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MAR 28 2012

Board of Governors of the Federal Reserve System



Annual Report of Bank Holding Companies—FR Y-6

3466504

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.

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.

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.

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

December 31, 2011

Month / Day / Year

I, Douglas Nichols

Name of the Bank Holding Company Director and Official

CEO/President

Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

PEOPLES BANKTRUST, INC.

Legal Title of Bank Holding Company

1899 Buford Hwy.

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

Buford GA 30518
City State Zip Code

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.

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:

Adam L. Allison AVP
Name Title

678-714-4404

Area Code / Phone Number / Extension

678-714-9152

Area Code / FAX Number

aallison@peoplesbanktrust.net

E-mail Address

NA

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

Signature of Bank Holding Company Director and Official

12/31/2011

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 _____
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

For Use By Tiered Bank Holding Companies

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

PEOPLES BANK & TRUST

Legal Title of Subsidiary Bank Holding Company

1899 Buford Hwy.

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

Buford	GA	30518
City	State	Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Bank Holding Company

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

City	State	Zip Code
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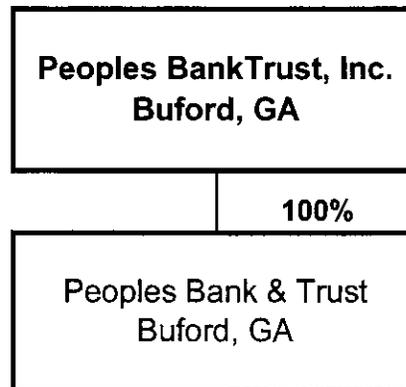
Physical location (if different from mailing address)

Form FR Y-6

**PEOPLES BANKTRUST, INC.
Buford, Georgia
Fiscal Year Ending December 31, 2011**

Report Item

- 1: The bank holding company prepares an annual report for its securities holders. Two copies are enclosed.
- 2: Organizational Chart



NR = Ownership percentage not reportable on the FR Y-10. Percentage of ownership is less than 25% and the companies are not controlled by any other means.

Form FR Y-6
PEOPLES BANKTRUST, INC.
Buford, Georgia
Fiscal Year Ending December 31, 2011

Report Item 3: Securities holders

(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2011

Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12/31/2011

(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship of Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship of Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Dover & Cheek Buford, GA	USA	142,082 - 6.3597% Common Stock	NA	NA	NA
AST Trust Company, As Trustee Phoenix, AZ	USA	139,813 - 6.2581% Common Stock	NA	NA	NA
Gary D. Brown Buford, GA	USA	115,501 - 5.1699% Common Stock	NA	NA	NA

Form FR Y-6
PEOPLES BANKTRUST, INC.
Buford, Georgia
Fiscal Year Ending December 31, 2011

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, 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 in 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 and percentage of voting securities held)
Douglas Nichols Buford, GA, USA	NA	President	Pres/CEO/CFO, PB&T		.3756%	None	NA
Ted Williams Buford, GA, USA	NA	Vice President	EVP/CLO, PB&T	NA	None	None	NA
Jan Wells Flowery Branch, GA, USA	NA	Secretary	EVP/COO, PB&T	NA	None	None	NA
Adam Allison Gainesville, GA, USA	NA	Treasurer	AVP, PB&T	NA	.0817%	None	NA
Larry Bailey Cleveland, GA, USA	Cabinet Maker	Director	Director	President/Bailey Cabinet Co.	1.3550%	None	NA
Clayton Bartlett Flowery Branch, GA, USA	Retired	Director/Emeritus	Director/Emeritus	NA	None	None	NA
Phillip Beard Buford, GA, USA	City of Buford	Director	Director	Board Mem/City of Buford	1.6396%	None	NA
Robert Bowman Buford, GA, USA	Retired	Director	Director	NA	1.1033%	None	NA
Larry Cheek Buford, GA, USA	Wholesale Elec/Plumb	Director	Director	President/Dover & Cheek	3.9512%	None	NA
Wayne Hill Suwanee, GA, USA	Retired	Director	Director	NA	1.8142%	None	NA
Donn M. Peevy Lawrenceville, GA, USA	Attorney	Director	Director	President/Peevy Law Firm	.6901%	None	NA
Garrett Reed Buford, GA, USA	Building Supply	Director	Director	Pres/Reed's Building Supply	1.1689%	None	NA
Garland J. Roberts Buford, GA, USA	Retired	Director/Emeritus	Director/Emeritus	NA	1.7904%	None	NA

Results: A list of branches for your BHC: PEOPLES BANKTRUST, INC. (3466504) of BUFORD, GA.
 The data are as of 12/31/2011. Data reflects information that was received and processed through 01/05/2012.

* 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
OK		Full Service (Head Office)	109136	PEOPLES BANK & TRUST	1899 BUFORD HIGHWAY	BUFORD	GA	30518	GWINNETT
Close	5-Jul-11	Full Service	3405857	FRIENDSHIP ROAD BRANCH	4977 FRIENDSHIP ROAD, SUITE 113	BUFORD	GA	30518	HALL
Close	5-Jul-11	Full Service	1966475	HISTORIC BUFORD DOWNTOWN BRANCH	101 E MAIN ST	BUFORD	GA	30518	GWINNETT
OK		Full Service	2491956	HARRIS BRANCH	2370 BUFORD DRIVE	LAWRENCEVILLE	GA	30243	GWINNETT
Close	5-Jul-11	Full Service	4111539	PEACHTREE INDUSTRIAL BOULEVARD BRANCH	255 PEACHTREE INDUSTRIAL BOULEVARD	SUGAR HILL	GA	30518	GWINNETT

GW

RSSD Tiering for:
PEOPLES BANKTRUST, INC.
 Structure as of 20111216 and going downward

Seq Num	ID RSSD	Legal Name	AddL	City	State/ Country	Dist FR	Ent Type	Actv Code	Basis of Relatnshp	PCT
0001	3466504	PEOPLES BANKTRUST, INC.		BUFORD	GEORGIA	6	BHC	551111		
0002	109136	PEOPLES BANK & TRUST		BUFORD	GEORGIA	6	NMB	52211	Vtg Eqty	100

Total Number of Entities in the tree 2
Total Number of Unique Entities in the tree 2

Tier Selection Criteria

RSSD Tiering for	3466504 PEOPLES BANKTRUST, INC.
As of Date	20111216
Direction	Down
Selection Rule	All Entities
Branches - Domestic Institutions	No Branches
Branches - Foreign Institutions	No Branches

Explanatory Notes

Entity Type	Description
BHC	BANK HOLDING COMPANY
NMB	NON-MEMBER BANK
Primary Activity Code	Description
52211	COMMERCIAL BANKING
551111	OFFICES OF BANK HOLDING COMPANIES
Basis of Relationship	Description
Vtg Eqty	Voting Equity

Two asterisks (**) next to the Seq Num indicates that confidentiality is pending or granted.
 An asterisk (*) next to the Addl Line Num denotes the Seq Num at which the offspring of this entity are listed.
 A dot dot dot notation (...) next to Legal Name denotes a circular relationship.