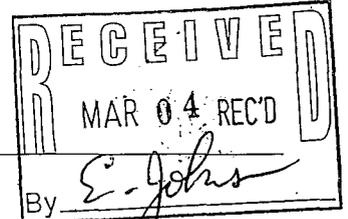


Board of Governors of the Federal Reserve System



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, RONALD SLEIGH

Name of the Holding Company Director and Official

DIRECTOR, PRESIDENT/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.

Reporter's Name, Street, and Mailing Address

CUMBERLAND BANCORP, INC.

Legal Title of Holding Company

502 MADISON ST

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

CLARKSVILLE TN

City

State

37040

Zip Code

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:

ROGER BUSLER

CFO

Name

Title

931-245-3425

Area Code / Phone Number / Extension

931-245-3036

Area Code / FAX Number

rbusler@bankatcbt.com

E-mail Address

n/a

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

Signature of Holding Company Director and Official

Ronald Sleigh
2/25/2013

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 3927069
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."

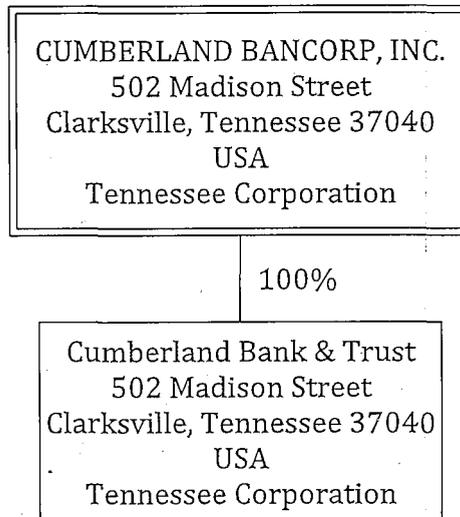
No

Form FR Y-6

Cumberland Bancorp, Inc.
Clarksville, Tennessee
Fiscal Year Ended December 31, 2012

Report Item 1:
Cumberland Bancorp, Inc.
And Subsidiary
Consolidated Financial Report
December 31, 2012
(Will not be available prior to filing deadline - to be forwarded
under separate cover.)

Report Item 2(a): Organization Chart



Report Item 2 (b): Domestic Branch Listing
Electronic spreadsheet submitted via email

Results: A list of branches for your depository institution: CUMBERLAND BANK & TRUST (ID_RSSD: 2997926).
 This depository institution is held by CUMBERLAND BANCORP, INC. (3927069) of CLARKSVILLE, TN.
 The data are as of 12/31/2012. Data reflects information that was received and processed through 02/24/2013.

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 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)	2997926	CUMBERLAND BANK & TRUST	502 MADISON STREET	CLARKSVILLE	TN	37040	MONTGOMERY	UNITED STATES	357248	0	CUMBERLAND BANK & TRUST	2997926	
OK		Full Service	3481758	DOVER ROAD OFFICE	260 DOVER ROAD	CLARKSVILLE	TN	37042	MONTGOMERY	UNITED STATES	455050	4	CUMBERLAND BANK & TRUST	2997926	
OK		Full Service	3200904	HILLTOP OFFICE	400 HIGHWAY 149	CLARKSVILLE	TN	37040	MONTGOMERY	UNITED STATES	418818	2	CUMBERLAND BANK & TRUST	2997926	
OK		Full Service	3143588	MADISON STREET BRANCH	1780 MADISON STREET	CLARKSVILLE	TN	37040	MONTGOMERY	UNITED STATES	362609	1	CUMBERLAND BANK & TRUST	2997926	
OK		Full Service	4108874	WILMA RUDOLPH BRANCH	2034 WILMA RUDOPH BOULEVARD	CLARKSVILLE	TN	37040	MONTGOMERY	UNITED STATES	Not Required	Not Required	CUMBERLAND BANK & TRUST	2997926	

FORM FR Y-6
CUMBERLAND BANCORP, INC.
FISCAL YEAR ENDING DECEMBER 31, 2012

Report Item 3: Securities Holders

Name City, State, Country	Country of Citizenship or Incorporation	Number & Percentage of Each Class of Voting Securities
(1)(a)	(1)(b)	(1)(c)
Anthony T. Moore Dickson, Tennessee USA	USA	102,525 - 11.0100 % Common Stock 40,000 - 4.2955% Warrants for common stock
Don Jenkins Clarksville, Tennessee USA	USA	30,000 - 3.2924% Common Stock 20,000 - 2.1949% Warrants for Common Stock

Report Item 3: Securities Holders

(2)(a)	(2)(b)	(2)(c)
N/A		

FORM FR Y-6
CUMBERLAND BANCORP, INC.
FISCAL YEAR ENDING DECEMBER 31, 2012

Report Item 4: Insiders

(1) Name, city, state, country	(2) Principal Occupation if other than with Bank Holding Company	(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) Names of other companies (includes partnerships) if 25% or more of voting securities held (Names and percentage of voting securities held)
Ronald Sleigh Clarksville, Tennessee USA	n/a	President/CEO Director	President/CEO/Director Cumberland Bank & Trust	General Partner Sleigh Brothers Ptshp	3.6066%	n/a	Sleigh Brothers Ptrshp (Farming-50%)
Kim McMillan Clarksville, Tennessee USA	Mayor, City of Clarksville	Director	Director Cumberland Bank & Trust	Mayor, City of Clarksville	1.3375%	n/a	Kim McMillan for Clarksville (100%)
William H. Pollard Jr. DVM Erin, Tennessee USA	Veterinarian	Director & Secretary	Director & Secretary Cumberland Bank & Trust	Veterinary Medical Practice President, Pollard Properties, LLC	4.8137%	n/a	Big Ben's Storage (100%) Pollard Properties, LLC (50%)
K. Jean Beauchamp DDS Clarksville, Tennessee USA	Dentist	Director	Director Cumberland Bank & Trust	Pediatric Dentist in Private Practice	3.3844%	n/a	Clarksville Pediatric Dentistry, PC (100%)
Bryce S. Sanders Jr. Clarksville, Tennessee USA	Retired Executive - Tobacco Industry	Director	Director Cumberland Bank & Trust	None	0.2356%	n/a	None
Brent Parchman Clarksville, Tennessee USA	Advertising/Marketing	Director	Director Cumberland Bank & Trust	Sole Proprietor - Businesses in (4)(c)	3.3844%	n/a	Digest Publications (100%) Ledbetter Screen Printing (100%)

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 FISCAL YEAR ENDING DECEMBER 31, 2012

Report Item 4: Insiders

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Richard H. Swift Clarksville, Tennessee USA	Commercial Real Estate Broker/Developer	Director	Director Cumberland Bank & Trust	Secretary/Treasurer CM&H Commercial Properties, Inc. General Partner Center Pointe Partners General Partner BSW Partners General Partner W-S Partners General Partner Center Pointe Retail	2.1320%	n/a	CM&H Commercial Properties, Inc. dba NAI Clarksville (50%) Center Pointe Partners (25%) BSW Partners (33.33%) W-S Partners (50%) Center Pointe Retail, Partnership (20%) Gateway Crossings Partners (16.7%)
Don Jenkins Clarksville, Tennessee USA	Owner - Automobile Dealerships	Director	Director Cumberland Bank & Trust	President Jenkins & Wynne Ford, Inc. CEO, Pennyrile Ford CEO, Purchase Ford Managing Partner, Don Mar Properties	5.4873%	n/a	Jenkins & Wynne Ford, Inc. (75%) dba Jenkins & Wynne Honda dba Jenkins & Wynne Lincoln Mercury Pennyrile Ford (51%) Purchase Ford (51%) Don Mar Properties LP (5% ownership/100% Voting)

FORM FR Y-6
 CUMBERLAND BANCORP, INC.
 FISCAL YEAR ENDING DECEMBER 31, 2012

Report Item 4: Insiders

(1) Name, city, state, country	(2) Principal Occupation if other than with Bank Holding Company	(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) Names of other companies (includes partnerships) if 25% or more of voting securities held (Names and percentage of voting securities held)
Anthony T. Moore Dickson, Tennessee USA	Banking	Director	Director Cumberland Bank & Trust	Chairman, President/CEO Southeastern Bancorp, Inc. Dickson, TN USA	15.3055%	n/a	Southeastern Bancorp, Inc. (33.21%)
				-			First Investment Services, LLC (33.33%)
				-			Canterbury Properties Ptshp (50%)
				Secretary, Autumn Place, Inc.			Autumn Place, Inc. (50%)
				-			Quality Aircraft Sales, LLC (51%)
				-			Dickson Entertainment Equipment Co., LLC (33.33%)
				-			Canterbury Entertainment Properties, LLC (33.33%)
				-			Manhattan Group Properties, LLC (33.33%)
				-			Storekeeper Properties, LLC (33.33%)
				-			Dogwood Development Corp. (16.66%)
				-			Square Mile Properties LLC (33.33%)