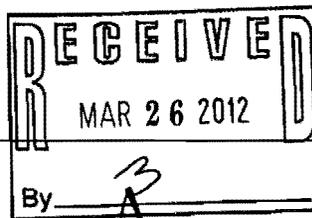


Board of Governors of the Federal Reserve System



Annual Report of Bank Holding Companies—FR Y-6



FR Y-6
OMB Number 7100-0297
Approval expires December 31, 2014
Page 1 of 2

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, M. Scott Tomlinson

Name of the Bank Holding Company Director and Official
President and CEO

Title of the Bank Holding Company Director and Official

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.

Reporter's Name, Street, and Mailing Address
Flint Community Bancshares, Inc.

Legal Title of Bank Holding Company

P. O. Box 70878

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

Albany GA 31708

City State Zip Code

2910 Meredyth Drive, Albany, GA

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:

Leonard Thomas CFO

Name Title

229-903-1400

Area Code / Phone Number / Extension

229-317-0983

Area Code / FAX Number

leonard.thomas@flintcommunitybank.com

E-mail Address

none

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

M. Scott Tomlinson
Signature of Bank Holding Company Director and Official

Date of Signature

3-22-12

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 3341656
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

Flint Community Bancshares, Inc.
 FR Y-6 REPORT ITEMS
YEAR ENDED DECEMBER 31, 2011

REPORT ITEM 1: BANK HOLDING COMPANY FINANCIAL STATEMENTS

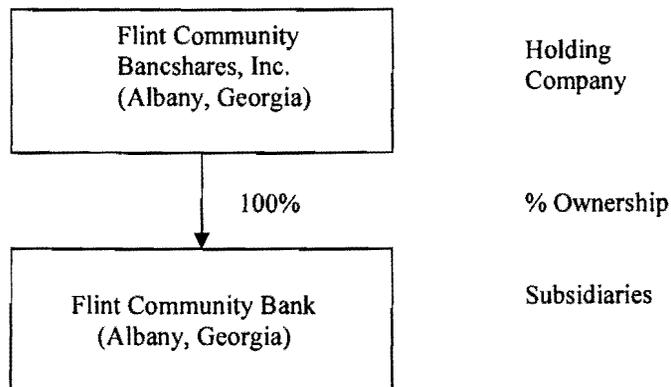
REPORT ITEM 1a: FORM 10-KSB FILED WITH THE SEC

Do not file with the SEC.

REPORT ITEM 1b: ANNUAL REPORTS TO SHAREHOLDERS

Annual financial statement to stockholders attached.

REPORT ITEM 2a: ORGANIZATION CHART



REPORT ITEM 2b: No Branches

The supplemental disclosures required in the instructions for this report item are not applicable.

REPORT ITEM 3: SHAREHOLDERS

The following is a list of shareholders of record, that directly or indirectly owns, controls, or holds power to vote five percent or more of any class of voting securities of the bank holding company:

<u>Shareholder and Address</u>	<u>Country Of Citizenship</u>	<u>Shares Issued</u>	<u>Percent Actual</u>	<u>Warrants Issued</u>	<u>Options Issued</u>	<u>Total Issued</u>	<u>Percent Total</u>
Jim Boyd Albany, GA	USA	73,650	6.35%	60,000		133,650	10.95%
Wayne Damron Cordele, GA	USA	60,000	5.17%	60,000		120,000	9.83%
Henry H. Griffin Leesburg, GA	USA	133,900	11.54%	114,400		248,300	19.47%

Item 2(b)

Flint Community Bancshares has only one home branch location, located at 2910 Meredyth Drive, Albany, Georgia 31721.

REPORT ITEM 3, Part 2: Not Applicable

REPORT ITEM 4: DIRECTORS AND OFFICERS

The following is a list of the principal shareholders, directors, and executive officers of the bank holding company:

<u>Name and Address</u>	<u>Principal Occ. Other than Holding Co.</u>	<u>Title or Position</u>	<u>Holding Company Options, Warrants, Shares Owned/& Percent</u>		<u>Other Companies if 25% or More Company Shares Percent</u>		<u>Other Company Position</u>
Jim Boyd Albany, GA	Executive	Director of Holding Co. and Subsidiary Bank	133,650	10.95%	LORAC Properties Coach & Motor BGK Properties	50% 40% 40%	
Charles A. Curry Shellman, GA	Executive	Director of Holding Co. and Subsidiary Bank	1,000	.09%	First State Bank of Randolph County J. W. Walker Ins. Agcy	50%	Chairman & CEO
Wayne Damron Cordele, GA	Executive	Director of Holding Co. and Subsidiary Bank	120,000	9.83%	N/A		
Elaine Davis Leesburg, GA	N/A	Secretary of Holding Co. and Vice President of Subsidiary Bank	7,000	.60%	N/A		
Harry N. Dorsey Albany, GA	Physician	Director of Holding Co. and Subsidiary Bank	35,555	3.02%	N/A		
Henry Dunn Albany, GA	Retired	Director of Holding Co. and Subsidiary Bank	30,000	2.55%	N/A		
Henry H. Griffin Leesburg, GA	Executive	Director of Holding Co. and Subsidiary Bank	248,300	19.47%	Southern Ag Carriers Inc. Wil-Mil Farms HHG Properties Southeastern Tire Nationwide Ag Logistics Inc. Pondtoon Boats Dist. Inc. Sentry Logistics Inc. PeerSouth Inc.	111 100% 250 100% 100% 100% 100% 100% 100% 50%	CEO President President CEO Secretary CEO Secretary
William F. Griffin Leesburg, GA	N/A	Director and EVP of Holding Co. and Subsidiary Bank	40,000	3.36%	N/A		
Ross Harrison Albany, GA	N/A	SVP of Holding Co. and Subsidiary Bank	10,000	.85%	N/A		
Ronnie T. Hinson Albany, GA	Executive	Director of Holding Co. and Subsidiary Bank	40,000	3.45%	RDCK LLC TD Properties LLC Rolling Thunder LLC Demi Properties LLC BHV LLC	25% 50% 100% 33% 40%	Member Member Member Member Member
Richard W. Little Colquitt, GA	Retired	Chairman of Board of Holding Co. and Subsidiary Bank	44,000	3.72%	N/A		

REPORT ITEM 4: DIRECTORS AND EXECUTIVE OFFICERS (CONTINUED)

<u>Name and Address</u>	<u>Principal Occ. Other than Holding Co.</u>	<u>Title or Position</u>	<u>Holding Company Options, Warrants, Shares Owned/& Percent</u>		<u>Other Companies if 25% or More Company Shares Percent</u>			<u>Position</u>
			Shares Owned	Percent	Company	Shares	Percent	
Mackey R. Saunders Albany, GA	Architect	Director of Holding Co. and Subsidiary Bank	54,000	4.55%	SRJ Architects	1,541	51%	President
					SRJ Engineering	5,398	54%	Vice-Pres.
Dunn Stapleton Albany, GA	Attorney	Director of Holding Co. and Subsidiary Bank	22,500	1.92%	N/A			
Leonard W. Thomas Leesburg, GA	N/A	SVP of Holding Co. and Subsidiary Bank	10,000	.85%	N/A			
M. Scott Tomlinson Leesburg, GA	N/A	Director and CEO of Holding Co. and Subsidiary Bank	45,000	3.76%	N/A			
Darin G. Wood	Executive	Director of Holding Co.	5,555	.48%	Woodford Plywood, Inc.		30%	President

REPORT ITEM 4b: Not Applicable