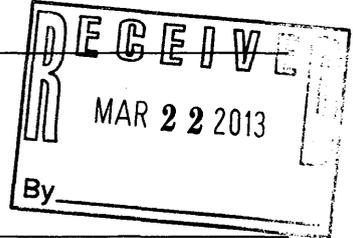


Board of Governors of the Federal Reserve System



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.

I. E. J. Vann, IV

Name of the Holding Company Director and Official
 President & CEO

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.

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
 02/14/2013

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 1081529
 C.I. _____

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

December 31, 2012

Month / Day / Year

Reporter's Name, Street, and Mailing Address
 P&C Bank Shares, Inc.

Legal Title of Holding Company

21 N. Harney Street/ P.O. Box 449

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

Camilla	GA	31730
City	State	Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Susan Keigans Executive Vice President

Name Title

229-336-1328

Area Code / Phone Number / Extension

229-336-7930

Area Code / FAX Number

susan@pcbkonline.com

E-mail Address

www.pcbkonline.com

Address (URL) for the 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

Revised

Form FR Y-6
P&C Bank Shares, Inc.
Camilla, GA
Fiscal Year Ending December 31, 2012

Report Item 1:

The Bank Holding Company does prepare an annual report for its shareholders. Enclosed is a copy of the annual report.

Report Item 2a – Organizational Chart:

- 1) P&C Bank Shares, Inc. (state of incorporation: GA)
- 2) 21 N. Harney Street/ P.O. Box 449/ Camilla, GA 31730/ USA
- 3) N/A
- 4) 100% in Planters & Citizens Bank (state of incorporation: GA)
- 5) 21 N. Harney Street/ P.O. Box 449/ Camilla, GA 31730/ USA

Note: The BHC is not required to prepare Form 10-K with the SEC.

Report Item 2b – Domestic Branch Listing:

Planters & Citizens Bank
June 13, 1913
21 North Harney Street
Camilla, Mitchell County, Georgia, USA 31730
Full service

Report Item 3 – Securities Holders:

(1)

E.J. Vann, IV, Camilla, GA

U.S. Citizen

8,312 shares (43.21% of capital stock of P&C Bank Shares, Inc. owned, controlled or held with power to vote)

Susan Vann Keigans, Camilla, GA

U.S. Citizen

2,315 shares (12.03% of capital stock of P&C Bank Shares, Inc. owned, controlled or held with power to vote)

E.J. Vann, V, New York, NY

U.S. Citizen

2,315 shares (12.03% of capital stock of P&C Bank Shares, Inc. owned, controlled or held with power to vote)

Lamar Cooper, Camilla, GA

U.S. Citizen

1,000 shares (5% of capital stock of P&C Bank Shares, Inc. owned, controlled or held with power to vote)

(2) None

Revision

Report Item 4: Insiders

(1) Names & (City, State, Country)	(2) Principal Occupation, if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares of Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies & % of voting securities held)
Martin Miley Adams Camilla, GA 31730	Agibusinessman	Director & Shareholder	Director (Planters & Citizens Bank)	Joe B. Adams & Sons, Inc, President M. Miley Adams, LLC Member	0.77%	None	None
Alva E. Crow, Jr. Camilla, GA 31730	Retired Automobile Dealer	Director	Director (Planters & Citizens Bank)	None	1.30%	None	None
Susan V. Keigans Camilla, GA 31730	EVP & Corporate Secretary	Secretary & Principal Shareholder	Director, Secretary & EVP (Planters & Citizens Bank)	None	12.03%	None	None
A. A. McNeill, Jr. Camilla, GA 31730	Retired Physician	Director	Director (Planters & Citizens Bank)	None	0.78%	None	None
E.J. Vann IV Camilla, GA 31730	Chairman, President & CEO	Chairman, President Director & Principal Shareholder	Chairman, President CEO & Director (Planters & Citizens Bank)	None	43.21%	None	None
E. J. Vann, V New York, NY 10018	Retail Merchant	Principal Shareholder	None	Mitchell Gold-Bob Williams, Visual Director	12.03%	None	None
Laura S. Vann Camilla, GA 31730	Retired Retail Merchant	Director	Director (Planters & Citizens Bank)	None	1.85%	None	None
Alfred J. Powell, Jr. Camilla, GA 31730	Attorney (also Member of the State House of Rep)	Director	Director (Planters & Citizens Bank)	Law Partner with Powell & Erwin, P.C.	None	None	50% partner in Powell & Erwin, P.C.
Lamar Cooper Camilla, GA 31730	Retired Farmer	Principal Shareholder	None	Partner with Cooper Farms	5.19%	None	None