

Annual Report of Bank 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)). 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 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). 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 Bank Holding Companies* must be signed by one director of the top-tier bank holding company. This individual should also be a senior official of the top-tier bank holding company. In the event that the top-tier bank 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 bank holding company's fiscal year-end):
December 31, 2011

Month / Day / Year

I, WILLIAM E. BAZEMORE

Reporter's Name, Street, and Mailing Address
COUNTRY BANK COMPANY

Name of the Bank Holding Company Director and Official

Legal Title of Bank Holding Company

PRESIDENT

P.O. BOX 1000

Title of the Bank Holding Company Director and Official

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

attest that the *Annual Report of Bank Holding Companies* (including the supporting attachments) for this report date have 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.

FORSYTH **GA** **31029**
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:

RON HUTCHINS **CPA**

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 Bank Holding Company Director and Official

PRESIDENT

Date of Signature

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

For bank 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

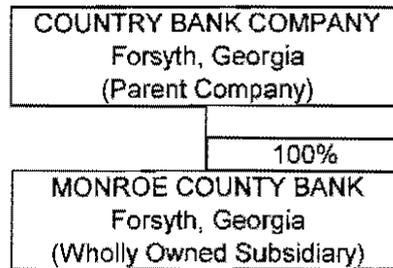
Form FRY-6
December 31, 2011
COUNTRY BANK COMPANY
P. O. Box 1000
Forsyth, Georgia 31029

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, 2011
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, 2011
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

RSSD Tiering for:
COUNTRY BANK COMPANY

Structure as of 20111216 and going downward

Seq Num	ID RSSD	Legal Name	AddL	City	State/ Country	Dist FR	Ent Type	Actv Code	Basis of Relationship	PCT
0001	1083194	COUNTRY BANK COMPANY		FORSYTH	GEORGIA	6	BHC	551111		
0002	78036	MONROE COUNTY BANK		FORSYTH	GEORGIA	6	NMB	52211	Vtg Eqly	100

Total Number of Entities in the tree **2**

Total Number of Unique Entities in the tree **2**

Tier Selection Criteria

RSSD Tiering for	1083194 COUNTRY BANK COMPANY
As of Date	20111216
Direction	Down
Selection Rule	All Entities
Branches - Domestic Institutions	No Branches
Branches - Foreign Institutions	No Branches

Explanatory Notes

Entity Type	Description
BHC	BANK HOLDING COMPANY
NMB	NON-MEMBER BANK
Primary Activity Code	Description
52211	COMMERCIAL BANKING
551111	OFFICES OF BANK HOLDING COMPANIES
Basis of Relationship	Description
Vtg Eqly	Voting Equity

Two asterisks (**) next to the Seq Num indicates that confidentiality is pending or granted.
 An asterisk (*) next to the Addl Line Num denotes the Seq Num at which the offspring of this entity are listed.
 A dot dot dot notation (...) next to Legal Name denotes a circular relationship.