

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.

I. M. Scott Tomlinson

Name of the Holding Company Director and Official

President and 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.

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.

I. M. Scott Tomlinson
 Signature of Holding Company Director and Official
 03/13/2013

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 3341656
 C.I. _____

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2012

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Flint Community Bancshares, Inc.

Legal Title of Holding Company

P. O. Box 70878

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

Albany GA 31708

City State Zip Code

2910 Meredyth Drive

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Leonard Thomas

SVP

Name

Title

229-317-0980

Area Code / Phone Number / Extension

229-317-0983

Area Code / FAX Number

leonard.thomas@flintcommunitybank.com

E-mail Address

flintcommunitybank.com

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

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

Reused

Flint Community Bancshares, Inc.
FR Y-6 REPORT ITEMS
YEAR ENDED DECEMBER 31, 2012

REPORT ITEM 1: BANK HOLDING COMPANY FINANCIAL STATEMENTS

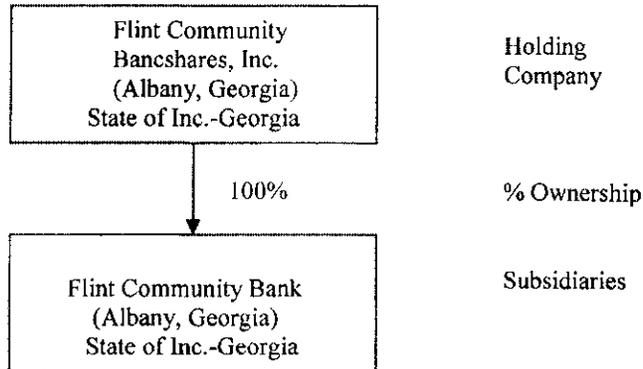
REPORT ITEM 1a: FORM 10-KSB FILED WITH THE SEC

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 Alpharetta, GA	USA	60,000	5.17%	60,000		120,000	9.83%
Henry H. Griffin Lcesburg, GA	USA	134,900	11.60%	114,400		249,300	19.52%

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%	I.ORAC Properties	50%	
					Coach & Motor	40%	
					BGK Properties	40%	
Charles A. Curry Shellman, GA	Executive	Director of Holding Co. and Subsidiary Bank	1,000	.09%	First State Bank of Randolph County		Chairman & CEO
					J. W. Walker Ins. Agcy	50%	
Wayne Damron Alpharetta, 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	249,300	19.52%	Southern Ag Carriers Inc.	111 100%	CEO
					Wil-Mil Farms	100%	
					HHG Properties	250 100%	President
					Southeastern Tire	100%	President
					Nationwide Ag Logistics Inc.	100%	CEO
					Pondtoon Boats		
					Dist. Inc.	100%	Secretary
					Sentry Logistics Inc.	100%	CEO
					PeerSouth Inc.	50%	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	25%	Member
					TD Properties LLC	33%	Member
					Rolling Thunder LLC	100%	Member
					Demi Properties LLC	33%	Member
					BHV LLC	40%	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</u>		<u>Position</u>
			<u>Shares Owned</u>	<u>Percent</u>	<u>Shares</u>	<u>Percent</u>	
Mackey R. Saunders Albany, GA	Architect	Director of Holding Co. and Subsidiary Bank	54,000	4.55%	N/A		
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