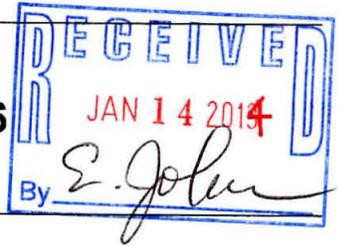


Board of Governors of the Federal Reserve System



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, 2013

Month / Day / Year

I, **John W. Townsend**
Name of the Holding Company Director and Official
President & CEO
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
Meriwether Bank Shares, Inc.
Legal Title of Holding Company

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.

P.O. Box 218
(Mailing Address of the Holding Company) Street / P.O. Box
Greenville GA 30222
City State Zip Code

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.

412 LaGrange St.
Physical location (if different from mailing address)

[Signature]
Signature of Holding Company Director and Official

Person to whom questions about this report should be directed:
Peggy Parker **Acct. Officer**
Name Title

January 10, 2014
Date of Signature

706-672-4208
Area Code / Phone Number / Extension

706-672-1365
Area Code / FAX Number

pparker@greenvillebank.com
E-mail Address

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

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

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 Federal Reserve Bank Use Only
RSSD ID **2410090**
C.I. _____

For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

Meriwether Bank Shares, Inc.
Legal Title of Subsidiary Holding Company

P.O. Box 218
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

Greenville GA 30222
City State Zip Code

412 LaGrange St.
Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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City State Zip Code

Physical location (if different from mailing address)

Report 1a

Meriwether Bank Shares, Inc. is not registered with the Securities and Exchange Commission.

MERIWETHER BANK SHARES, INC.

Report Item 2

Organization Chart

MERIWETHER BANK SHARES, INC.
Greenville, Georgia
Incorporated in the State of Georgia



THE GREENVILLE BANKING COMPANY
Greenville, Georgia
Incorporated in the State of Georgia

(Meriwether Bank Shares, Inc. has 100% ownership)

SUPPLEMENTAL A-D
IS N/A

Revised

Results: A list of branches for your depository institution: GREENVILLE BANKING COMPANY, THE (ID_RSSD: 501039). This depository institution is held by MERIWETHER BANK SHARES, INC. (2470090) of GREENVILLE, GA. The data are as of 12/31/2013. Data reflects information that was received and processed through 04/07/2014.

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 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.

Table with 13 columns: 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. Row 1: OK, , Full Service (Head Office), 501039, GREENVILLE BANKING COMPANY, THE, 412 LAGRANGE STREET, GREENVILLE, GA, 30222, MERIWETHER, UNITED STATES, 7675, , OGREENVILLE BA

MERIWETHER BANK SHARES, INC.

Report Item 3

Shareholders who own more than 5% of stock:

Elizabeth A. Duncan
Greenville, Georgia
USA

Owens 11 shares, representing 8%

Ann A. Hill
Greenville, Georgia
USA

Owens 53 shares, representing 43%

ALL SHAREHOLDERS ARE UNITED STATES CITIZENS

Part 2 is N/A

Revised

Report Item 4
Principal Shareholders, Directors and Executive Officers

NAME/ADDRESS	TITLES WITH HOLDING COMPANY	TITLES WITH GREENVILLE BANKING COMPANY	NO. SHARES OWNED BHC	% SHARES OWNED BHC	OUTSIDE OCCUPATION OTHER THAN MBS EMP/STOCKHOLDER	TITLES & % OF OWNERSHIP OF OUTSIDE COMPANIES
Ann A. Hill Greenville, GA USA	Principal Stockholder	Director	53	43	None	None
John W. Townsend Woodbury, GA USA	Chief Operating Officer Executive Officer Director	Chief Executive Officer Executive Officer Director	0	0	None	None
Alexander A. Hill Atlanta, GA USA	Director	Director	0	0	Vice President & Gen. Mgr. Advanced Medical Design	Vice President & Gen. Mgr. Advanced Medical Design 0% ownership
James Mabon Greenville, GA USA	Director	Director	0	0	None Retired/Meriwether County School System	None Retired/Meriwether County School System 0% ownership
William Leverett Greenville, GA USA	Director	Director	0	0	Vice President Durand-Wayland, Inc.	Vice President Durand-Wayland, Inc. 0% ownership

MERIWETHER BANK SHARES OWNS 100% OF STOCK. NO ONE OTHER THAN THE PARTIES STATED ABOVE, OWN ANY % OF SHARES IN BHC, GREENVILLE BANKING COMPANY, OR OUTSIDE COMPANY.