

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
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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, Tom H. Griffin
Name of the Bank Holding Company Director and Official
President/CEO and Director
Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
F & M HOLDING COMPANY, INC.

Legal Title of Bank Holding Company
142 W. MAIN STREET/P.O. BOX 718
(Mailing Address of the Bank Holding Company) Street / P.O. Box
MANCHESTER, GA 31816
City State Zip Code

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.

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:

TOM H. GRIFFIN, PRESIDENT
Name Title
(706) 846-8415 EXT. 113
Area Code / Phone Number / Extension
(706) 846-8419
Area Code / FAX Number
tgriffin@fmbankandtrust.com
E-mail Address
www.fmbankandtrust.com
Address (URL) for the Bank Holding Company's web page

Signature of Bank Holding Company Director and Official

Date of Signature 4/10/2012

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 1129458
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

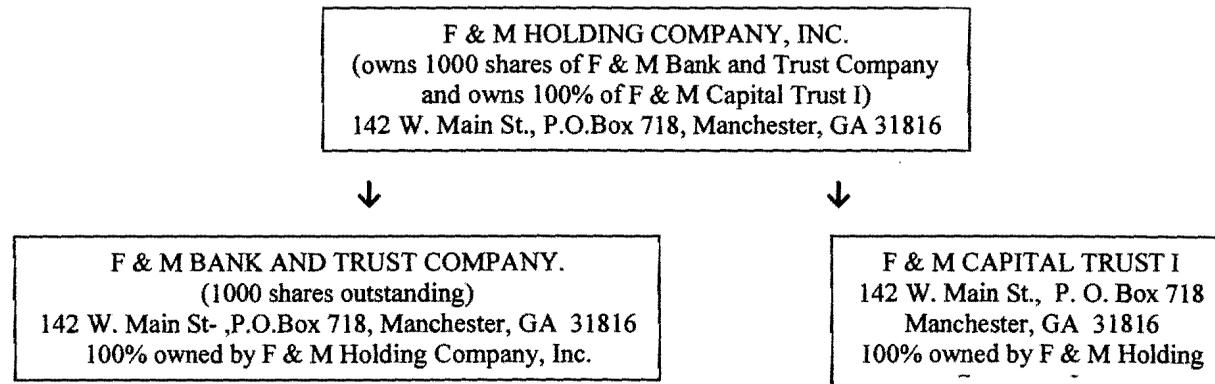
FR Y-6
F & M HOLDING COMPANY, INC.
MANCHESTER, GA 31816
Fiscal Year Ending December 31, 2011

REPORT ITEM

1. The bank holding company prepared an annual report for its stockholders. Two copies attached.

The Consolidated Financial Statement prepared by our auditors, Porter Keadle & Moore, CPAs, LLp, will be forwarded when it is received.

REPORT ITEM 2: ORGANIZATION CHART



F & M HOLDING COMPANY OWNS 100% OF F & M BANK STOCK AND 100% OF F & M CAPITAL TRUST I.

- 2b. Domestic Branch Listing
Have updated on website 4/10/2011

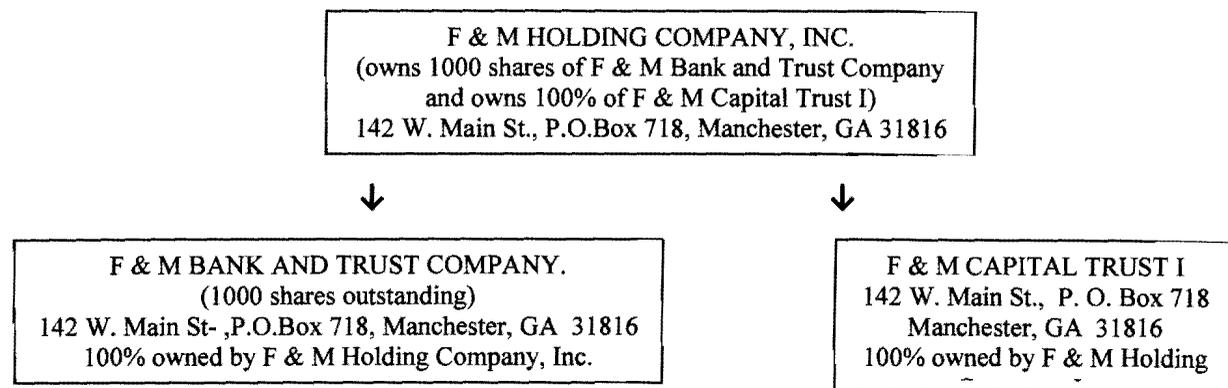
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F & M Holding Company, Inc.

Fiscal Year Ending December 31, 2011

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 12-31-2011			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 12-31-2011		
(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship	(1)(c) Number & Percentage of Each class of Voting Securities	(1)(a) Name, City, State, Country	(2)(b) Country of Citizenship	(2)(c) Number & Percentage of Each Class of Voting Securities
Jerry W. Loftin Manchester, GA 31816 Meriwether	USA	163 - 19.41% COMMON STOCK	NONE		
Jean Buffington Shiloh, GA 31826 USA	USA	54 - 6.43% COMMON STOCK			
Lynley Loftin Columbus, GA 31909 USA	USA	103- 12.27% COMMON STOCK			
Jaynie Loftin Nesmith Manchester, GA 31816 USA	USA	70 - 8.34% COMMON STOCK			
Patrick Wasden Senoia, GA 30276 USA	USA	250 - 19.77% COMMON STOCK			

Form FR Y-6

F&M Bank and Trust Company
Fiscal Year Ending December 31, 2011

Report Item 4: Insiders

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

(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 (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)
Jerry W. Loftin Manchester, GA USA	N/A	Chairman & Legal Counsel Director Executive Officer	Chairman & Director F & M BANK AND TRUST	Former Attorney (retired)	19.41%	0	0
Tom H. Griffin Shiloh, GA USA	President/CEO Director F & M BANK	President/CEO Executive Officer	President/CEO F & M BANK	None	0.02%	0	0
Trudy J. Wigley Manchester, GA USA	Executive Vice President F & M BANK	Assistant Secretary	Executive Vice President Operations	None	0.00%	0	0
Jean Buffington Shiloh, GA USA	Retired Church Secretary	Director	Director	None	6.43%	0	0

Darien Foster Manchester, GA USA	Partner	Director	Director	Taylor Foster, Inc. President/Secretary Foster Real Estate Properties Inc. Owner	0.60%	0	100% 100%
Lynley Loftin Columbus, GA USA	Performance Support Office TYSY Columbus, GA	NONE	NONE	Performance Support O TYSY Columbus, GA	12.27%	NONE	0
Jaynie Loftin Nesmith Manchester, GA USA	Retired:Dir. Of Curriculum Fort Benning, GA	Director	Director	Curriculum Fort Benning, GA Columbus, GA	8.34%	0	0
Robin M. McInvale Manchester, GA USA	Owner Funeral Homes	Director	Director	Smith, Steele, Meadows Funeral Homes, Inc. Owner	1.19%	0	100%
H. Anderson Wasden, MD H. A. Wasden, III, MD Warm Springs, GA USA	Retired M.D. Physician Retired M.D. Private Practice	Director	Director	None N/A	0.60% 0.60%	 0	 H. A. Wasden, MD
Patrick Wasden Senola, GA 30276	Self Employed	None	None				
		N/A	N/A	N/A	29.77%	0	0
Allen W. Parham Woodbury, GA USA	F & M Bank Loan Officer	Loan Officer	Loan Officer	Loan Officer	3.58%	0	0

Revised 4/26/12

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F & M Holding Company, Inc.

Fiscal Year Ending December 31, 2011

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 12-31-2011			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 12-31-2011		
(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship	(1)(c) Number & Percentage of Each class of Voting Securities	(1)(a) Name, City, State, Country	(2)(b) Country of Citizenship	(2)(c) Number & Percentage of Each Class of Voting Securities
Jerry W. Loftin Manchester, GA 31816 Meriwether	USA	163 - 19.41% COMMON STOCK	NONE		
Jean Buffington Shiloh, GA 31826 USA	USA	54 - 6.43% COMMON STOCK			
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