

Board of Governors of the Federal Reserve System

MAR 17 RECD  
 FR Y-6



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, 2013

Month / Day / Year

I, Lucie V. Beeley

Reporter's Name, Street, and Mailing Address

Georgia Community Bancorp, Inc.

Name of the Holding Company Director and Official

Legal Title of Holding Company

CFO

P.O. Box 389

Title of the Holding Company Director and Official

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

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.

Dawson GA 39842

City State Zip Code

508 E. Lee St.

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:

Haley Prescott Internal Auditor

Name Title

229-995-8400

Area Code / Phone Number / Extension

229-995-4165

Area Code / FAX Number

hprescott@georgiacommunitybancorp.com

E-mail Address

Signature of Holding Company Director and Official

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

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 1245531  
 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."

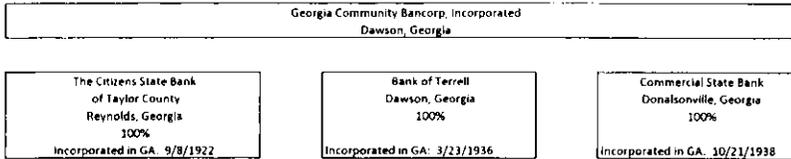
No

Form FR Y-6  
 Georgia Community Bancorp, Inc.  
 Dawson, Georgia  
 Fiscal Year Ending December 31, 2013

Report Item

1 The BHC does not prepare an annual report for its shareholders.

2 a Organizational Chart:



Supplement to Organizational Chart:

2 b Branch Report

- Citizens State Bank of Taylor County, Main office, Full service ✓  
302 Martin Luther King Boulevard  
Reynolds, Taylor County, Georgia 31076
- Citizens State Bank of Crawford County, Roberta branch, Full Service ✓  
300 North Duggar Avenue  
Roberta, Crawford County, Georgia 31078
- Bank of Terrell, Main office, Full service ✓  
250 East Lee Street  
Dawson, Terrell County, Georgia 39842
- Bank of Terrell, Drive thru branch, Limited service ✓  
244 East Lee Street  
Dawson, Terrell County, Georgia 39842
- Bank of Terrell, Bank of Lee County, Full service ✓  
3000 North Slappey Boulevard  
Albany, Dougherty County, Georgia 31707
- Commercial State Bank, Main office, Full service ✓  
113 West Second Street  
Donalsonville, Seminole County, Georgia, 39845
- Commercial State Bank, Blakely branch, Full service ✓  
12144 Columbia Street  
Blakely, Early County, Georgia 39823

3 (1) (a), (b), (c)

(1)(a) Name & Address	(1)(b) Country or Citizenship	(1)(c) Number/Percentage Shares Common Stock	
<b>Class A Common - Non Voting</b>			
Lucie VanLandingham Beeley GST Trust Leesburg, GA	USA	119,558	25.42%
Stevan Reynolds Tuck GST Trust Dawson, GA	USA	119,557	25.42%
Lucie V. Beeley Leesburg, Ga	USA	39,419	8.38%
Stevan Tuck Dawson, GA	USA	45,342	9.64%
<b>Class B Common - Voting</b>			
Lucie VanLandingham Beeley GST Trust Leesburg, GA	USA	157,496	13.73%
Stevan Reynolds Tuck GST Trust Dawson, GA	USA	157,496	13.73%
Lucie V. Beeley Leesburg, Ga	USA	416,129	36.27%
Stevan Tuck Dawson, GA	USA	416,129	36.27%

NOTE: Additional information for item (1)(c) - there are no stock options or warrants issued by the company as of 12/31/2013

3 (2) (a), (b), (c) N/A (not applicable)

Revised: A list of branches for your holding company, GEORGIA COMMUNITY BANCORP, INCORPORATED (12456581) of DAWSON, GA. The data are as of 12/31/2013. Data reflects information that was received and processed through 02/07/2014.

**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 opened 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 Procedures**

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 UNIFORM, Office Number, and ID\_BSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_BSSD*	Popular Name	Street Address	City	State	Zip Code	Country	Country	FDIC UNIFORM*	Office Number*	Head Office	Head Office ID_BSSD*	Comments
OK		Full Service (Head Office)	282321	BANK OF TERRELL	250 EAST LEE STREET	DAWSON	GA	39842	TERRELL	UNITED STATES	78226	0	BANK OF TERRELL	282321	
OK		Full Service	4398862	LEE COUNTY BRANCH	3000 NORTH SLAPPEY BOULEVARD	ALBANY	GA	31701	DOUGHERTY	UNITED STATES	365580	3	BANK OF TERRELL	282321	
OK		Limited Service	4398871	EAST LEE STREET DRIVE THRU BRANCH	244 EAST LEE STREET	DAWSON	GA	39842	TERRELL	UNITED STATES	213820	2	BANK OF TERRELL	282321	
OK		Full Service (Head Office)	960533	CITIZENS STATE BANK OF TAYLOR COUNTY, THE	36 MARTIN LUTHER KING DR.	REYNOLDS	GA	31076	TAYLOR	UNITED STATES	565	0	CITIZENS STATE BANK OF TAYLOR COUNTY, THE	960533	
OK		Full Service	458158	CITIZENS STATE BANK OF CRAWFORD COUNTY BRANCH, THE	300 NORTH DUGGER AVE.	ROBERTA	GA	31078	CRAWFORD	UNITED STATES	Not Required	Not Required	CITIZENS STATE BANK OF TAYLOR COUNTY, THE	960533	
OK		Full Service (Head Office)	282330	COMMERCIAL STATE BANK	113-115 WEST SECOND STREET	DONALSONVILLE	GA	39845	SEMINOLE	UNITED STATES	78225	0	COMMERCIAL STATE BANK	282330	
OK		Full Service	286184	EARLY COUNTY BRANCH	12148 COLUMBIA STREET	BLAKELY	GA	39833	EARLY	UNITED STATES	274773	3	COMMERCIAL STATE BANK	282330	
Close	2/11/2011	Limited Service	286974	SOUTH WILEY DRIVE THRU BRANCH	310 SOUTH WILEY AVENUE	DONALSONVILLE	GA	39845	SEMINOLE	UNITED STATES	Not Required	Not Required	COMMERCIAL STATE BANK	282330	

OK SQ.

REPORT ITEM 4: DIRECTORS AND OFFICERS

Following is a list of the principal shareholders, directors, and executive officers of the Company as of December 31, 2013:

4(1) Name and Address	4(3) (a) & (b) Title/Position In Holding Company and Subsidiary	4 (4) (a) Percentage of Voting Shares in Bank Holding Company		4(3) (c) Title/Position in Other Business	4(4) (c) Other Business Number/Percentage of Shares Owned if >25%	4(2) Principal Occupation if Other
Lucie VanLandingham Beeley GST Trust Leesburg, GA	N/A	119,558	25.42%	N/A	N/A	N/A
Stevan Reynolds Tuck GST Trust Dawson, GA	N/A	119,557	25.42%	N/A	N/A	N/A
Jack F. Tuck Dawson, GA	Director, BHC	100	0.02%	N/A	N/A	N/A
Jack F. and Mary V. Tuck Dawson, GA	CEO, BHC Director, Bank of Terrell, Commercial State Bank, The Citizens State Bank of Taylor County Director, BHC	1,390	0.30%	N/A	N/A	N/A
Scott Beeley Leesburg, GA	Secretary/Treasurer, BHC President Bank of Terrell Director, Citizens State Bank of Taylor County, Commercial State Bank	10,000	2.13%	Director & President (Bank of Terrell)	N/A	N/A
Lucie V. Beeley Leesburg, GA	CFO, BHC Chairman, Citizens State Bank of Taylor County, Bank of Terrell, Commercial State Bank	39,419	8.38%	CFO, BHC	N/A	N/A
Stevan Tuck Dawson, GA	Director, BHC, Bank of Terrell	45,342	9.64%	Information Security Officer, BHC	N/A	N/A

Note: Unless otherwise noted, Shareholders, Directors and Officers of the Company are U.S. Citizens

Item 4(4) (b) N/A, all subsidiaries are wholly owned by Georgia Community Bancorp, Incorporated