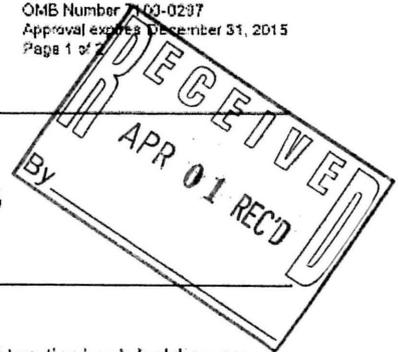


Revised

FR Y-6
OMB Number 3093-0297
Approval expires December 31, 2015
Page 1 of 2



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, 2012

Month / Day / Year

I, W. S Perry

The

Reporter's Name, Street, and Mailing Address

Nashville Holding Company

Legal Title of Holding Company

PO BOX 128

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

Nashville

GA

31639

City

State

Zip Code

301 S. Davis Street Nashville, GA

Physical location (if different from mailing address)

Name of the Holding Company Director and Official

Chairman

Title of the Holding Company Director and Official

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.

Person to whom questions about this report should be directed:

Wesley Fuller

Name

Title

229 247 5266

Area Code / Phone Number / Extension

2292475479

Area Code / FAX Number

wfuller@nhcbanking.com

E-mail Address

www.nhcbanking.com

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

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 Holding Company Director and Official

03/28/2013

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

C.I.

113 4050

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

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

Reused

FORM FRY-6

THE NASHVILLE HOLDING COMPANY
31-Dec-12

Report Item 1 The Nashville Holding Company is not an SEC registered company
and does prepare an annual report to shareholders.

Report Item 2a The Nashville Holding Company Incorporated in Georgia
301 S. Davis Street
Nashville, GA, USA

100%

The Citizens Bank Incorporated in Georgia
301 S. Davis Street
Nashville, GA

Report Item 2b.

Results: A list of branches for your holding company: NASHVILLE HOLDING COMPANY, THE (1134050) of NASHVILLE, GA.
The data are as of 12/31/2012. Data reflects information that was received and processed through 02/24/2013.

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
correct		Full Service (Head Office)	809539	CITIZENS BANK, THE	301 SOUTH DAVIS ST	NASHVILLE	GA	31639	BERRIEN	UNITED STATES	10166		0 CITIZENS BANK, THE	809539	
correct		Full Service	980634	ADEL BRANCH	101 NORTH HUTCHINSON AVE	ADEL	GA	31620	COOK	UNITED STATES	3867		3 CITIZENS BANK, THE	809539	
correct		Limited Service	898636	RAY CITY BRANCH	401 PATTEN AVENUE	RAY CITY	GA	31645	BERRIEN	UNITED STATES	17703		1 CITIZENS BANK, THE	809539	
correct		Full Service	3202289	BEMISS BRANCH OFFICE	4060 BEMISS ROAD	VALDOSTA	GA	31605	LOWNDES	UNITED STATES	420245		2 CITIZENS BANK, THE	809539	

THE NASHVILLE HOLDING COMPANY
DECEMBER 31, 2012

Report Item 3: Shareholders
1(a)(b)©

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending December 31, 2012:

(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizens ship or Incorporation	(1)© Number and Percentage of Each Class of Voting Securities	
W S Perry Nashville, Georgia	USA	42,483	16.84%
Howard Steven Perry Nashville, Georgia	USA	31,214	12.37%
Sara Amelia Parkerson Greensboro, Georgia	USA	30,135	11.95%
Edmond L Perry Nashville, Georgia	USA	16,276	6.45%
Luci Howard Driscoll Winston-Salem, North Carolina	USA	18,895	7.49%
Anita Howard Keidel John Creek, Georgia	USA	18,895	7.49%
Kathryn Perry Bumgardner Dillon, South Carolina	USA	12,810**	5.08%

**Includes 5,600 shares held as Trustee for John Owens Bumgardner, Kathryn Ann Bumgardner and Salley Payne Bumgardner Trust

Revised

NASHVILLE HOLDING COMPANY
OFFICERS AND DIRECTORS
DECEMBER 31, 2012

REPORT ITEM 4

NAME & ADDRESS	OCCUPATION	POSITION & TITLE WITH HOLDING CO	POSITION & TITLE ANY SUBSIDIARY	POSITION & TITLE OTHER COMPANY	PERCENT VOTING SHARES HOLDING CO	PERCENT VOTING SHARES SUBSIDIARIES	PERCENT OTHER COMPANIES
W S PERRY NASHVILLE, GA USA	N/A	CHM BD/CEO	CHM BD & PRES THE CITIZENS BANK	NONE	16.84%	NONE	NONE
N G HOUSTON NASHVILLE, GA USA	BUSINESSMAN	DIRECTOR	DIRECTOR THE CITIZENS BANK	CO OWNER HOUSTON AND COMPANY	3.18%	NONE	NONE
JUSTIN PERRY ATLANTA, GA USA	ATTORNEY	DIRECTOR	NONE	STATE BANK & TRUST SENIOR COUNSEL	0.21%	NONE	NONE
EDMOND L PERRY NASHVILLE, GA USA	BUSINESSMAN	DIRECTOR	DIRECTOR THE CITIZENS BANK	OWNER-PERRY VINEYARDS/ CALAVARES FARMS	6.45%	NONE	NONE
H STEVEN PERRY NASHVILLE, GA USA	N/A	DIRECTOR & VICE- CHAIRMAN/SEC NASHVILLE HOLDING	DIRECTOR/CEO THE CITIZENS BANK	NONE	12.37%	NONE	NONE
JOE HARVEY, III NASHVILLE, GA USA	BUSINESSMAN	DIRECTOR	NONE	NONE	0.38%	NONE	NONE
ROBERT B GRINER NASHVILLE, GA USA	N/A	DIRECTOR	CITY PRESIDENT THE CITIZENS BANK	NONE	0.04%	NONE	NONE
K ANDREW MORRISON NASHVILLE, GA USA	BUSINESSMAN	DIRECTOR	NONE	MORRISONS HOME CENTER-PRESIDENT TM POLY-FILM/PRES K A MORRISON FAMILY LLC/PRESIDENT- DESIGN MANUFACTURING GROUP	0.28	NONE	NONE
SARA AMELIA PARKERSON GREENSBORO, GA USA	RETIRED	SHAREHOLDER	NONE	NONE	11.95%	NONE	NONE