



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, **Ruth Arnold**

Reporter's Name, Street, and Mailing Address
Four County Bancshares, Inc.

Name of the Bank Holding Company Director and Official

Legal Title of Bank Holding Company

Chairman

959 Main Street, P.O. Box 106

Title of the Bank Holding Company Director and Official

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

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.

Allentown **GA** **31003**
City State Zip Code

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:

Robyn T. Tanner, CPA **Partner**

Name Title

478-272-2030

Area Code / Phone Number / Extension

478-272-3318

Area Code / FAX Number

rtanner@tjscpa.com

E-mail Address

Signature of Bank Holding Company Director and Official

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

Ruth Arnold
March 27, 2013

Date of Signature

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

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

C.I.

1416457

Revised

ITEM 2a

**FOUR COUNTY BANCSHARES, INC.
ALLENTOWN, GEORGIA**

ORGANIZATION CHART

PARENT COMPANY

Four County Bancshares, Inc.
959 Main Street
P.O. Box 106
Allentown, Georgia 31003
Ruth Arnold, Chairman of the Board
State of Incorporation - Georgia

100%

SUBSIDIARY

The Four County Bank
959 Main Street
P.O. Box 106
Allentown, Georgia 31003
Charles B. Hill, Chairman of the Board
Amy Orr, President & CEO
State of Incorporation - Georgia

ITEM 2b

**FOUR COUNTY BANCSHARES, INC.
ALLENTOWN, GEORGIA**

DOMESTIC BRANCH LISTING

Branch Service Type	Branch ID_RSSD *	Popular Name	Date Branch Opened	Street Address	City	State	Zip Code	County	Country
Full Service (Head Office)	7634	FOUR COUNTY BANK, THE	9/15/1941	959 MAIN STREET	ALLENTOWN	GA	31003	WILKINSON	UNITED STATES

ITEM 3

**FOUR COUNTY BANCSHARES, INC.
ALLEN TOWN, GEORGIA**

SECURITIES HOLDERS

5% or more Shareholders as of December 31, 2012:

<u>Name</u>	<u>Address</u>	<u>Citizenship</u>	<u>Shares Owned</u>	<u>Percent Owned</u>
Jerry Van Dykes	[REDACTED] Cochran, GA 31014	USA	45,000	18.74%
Richard Van Dykes	[REDACTED] Danville, GA 31017	USA	45,000	18.74%
William C. Humphries	[REDACTED] Jeffersonville, GA 31044	USA	30,000	12.49%

Revised.

ITEM 3-2

FOUR COUNTY BANCSHARES, INC.
ALLEN TOWN, GEORGIA

SECURITIES HOLDERS

Not applicable.

ITEM 4**FOUR COUNTY BANCSHARES
ALLENTOWN, GEORGIA****INSIDERS**

<i>Name & Address (City, State, Country)</i>	<i>Principal Occupation if other than with Bank Holding Company</i>	<i>Title & Position with Bank Holding Company</i>	<i>Title & Position with Four County Bank</i>	<i>Title & Position with Other Businesses</i>	<i>Percentage of Voting Shares in Bank Holding Company</i>	<i>Percentage of Voting Shares in Four County Bank</i>	<i>Other Companies in which 25% or more of Voting Securities are held</i>
Ruth Arnold Danville, GA 31017 U.S.A.	N/A	Chairman of Board of Directors, VP & Treasurer	Director, Secretary	Secretary/Treasurer (Land Holdings, LP)	0.42%	None	N/A
Rabun Faulk Jeffersonville, GA 31044 U.S.A.	Attorney at Law General Counsel	Director	Director	N/A	0.02%	None	N/A
Amy S. Orr Irwinton, GA 31042 U.S.A.	President & CEO Four County Bank	Director, Secretary	Director, President & CEO	N/A	1.06%	None	N/A
Charles B. Hill Jeffersonville, GA 31044 U.S.A.	President (Hill Logging, Inc.)	Director	Chairman of Board of Directors	President (Hill Logging, Inc.)	2.08%	None	Hill Logging, Inc. (50%)
Lantz Rogers Toombsboro, GA 31090 U.S.A.	Retired	Director	Director	N/A	0.04%	None	N/A
Wallace Miller Dublin, GA 31021 U.S.A.	Retired	Director, President & CEO	Director	Director (Morris Bank)	4.16%	None	N/A
Michael Kitchens Danville, GA 31017 U.S.A.	Timco	Director	Director	N/A	3.27%	None	N/A

ITEM 4 Cont.

**FOUR COUNTY BANCSHARES
ALLEN TOWN, GEORGIA**

INSIDERS

<u>Name & Address (City, State, Country)</u>	<u>Principal Occupation if other than with Bank Holding Company</u>	<u>Title & Position with Bank Holding Company</u>	<u>Title & Position with Four County Bank</u>	<u>Title & Position with Other Businesses</u>	<u>Percentage of Voting Shares in Bank Holding Company</u>	<u>Percentage of Voting Shares in Four County Bank</u>	<u>Other Companies in which 25% or more of Voting Securities are held</u>
Jerry Van Dykes Cochran, GA 31014 USA	Everett Dykes Grassing Company, Inc.	Principal Shareholder	None	President	18.74%	None	Davis Propane, Inc. (25.5%) Asphalt Operations, LLC (25%)
Richard Van Dykes Danville, GA 31017 USA	Everett Dykes Grassing Company, Inc.	Principal Shareholder	None	Vice President	18.74%	None	Middle Georgia Signs, Inc. (49%) Davis Propane, Inc. (25.5%) Asphalt Operations, LLC (25%)
William C. Humphries Jeffersonville, GA 31044 USA	Retired (Forest Resource Consultants, Inc.)	Principal Shareholder	None	None	12.49%	None	Forest Resource Consultant, Inc.