



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.

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.

I. R. Elliott Miller

Name of the Bank Holding Company Director and Official

President and Director

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.

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.

Signature of Bank Holding Company Director and Official

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 3016338
C.I. _____

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.

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

December 31, 2011

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Georgia Banking Company, Inc

Legal Title of Bank Holding Company

6190 Powers Ferry Road, Suite 150

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

Atlanta

GA

30339

City

State

Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Matthew Blejwas

CFO

Name

Title

770-373-6035

Area Code / Phone Number / Extension

770-627-9515

Area Code / FAX Number

mblejwas@geobanking.com

E-mail Address

Address (URL) for the Bank 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."

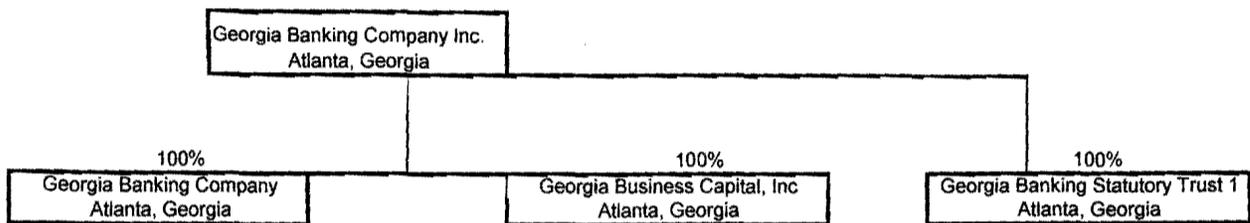
No

Form FRY 6
 Georgia Banking Company, Inc.
 Fiscal Year Ending December 31, 2011

Report Item

1: The BHC does prepare an annual report for its shareholders.
 The audited report in not complete at this time and will be forward to you office once completed

2: Orgnization Chart



Report Item 3: Shareholders:

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12/31/11

(1) (a) Name & Address (City, State, County)	(1) (b) County of Citizenship or Incorporation	(1) (c) Number and % of each class of voting Securitates	
R. Elliott Miller Roswell, Georgia	USA	209,500 Common	11.4%
H. Ross Arnold, III Atlanta, Georgia	USA	284,717 Common	15.5%

Shareholders not listed in (3)(1)(a) through 3 (1)© that had ownership, control or holdings of 5% or more with power to vote during the fisacl year ending 12/31/11

(2) (a) Name & Address (City, State, County)	(2) (b) County of Citizenship or Incorporation	(2) (c) Number and % of each class of voting Securitates
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None

Results: A list of branches for your BHC: **GEORGIA BANKING COMPANY, INC. (3016338) of ATLANTA, GA.**
 The data are as of **06/30/2012**. Data reflects information that was received and processed through 07/05/2012.

Reconciliation and Verification Steps

1. In the **Data Action** column of each branch row, enter one or more of the actions specified below.
2. If required, enter the date in the **Effective Date** column.

Actions

OK: If the branch information is correct, enter 'OK' in the **Data Action** column.

Change: If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the **Data Action** column and the date when this information first became valid in the **Effective Date** column.

Close: If a branch listed was sold or closed, enter 'Close' in the **Data Action** column and the sale or closure date in the **Effective Date** column.

Delete: If a branch listed was never owned by this depository institution, enter 'Delete' in the **Data Action** column.

Add: If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.

If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:

To satisfy the **FR Y-10 reporting requirements**, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of **Change, Close, Delete, or Add**.

The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
		Full Service (Head Office)	3016347	GEORGIA BANKING COMPANY	6190 POWERS FERRY ROAD, SUITE 150	ATLANTA	GA	30339	FULTON	UNITED STATES	356828	0	GEORGIA BANKING COMPANY	3016347	
		Full Service	3462186	GRIFFIN BRANCH	1624 NORTH EXPRESSWAY	GRIFFING	GA	30223	SPALDING	UNITED STATES	453008	3	GEORGIA BANKING COMPANY	3016347	

(1) Name & Address	(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) Percentage of Voting Shares in Subsidiaries	(4)(c)
R. Elliott Miller Roswell, GA Citizenship - USA	N/A	President, CEO and Director	President, CEO and Director	N/A	11.4%	N/A	N/A
James R. Lientz, Jr. Atlanta, GA Citizenship - USA	Consulting	Director	Director	Partner Safe Harbor LLC	1.3%	N/A	N/A
H. Ross Arnold III Atlanta, GA Citizenship - USA	Investment Management Company	Chairman, Director	Chairman, Director	President Quest Capital Corp.	15.5%	N/A	N/A
Winthrop S. Jessup Bozeman, MT Citizenship - USA	Retired	Director	Director	Retired	3.8%	N/A	N/A
Michael L. Watkins Atlanta, GA Citizenship - USA	Trucking, Real Estate & Seafood Processing	Director	Director	President Watkins Associated Ind.	1.9%	N/A	N/A
Walter F. Reames, Jr. Cumming, GA Citizenship - USA	Retired	Director	Director	Retired	1.0%	N/A	N/A
Robert Johnson Smyrna, GA Citizenship - USA	N/A	EVP/COO	Executive Vice President/COO	N/A	0.0%	N/A	N/A
Matthew M. Blejwas Acworth, GA Citizenship - USA	N/A	CFO	CFO	N/A	0.5%	N/A	N/A

* Both Georgia Business Capital and Georgia Banking Company

** Georgia Banking Company only