

Board of Governors of the Federal Reserve System



Annual Report of Bank 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)). 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. A. SCOTT GATLIN

Reporter's Name, Street, and Mailing Address

FLINT RIVER BANCSHARES, INC.

Legal Title of Bank Holding Company

P.O. BOX 271

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

CAMILLA GA 31730
City State Zip Code

260 HIGHWAY 19 NORTH

Physical location (if different from mailing address)

Name of the Bank Holding Company Director and Official
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.

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 Bank Holding Company Director and Official

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

Date of Signature

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 3266496
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 FRY-6

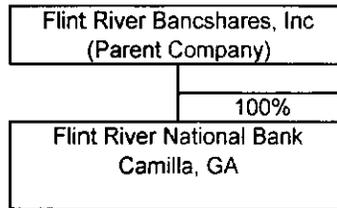
FLINT RIVER BANCSHARES, INC.
CAMILLA, GA
Year Ending December 31, 2011

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, 2011
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, 2011
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

FORM FRY-6
December 31, 2011
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
Mark Glass Camilla, GA USA	Agri Business	Director	Director Flint River National Bank	Glass Farms Mark A. Glass Enterprises	4.62%	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%
Tim Shirah Camilla, GA USA	Agri Business	Director	Director Flint River National Bank	BJK Plantation Flint River Stables Shirahland Farms	0.71%	None	BJK Plantation Flint River Stables Shirahland Farms

RSSD Tiering for:
FLINT RIVER BANCSHARES, INC.
 Structure as of 20111216 and going downward

Seq Num	ID RSSD	Legal Name	AddL	City	State/ Country	Dist FR	Ent Type	Actv Code	Basis of Relatnshp	PCT
0001	3266496	FLINT RIVER BANCSHARES, INC.		CAMILLA	GEORGIA	6	BHC	551111		
0002	3266487	FLINT RIVER NATIONAL BANK		CAMILLA	GEORGIA	6	NAT	52211	Vtg Eqty	100

Total Number of Entities in the tree **2**
Total Number of Unique Entities in the tree **2**

Tier Selection Criteria

RSSD Tiering for	3266496 FLINT RIVER BANCSHARES, INC.
As of Date	20111216
Direction	Down
Selection Rule	All Entities
Branches - Domestic Institutions	No Branches
Branches - Foreign Institutions	No Branches

Explanatory Notes

Entity Type	Description
BHC	BANK HOLDING COMPANY
NAT	NATIONAL BANK
Primary Activity Code	Description
52211	COMMERCIAL BANKING
551111	OFFICES OF BANK HOLDING COMPANIES
Basis of Relationship	Description
Vtg Eqty	Voting Equity

Two asterisks (**) next to the Seq Num indicates that confidentiality is pending or granted.
 An asterisk (*) next to the Addl Line Num denotes the Seq Num at which the offspring of this entity are listed.
 A dot dot dot notation (...) next to Legal Name denotes a circular relationship.