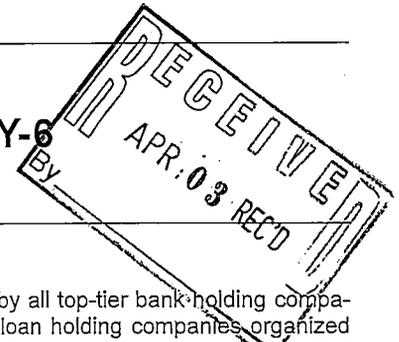


Board of Governors of the Federal Reserve System



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, A. Scott Gatlin

Name of the Holding Company Director and Official

President

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

Flint River Bancshares, Inc.

Legal Title of Holding Company

P.O. Box 271

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

<u>Camilla</u>	<u>GA</u>	<u>31730</u>
City	State	Zip Code

260 Highway 19 North

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

Signature of Holding Company Director and Official

03/29/2013

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 3266496
 C.I. _____

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

Revised

Form FRY-6

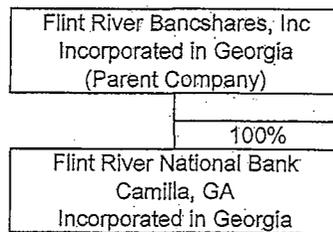
FLINT RIVER BANCSHARES, INC.
CAMILLA, GA
Year Ending December 31, 2012

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. Organizational Chart:



2b.	<u>Branch</u>	<u>Date Opened</u>	<u>Address</u>	<u>County</u>	<u>Type of branch</u>
	Flint River National Bank Main office	9/8/2004	260 US Hwy 19 North Camilla, GA 31730	Mitchell	Full service

Form FRY-6
December 31, 2012
Report Item 3
FLINT RIVER BANCSHARES, INC.
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
Joe Bostick Camilla, Georgia	US	33,520	5.48%

Part (2): N/A

FORM FRY-6
December 31, 2012
Report Item 4
FLINT RIVER BANCSHARES, INC.

INSIDERS

(1) Name, City State	(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) Direct & Indirect Subs of Bank Holding Company	(4)(c) Any Company Over 25% O/S Voting Securities
Joe Bostick, Jr. Camilla, GA USA	Real Estate/Agriculture	Director	Director/Chairman Flint River National Bank	President-Bostick Brothers President/Owner Bostick Properties Owner-Joe Bostick Farms Partner - JBF Partnership	5.48%	None	Bostick Brothers - 33 1/3% Bostick Properties- 100% Joe Bostick Farms - 100% JBF Partnership - 33 1/3%
Mark W. Briggs Camilla, GA USA	Retail Sales/Auto Parts	Director	Director Flint River National Bank	VP/Corporate Secretary Camilla Auto Parts	1.14%	None	Camilla Auto Parts - 50%
Brent Collins Camilla, GA USA	Farming	Director	Director Flint River National Bank	Partner	4.55%	None	ADBS Farms -25%
Robert W. Hutson, III Sale City, GA USA	Sales/cars	Director	Director Flint River National Bank	None	2.09%	None	None
Lawrence B. Wilson Albany, GA USA	Agri Business Sunnyland Farms, Inc.	Director	Director Flint River National Bank	Director AB&T-Albany CFO-Sunnyland Farms Manager-Wilson Farming	1.14%	None	None
W. Jerry Kennedy Pelham, GA USA	President-Flint River National Bank	Director	Director/President Flint River National Bank	None	0.16%	None	None
A. Scott Gatlin Leesburg, GA USA	CEO, Flint River National Bank	Director	Director/CEO, Flint River National Bank	None	0.20%	None	A.S. Gatlin Properties - 100%