 10K with the Securities and Exchange Commission.

An annual report to shareholders is not prepared.

2a. Organization Chart:



2b.

Monroe County Bank  
Date opened-1908  
Main office  
1 E Main Street  
Monroe County  
Forsyth, GA 31029  
Full service

Monroe County Bank  
Date opened-2002  
Bolingbroke branch  
10788 Estes Road  
Monroe County  
Bolingbroke, GA 31004  
Full service

**Form FRY-6**  
**December 31, 2012**  
**Report Item 3**  
**COUNTRY BANK COMPANY**  
**SECURITIES HOLDERS**

Following is a list of shareholders, of record, that directly or indirectly owns, controls or holds with power to vote 5 percent or more of any class of voting securities of the Company.

Part (1):

(1) (a) Name City, State	(1) (b) Country of Citizenship	(1) (c) Number of Shares Owned	(1) (c) Percent of Total Outstanding Shares
Estate of Karl B. Hill Forsyth, Georgia 31029	U. S.	9,800	100%

Part (2) -- N/A

**FORM FRY-6**  
**December 31, 2012**  
**Report Item 4**  
**COUNTRY BANK COMPANY**  
**INSIDERS**

(1) Name, City State	(1) Country of Citizenship	(2) Principal Occupation If Other Than With Bank Holding Company	(3)(a) Title & Position With Bank Holding Company	(3)(b) Title & Position With Subsidiary Monroe County Bank	(3)(c) Title & Position With Other Businesses	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares In Subsidiary	(4) (c) Names of Other Companies and Percentage Ownership
James A. Vaughn Forsyth, Georgia 31029	U. S.	Attorney	Director	Director	Partner Prime Places, LLC Partner Vaughn, Wright & Boyer, LLP Partner Vaughn Farms LP	N/A	N/A	Prime Places, LLC 40% Vaughn, Wright & Boyer, LLP 33% Vaughn Farms LP 46%
William Bazemore Forsyth, Georgia 31029	U.S.	N/A	Director Secretary	Director President	N/A	N/A	N/A	N/A
Estate of Karl B. Hill Forsyth, Georgia 31029	U.S.	N/A	N/A	N/A	N/A	100%	N/A	N/A