COLONY BANKCORP INC
Form 10-Q
August 02, 2016
UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES

EXCHANGE ACT OF 1934

FOR THE QUARTERLY PERIOD ENDED JUNE 30, 2016 COMMISSION FILE NUMBER 0-12436

COLONY BANKCORP, INC.

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

GEORGIA	58-1492391
(STATE OR OTHER JURISDICTION OF INCORPORATION OR ORGANIZATION)	(I.R.S. EMPLOYER IDENTIFICATION NUMBER)

115 SOUTH GRANT STREET, FITZGERALD, GEORGIA 31750

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES

229/426-6000

REGISTRANT'S TELEPHONE NUMBER INCLUDING AREA CODE

INDICATE BY CHECK MARK WHETHER THE REGISTRANT (1) HAS FILED REPORTS REQUIRED TO BE FILED BY SECTIONS 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934 DURING THE PRECEDING 12 MONTHS (OR FOR SUCH SHORTER PERIOD THAT THE REGISTRANT WAS REQUIRED TO FILE SUCH REPORTS), AND (2) HAS BEEN SUBJECT TO SUCH FILING REQUIREMENTS FOR THE PAST 90 DAYS.

YES X NO

INDICATE BY CHECK MARK WHETHER THE REGISTRANT HAS SUBMITTED ELECTRONICALLY AND POSTED ON ITS CORPORATE WEB SITE, IF ANY, EVERY INTERACTIVE DATA FILE REQUIRED TO BE SUBMITTED AND POSTED PURSUANT TO RULE 405 OF REGULATION S-T (§232.405 OF THIS CHAPTER) DURING THE PRECEDING 12 MONTHS (OR FOR SUCH SHORTER PERIOD THAT THE REGISTRANT WAS REQUIRED TO SUBMIT AND POST SUCH FILES).

YES X NO

INDICATE BY CHECK MARK WHETHER THE REGISTRANT IS A LARGE ACCELERATED FILER, AN ACCELERATED FILER, A NON-ACCELERATED FILER OR A SMALLER REPORTING COMPANY. SEE DEFINITIONS OF “ACCELERATED FILER”, “LARGE ACCELERATED FILER” AND “SMALLER REPORTING COMPANY” IN RULE 12b-2 OF THE EXCHANGE ACT.

LARGE ACCELERATED FILER	ACCELERATED FILER
NON-ACCELERATED FILER (DO NOT CHECK IF A SMALLER REPORTING COMPANY)	SMALLER REPORTING COMPANY X

INDICATE BY CHECK MARK WHETHER THE REGISTRANT IS A SHELL COMPANY (AS DEFINED IN RULE 12B-2 OF THE EXCHANGE ACT).

YES NO X

INDICATE THE NUMBER OF SHARES OUTSTANDING OF EACH OF THE ISSUER’S CLASSES OF COMMON STOCK, AS OF THE LATEST PRACTICABLE DATE.

CLASS	OUTSTANDING AT AUGUST 2, 2016
COMMON STOCK, $1 PAR VALUE	8,439,258

TABLE OF CONTENTS

		Page
PART I – Financial Information		
Forward Looking Statement Disclosure		3
Item 1.	Financial Statements	5
Item 2.	Management's Discussion and Analysis of Financial Condition and Results of Operations	42
Item 3.	Quantitative and Qualitative Disclosures About Market Risk	55
Item 4.	Controls and Procedures	55
PART II – Other Information		
Item 6.	Exhibits	56
Signatures		59

Forward Looking Statement Disclosure

Certain statements contained in this Quarterly Report that are not statements of historical fact constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 (the Act), not withstanding that such statements are not specifically identified. In addition, certain statements may be contained in the Company's future filings with the SEC, in press releases, and in oral and written statements made by or with the approval of the Company that are not statements of historical fact and constitute forward-looking statements within the meaning of the Act. Examples of forward-looking statements include, but are not limited to: (i) projections of revenues, income or loss, earnings or loss per share, the payment or nonpayment of dividends, capital structure and other financial items; (ii) statements of plans and objectives of Colony Bankcorp, Inc. or its management or Board of Directors, including those relating to products or services; (ii) statements of future economic performance; and (iv) statements of assumptions underlying such statements. Words such as "believes," "anticipates," "expects," "intends," "targeted and similar expressions are intended to identify forward-looking statements but are not the exclusive means of identifying such statements.

Forward-looking statements involve risks and uncertainties that may cause actual results to differ materially from those in such statements. Factors that could cause actual results to differ from those discussed in the forward-looking statements include, but are not limited to:

Local and regional economic conditions and the impact they may have on the Company and its customers and the Company's assessment of that impact.

Changes in estimates of future reserve requirements based upon the periodic review thereof under relevant regulatory and accounting requirements.

The effects of and changes in trade, monetary and fiscal policies and laws, including interest rate policies of the Federal Reserve Board.

Inflation, interest rate, market and monetary fluctuations.

Political instability.

Acts of war, terrorism or cyberterrorism.

The timely development and acceptance of new products and services and perceived overall value of these products and services by users.

Changes in consumer spending, borrowings and savings habits.

Technological changes.

Acquisitions and integration of acquired businesses.

The ability to increase market share and control expenses.

The effect of changes in laws and regulations (including laws and regulations concerning taxes, banking, securities and insurance) with which the Company and its subsidiary must comply.

The effect of changes in accounting policies and practices, as may be adopted by the regulatory agencies, as well as the Financial Accounting Standards Board and other accounting standard setters.

Changes in the Company's organization, compensation and benefit plans.

The costs and effects of litigation and of unexpected or adverse outcomes in such litigation.

Greater than expected costs or difficulties related to the integration of new lines of business.

The Company's success at managing the risks involved in the foregoing items.

Forward-looking statements speak only as of the date on which such statements are made. The Company undertakes no obligation to update any forward-looking statement to reflect events or circumstances after the date on which such statement is made, or to reflect the occurrence of unanticipated events.

Readers should carefully review all disclosures we file from time to time with the Securities and Exchange Commission (SEC).

PART 1. FINANCIAL INFORMATION

ITEM 1

FINANCIAL STATEMENTS

THE FOLLOWING FINANCIAL STATEMENTS ARE PROVIDED FOR COLONY BANKCORP, INC. AND ITS WHOLLY-OWNED SUBSIDIARY BANK, COLONY BANK

A. CONSOLIDATED BALANCE SHEETS – JUNE 30, 2016 (UNAUDITED) AND DECEMBER 31, 2015 (AUDITED).

B. CONSOLIDATED STATEMENTS OF INCOME – FOR THE THREE MONTHS ENDED JUNE 30, 2016 AND 2015 AND FOR THE SIX MONTHS ENDED JUNE 30, 2016 AND 2015 (UNAUDITED).

C. CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME – FOR THE THREE MONTHS ENDED JUNE 30, 2016 AND 2015 AND FOR THE SIX MONTHS ENDED JUNE 30, 2016 AND 2015 (UNAUDITED).

D. CONSOLIDATED STATEMENTS OF CASH FLOWS – FOR THE SIX MONTHS ENDED JUNE 30, 2016 AND 2015 (UNAUDITED).

THE CONSOLIDATED FINANCIAL STATEMENTS FURNISHED HAVE NOT BEEN AUDITED BY INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS, BUT REFLECT, IN THE OPINION OF MANAGEMENT, ALL ADJUSTMENTS (CONSISTING SOLELY OF NORMAL RECURRING ADJUSTMENTS) NECESSARY FOR A FAIR PRESENTATION OF THE RESULTS OF OPERATIONS FOR THE PERIODS PRESENTED.

THE RESULTS OF OPERATIONS FOR THE SIX MONTH PERIOD ENDED JUNE 30, 2016 ARE NOT NECESSARILY INDICATIVE OF THE RESULTS TO BE EXPECTED FOR THE FULL YEAR.

PART I (Continued)

Item 1 (Continued)

COLONY BANKCORP, INC. AND SUBSIDIARY

CONSOLIDATED BALANCE SHEETS

JUNE 30, 2016 AND DECEMBER 31, 2015

(DOLLARS IN THOUSANDS)

	June 30, 2016 (Unaudited)	December 31, 2015 (Audited)
ASSETS		
Cash and Cash Equivalents		
Cash and Due from Banks	**$ 16,188**	$ 22,257
Interest-Bearing Deposits	**1,464**	38,615
Investment Securities		
Available for Sale, at Fair Value	**307,926**	296,149
Federal Home Loan Bank Stock, at Cost	**2,755**	2,731
Loans	**764,209**	758,636
Allowance for Loan Losses	**(9,390)**	(8,604)
Unearned Interest and Fees	**(382)**	(357)
	754,437	749,675
Premises and Equipment	**27,386**	26,454
Other Real Estate (Net of Allowance of $1,462 and $1,582 as of June 30, 2016 and December 31, 2015, Respectively)	**10,178**	8,839
Other Intangible Assets	**98**	116
Other Assets	**26,595**	29,313
Total Assets	**$ 1,147,027**	$ 1,174,149
LIABILITIES AND STOCKHOLDERS' EQUITY		
Deposits		
Noninterest-Bearing	**$ 134,662**	$ 133,886
Interest-Bearing	**841,905**	877,668
	976,567	1,011,554
Borrowed Money		
Subordinated Debentures	**24,229**	24,229
Other Borrowed Money	**40,000**	40,000
	64,229	64,229

Other Liabilities	**2,766**	2,909
Stockholders' Equity		
Preferred Stock, Stated Value $1,000 a Share; Authorized 10,000,000 Shares, Issued 18,021 Shares and 18,021 as of June 30, 2016 and December 31, 2015, Respectively	**18,021**	18,021
Common Stock, Par Value $1 a Share; Authorized 20,000,000 Shares, Issued 8,439,258 Shares as of June 30, 2016 and December 31, 2015	**8,439**	8,439
Paid-In Capital	**29,145**	29,145
Retained Earnings	**47,702**	44,286
Accumulated Other Comprehensive (Loss), Net of Tax Benefits	**158**	(4,434)
	103,465	95,457
Total Liabilities and Stockholders' Equity	**$ 1,147,027**	$ 1,174,149

The accompanying notes are an integral part of these statements.

PART I (Continued)

Item 1 (Continued)

COLONY BANKCORP, INC. AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF INCOME

THREE MONTHS ENDED JUNE 30, 2016 AND 2015

AND SIX MONTHS ENDED JUNE 30, 2016 AND 2015

(UNAUDITED)

(DOLLARS IN THOUSANDS)

	Three Months Ended		**Six Months Ended**	
	June 30, 2016	June 30, 2015	**June 30, 2016**	June 30, 2015
Interest Income				
Loans, Including Fees	**$9,693**	$9,873	**$19,325**	$19,582
Federal Funds Sold	**-**	-	**-**	15
Deposits with Other Banks	**23**	24	**61**	41
Investment Securities				
U.S. Government Agencies	**1,359**	978	**2,712**	2,048
State, County and Municipal	**33**	25	**67**	50
Dividends on Other Investments	**33**	30	**65**	60
	11,141	10,930	**22,230**	21,796
Interest Expense				
Deposits	**1,189**	1,219	**2,393**	2,438
Borrowed Money	**427**	464	**856**	909
	1,616	1,683	**3,249**	3,347
Net Interest Income	**9,525**	9,247	**18,981**	18,449
Provision for Loan Losses	**354**	129	**708**	491
Net Interest Income After Provision for Loan Losses	**9,171**	9,118	**18,273**	17,958
Noninterest Income				
Service Charges on Deposits	**1,055**	1,040	**2,057**	2,051
Other Service Charges, Commissions and Fees	**714**	664	**1,418**	1,302
Mortgage Fee Income	**153**	134	**253**	247
Securities Gains (Losses)	**127**	-	**129**	3
Other	**303**	520	**667**	967
	2,352	2,358	**4,524**	4,570

Noninterest Expenses				
Salaries and Employee Benefits	**4,625**	4,407	**9,099**	8,875
Occupancy and Equipment	**978**	1,017	**1,942**	2,010
Other	**2,751**	2,896	**5,548**	5,721
	8,354	8,320	**16,589**	16,606
Income Before Income Taxes	**3,169**	3,156	**6,208**	5,922
Income Taxes	**1,002**	971	**1,980**	1,854
Net Income	**2,167**	2,185	**4,228**	4,068
Preferred Stock Dividends	**406**	630	**811**	1,260
Net Income Available to Common Stockholders	**$1,761**	$1,555	**$3,417**	$2,808
Net Income Per Share of Common Stock				
Basic	**$0.21**	$0.18	**$0.40**	$0.33
Diluted	**$0.21**	$0.18	**$0.40**	$0.33
Cash Dividends Declared Per Share of Common Stock	**$-**	$-	**$-**	$-
Weighted Average Basic Shares Outstanding	**8,439,258**	8,439,258	**8,439,258**	8,439,258
Weighted Average Diluted Shares Outstanding	**8,497,618**	8,441,628	**8,490,540**	8,440,443

The accompanying notes are an integral part of these statements.

PART I (Continued)

Item 1 (Continued)

COLONY BANKCORP, INC. AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

THREE MONTHS ENDED JUNE 30, 2016 AND 2015

AND SIX MONTHS ENDED JUNE 30, 2016 AND 2015

(UNAUDITED)

(DOLLARS IN THOUSANDS)

	Three Months Ended		**Six Months Ended**	
	June 30, 2016	June 30, 2015	**June 30, 2016**	June 30, 2015
Net Income	**$2,167**	$2,185	**$4,228**	$4,068
Other Comprehensive Income:				
Gains (Losses) on Securities Arising During the Year	**1,632**	(1,910)	**6,829**	1,244
Tax Effect	**(555)**	651	**(2,322)**	(423)
Realized Gains (Losses) on Sale of AFS Securities	**127**	-	**129**	3
Tax Effect	**(43)**	-	**(44)**	(1)
Change in Unrealized Gains (Losses) on Securities Available for Sale, Net of Reclassification Adjustment and Tax Effects	**1,161**	(1,259)	**4,592**	823
Comprehensive Income	**$3,328**	$926	**$8,820**	$4,891

The accompanying notes are an integral part of these statements.

PART I (Continued)

Item 1 (Continued)

COLONY BANKCORP, INC. AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF CASH FLOWS

SIX MONTHS ENDED JUNE 30, 2016 AND 2015

(UNAUDITED)

(DOLLARS IN THOUSANDS)

	Six Months Ended	
	June 30, 2016	June 30, 2015
CASH FLOWS FROM OPERATING ACTIVITIES		
Net Income	**$4,228**	$4,068
Adjustments to Reconcile Net Income to Net Cash Provided by Operating Activities:		
Depreciation	**771**	821
Provision for Loan Losses	**708**	491
Securities (Gains) Losses	**(129)**	(3)
Amortization and Accretion	**750**	931
(Gain) Losses on Sale of Other Real Estate and Repossessions	**(31)**	(71)
Provision for Losses on Other Real Estate	**78**	18
Increase in Cash Surrender Value of Life Insurance	**(313)**	(26)
(Gain) Loss on Sale of Premises & Equipment	**77**	-
Other Prepaids, Deferrals and Accruals, Net	**498**	(747)
	6,637	5,482
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of Investment Securities Available for Sale	**(46,069)**	(51,849)
Proceeds from Maturities, Calls, and Paydowns of Investment Securities:		
Available for Sale	**24,656**	27,751
Held for Maturity	**-**	5
Proceeds from Sale of Investment Securities		
Available for Sale	**16,010**	25,173
Interest-Bearing Deposits in Other Banks	**37,151**	(3,117)
Net Loans to Customers	**(8,724)**	(20,253)
Purchase of Premises and Equipment	**(1,795)**	(354)
Proceeds from Sale of Other Real Estate and Repossessions	**1,873**	3,907
Federal Home Loan Bank Stock	**(24)**	100
Proceeds from Sale of Premises and Equipment	**14**	29
	23,092	(18,608)

CASH FLOWS FROM FINANCING ACTIVITIES		
Noninterest-Bearing Customer Deposits	**776**	(2,799)
Interest-Bearing Customer Deposits	**(35,763)**	(7,870)
Dividends Paid for Preferred Stock	**(811)**	(1,260)
	(35,798)	(11,929)
Net Decrease in Cash and Cash Equivalents	**(6,069)**	(25,055)
Cash and Cash Equivalents at Beginning of Period	**22,257**	44,605
Cash and Cash Equivalents at End of Period	**$16,188**	$19,550

The accompanying notes are an integral part of these statements.

PART I (Continued)

Item 1 (Continued)

COLONY BANKCORP, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(1) Summary of Significant Accounting Policies

Presentation

Colony Bankcorp, Inc. (the Company) is a bank holding company located in Fitzgerald, Georgia. The consolidated financial statements include the accounts of Colony Bankcorp, Inc. and its wholly-owned subsidiary, Colony Bank, Fitzgerald, Georgia. All significant intercompany accounts have been eliminated in consolidation. The accounting and reporting policies of Colony Bankcorp, Inc. conform to generally accepted accounting principles and practices utilized in the commercial banking industry.

All dollars in notes to consolidated financial statements are rounded to the nearest thousand, except for per share amounts.

The consolidated financial statements in this report are unaudited, except for the December 31, 2015 consolidated balance sheet. All adjustments consisting of normal recurring accruals which are, in the opinion of management, necessary for fair presentation of the interim consolidated financial statements have been included and fairly and accurately present the financial position, results of operations and cash flows of the Company. The results of operations for the six months ended June 30, 2016, are not necessarily indicative of the results which may be expected for the entire year.

Nature of Operations

The Bank provides a full range of retail and commercial banking services for consumers and small- to medium-size businesses located primarily in central, south and coastal Georgia. Colony Bank is headquartered in Fitzgerald, Georgia with banking offices in Albany, Ashburn, Broxton, Centerville, Columbus, Cordele, Douglas, Eastman, Fitzgerald, Leesburg, Moultrie, Quitman, Rochelle, Savannah, Soperton, Sylvester, Thomaston, Tifton, Valdosta and Warner Robins. Lending and investing activities are funded primarily by deposits gathered through its retail banking office network.

Use of Estimates

In preparing the financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities as of the balance sheet date and revenues and expenses for the period. Actual results could differ significantly from those estimates. Material estimates that are particularly susceptible to significant change in the near term relate to the determination of the allowance for loan losses and the valuation of real estate acquired in connection with foreclosures or in satisfaction of loans.

Reclassifications

In certain instances, amounts reported in prior years' consolidated financial statements have been reclassified to conform to statement presentations selected for 2016. Such reclassifications have not affected previously reported stockholders' equity or net income.

Concentrations of Credit Risk

Concentrations of credit risk can exist in relation to individual borrowers or groups of borrowers, certain types of collateral, certain types of industries, or certain geographic regions. The Company has a concentration in real estate loans as well as a geographic concentration that could pose an adverse credit risk, particularly with the current economic downturn in the real estate market. At June 30, 2016, approximately 85 percent of the Company's loan portfolio was concentrated in loans secured by real estate. A substantial portion of borrowers' ability to honor their contractual obligations is dependent upon the viability of the real estate economic sector. Declining collateral real estate values that secure land development, construction and speculative real estate loans in the Company's larger MSA markets have resulted in high loan loss provisions in recent years. In addition, a large portion of the Company's foreclosed assets are also located in these same geographic markets, making the recovery of the carrying amount of foreclosed assets susceptible to changes in market conditions. Management continues to monitor these concentrations and has considered these concentrations in its allowance for loan loss analysis.

PART I (Continued)

Item 1 (Continued)

(1) Summary of Significant Accounting Policies (Continued)

Concentrations of Credit Risk (Continued)

The success of the Company is dependent, to a certain extent, upon the economic conditions in the geographic markets it serves. Adverse changes in the economic conditions in these geographic markets would likely have a material adverse effect on the Company's results of operations and financial condition. The operating results of Colony depend primarily on its net interest income. Accordingly, operations are subject to risks and uncertainties surrounding the exposure to changes in the interest rate environment.

At times, the Company may have cash and cash equivalents at financial institutions in excess of federal deposit insurance limits. The Company places its cash and cash equivalents with high credit quality financial institutions whose credit ratings are monitored by management to minimize credit risk.

Investment Securities

The Company classifies its investment securities as trading, available for sale or held to maturity. Securities that are held principally for resale in the near term are classified as trading. Trading securities are carried at fair value, with realized and unrealized gains and losses included in noninterest income. Currently, no securities are classified as trading. Securities acquired with both the intent and ability to be held to maturity are classified as held to maturity and reported at amortized cost. All securities not classified as trading or held to maturity are considered available for sale. Securities available for sale are reported at estimated fair value. Unrealized gains and losses on securities available for sale are excluded from earnings and are reported, net of deferred taxes, in accumulated other comprehensive income (loss), a component of stockholders' equity. Gains and losses from sales of securities available for sale are computed using the specific identification method. Securities available for sale includes securities, which may be sold to meet liquidity needs arising from unanticipated deposit and loan fluctuations, changes in regulatory capital requirements, or unforeseen changes in market conditions.

The Company evaluates each held to maturity and available for sale security in a loss position for other-than-temporary impairment (OTTI). In estimating other-than-temporary impairment losses, management considers such factors as the length of time and the extent to which the market value has been below cost, the financial condition of the issuer and the Company's intent to sell and whether it is more likely than not that the Company will be required to sell the security before anticipated recovery of the amortized cost basis. If the Company intends to sell or if it is more likely than not that the Company will be required to sell the security before recovery, the OTTI write-down is recognized in earnings. If the Company does not intend to sell the security or it is not more likely than not that it will be required to sell the security before recovery, the OTTI write-down is separated into an amount representing credit loss, which is recognized in earnings and an amount related to all other factors, which is recognized in other comprehensive income (loss).

Federal Home Loan Bank Stock

Investment in stock of a Federal Home Loan Bank (FHLB) is required for every federally insured institution that utilizes its services. FHLB stock is considered restricted, as defined in the accounting standards. The FHLB stock is reported in the consolidated financial statements at cost. Dividend income is recognized when earned.

Loans

Loans that the Company has the ability and intent to hold for the foreseeable future or until maturity are recorded at their principal amount outstanding, net of unearned interest and fees. Loan origination fees, net of certain direct origination costs, are deferred and amortized over the estimated terms of the loans using the straight-line method. Interest income on loans is recognized using the effective interest method.

A loan is considered to be delinquent when payments have not been made according to contractual terms, typically evidenced by nonpayment of a monthly installment by the due date.

When management believes there is sufficient doubt as to the collectibility of principal or interest on any loan or generally when loans are 90 days or more past due, the accrual of applicable interest is discontinued and the loan is designated as nonaccrual, unless the loan is well secured and in the process of collection. Interest payments received on nonaccrual loans are either applied against principal or reported as income, according to management's judgment as to the collectibility of principal. Loans are returned to an accrual status when factors indicating doubtful collectibility on a timely basis no longer exist.

PART I (Continued)

Item 1 (Continued)

(1) Summary of Significant Accounting Policies (Continued)

Loans Modified in a Troubled Debt Restructuring (TDR)

Loans are considered to have been modified in a TDR when, due to a borrower's financial difficulty, the Company makes certain concessions to the borrower that it would not otherwise consider for new debt with similar risk characteristics. Modifications may include interest rate reductions, principal or interest forgiveness, forbearance, and other actions intended to minimize economic loss and to avoid foreclosure or repossession of the collateral. Generally, a non-accrual loan that has been modified in a TDR remains on non-accrual status for a period of 6 months to demonstrate that the borrower is able to meet the terms of the modified loan. However, performance prior to the modification, or significant events that coincide with the modification, are included in assessing whether the borrower can meet the new terms and may result in the loan being returned to accrual status at the time of loan modification or after a shorter performance period. If the borrower's ability to meet the revised payment schedule is uncertain, the loan remains on non-accrual status. Once a loan is modified in a troubled debt restructuring it is accounted for as an impaired loan, regardless of its accrual status, until the loan is paid in full, sold or charged off. A TDR may cease being classified as impaired if the loan is subsequently modified at market terms and, has performed according to the modified terms for at least six months, and there has not been any prior principal forgiveness on a cumulative basis.

Allowance for Loan Losses

The allowance for loan losses is established as losses are estimated to have occurred through a provision for loan losses charged to earnings. Loan losses are charged against the allowance when management believes the uncollectibility of a loan balance is confirmed. Subsequent recoveries, if any, are credited to the allowance.

The allowance for loan losses is evaluated on a regular basis by management and is based upon management's periodic review of the collectibility of the loans in light of historical experience, the nature and volume of the loan portfolio, adverse situations that may affect the borrower's ability to repay, estimated value of any underlying collateral and prevailing economic conditions. This evaluation is inherently subjective, as it requires estimates that are susceptible to significant revisions as more information becomes available.

The allowance consists of specific, historical and general components. The specific component relates to loans that are classified as either doubtful, substandard or special mention. For such loans that are also classified as impaired, an allowance is established when the discounted cash flows (or collateral value or observable market price) of the impaired loan are lower than the carrying value of that loan. The historical component covers nonclassified loans and is based on historical loss experience adjusted for qualitative factors. A general component is maintained to cover uncertainties that could affect management's estimate of probable losses. The general component of the allowance reflects the margin of imprecision inherent in the underlying assumptions used in the methodologies for estimating specific and historical losses in the portfolio. General valuation allowances are based on internal and external qualitative risk factors such as (1) changes in lending policies and procedures, including changes in underwriting standards and collections, charge offs, and recovery practices, (2) changes in international, national, regional, and local conditions, (3) changes in the nature and volume of the portfolio and terms of loans, (4) changes in the experience, depth, and ability of lending management, (5) changes in the volume and severity of past due loans and other similar conditions, (6) changes in the quality of the organization's loan review system, (7) changes in the value of underlying collateral for collateral dependent loans, (8) the existence and effect of any concentrations of credit and changes in the levels of such concentrations, and (9) the effect of other external factors (i.e. competition, legal and regulatory requirements) on the level of estimated credit losses.

Loans identified as losses by management, internal loan review and/or regulatory agencies are charged off.

A loan is considered impaired when, based on current information and events, it is probable that the Company will be unable to collect the scheduled payments of principal or interest when due according to the contractual terms of the loan agreement. Factors considered by management in determining impairment include payment status, collateral value and the probability of collecting scheduled principal and interest payments when due. Loans that experience insignificant payment delays and payment shortfalls generally are not classified as impaired. Management determines the significance of payment delays and payment shortfalls on a case-by-case basis, taking into consideration all of the circumstances surrounding the loan and the borrower, including the length of the delay, the reasons for the delay, the borrower's prior payment record and the amount of the shortfall in relation to the principal and interest owed. Impairment is measured on a loan-by-loan basis by either the present value of expected future cash flows discounted at the loan's effective interest rate, the loan's obtainable market price or the fair value of the collateral if the loan is collateral dependent.

PART I (Continued)

Item 1 (Continued)

(1) Summary of Significant Accounting Policies (Continued)

Allowance for Loan Losses (Continued)

A significant portion of the Company’s impaired loans are deemed to be collateral dependent. Management therefore measures impairment on these loans based on the fair value of the collateral. Collateral values are determined based on appraisals performed by qualified licensed appraisers hired by the Company or by senior members of the Company’s credit administration staff. The decision whether or not to obtain an external third-party appraisal usually depends on the type of property being evaluated. External appraisals are usually obtained on more complex, income producing properties such as hotels, shopping centers and businesses. Less complex properties such as residential lots, farm land and single family houses may be evaluated internally by senior credit administration staff. When the Company does obtain appraisals from external third-parties, the values utilized in the impairment calculation are “as is” or current market values. The appraisals, whether prepared internally or externally, may utilize a single valuation approach or a combination of approaches including the comparable sales, income and cost approach. Appraised amounts used in the impairment calculation are typically discounted 10 percent to account for selling and marketing costs, if the repayment of the loan is to come from the sale of the collateral. Although appraisals are not obtained each year on all impaired loans, the collateral values used in the impairment calculations are evaluated quarterly by management. Based on management’s knowledge of the collateral and the current real estate market conditions, appraised values may be further discounted to reflect facts and circumstances known to management since the most recent appraisal was performed.

Adjustments are routinely made in the appraisal process by the appraisers to adjust for differences between the comparable sales and income data available. Such adjustments are typically significant and result in a level 3 classification of the inputs for determining fair value. Because of the high degree of judgment required in estimating the fair value of collateral underlying impaired loans and because of the relationship between fair value and general economic conditions, we consider the fair value of impaired loans to be highly sensitive to changes in market conditions.

Premises and Equipment

Premises and equipment are recorded at acquisition cost net of accumulated depreciation.

Depreciation is charged to operations over the estimated useful lives of the assets. The estimated useful lives and methods of depreciation are as follows:

Description	Life in Years	Method
Banking Premises	15 - 40	Straight-Line and Accelerated
Furniture and Equipment	5 - 10	Straight-Line and Accelerated

Expenditures for major renewals and betterments are capitalized. Maintenance and repairs are charged to operations as incurred. When property and equipment are retired or sold, the cost and accumulated depreciation are removed from the respective accounts and any gain or loss is reflected in other income or expense.

Intangible Assets

Intangible assets consist of core deposit intangibles acquired in connection with a business combination. The core deposit intangible is initially recognized based on a valuation performed as of the consummation date. The core deposit intangible is amortized by the straight-line method over the average remaining life of the acquired customer deposits.

Transfers of Financial Assets

Transfers of financial assets are accounted for as sales, when control over the assets has been surrendered. Control over transferred assets is deemed to be surrendered when (1) the assets have been isolated from the Company, (2) the transferee obtains the right (free of conditions that constrain it from taking advantage of that right) to pledge or exchange the transferred assets and (3) the Company does not maintain effective control over the transferred assets through an agreement to repurchase them before their maturity.

PART I (Continued)

Item 1 (Continued)

(1) Summary of Significant Accounting Policies (Continued)

Statement of Cash Flows

For reporting cash flows, cash and cash equivalents include cash on hand, noninterest-bearing amounts due from banks and federal funds sold. Cash flows from demand deposits, interest-bearing checking accounts, savings accounts, loans and certificates of deposit are reported net.

Advertising Costs

The Company expenses the cost of advertising in the periods in which those costs are incurred.

Income Taxes

The provision for income taxes is based upon income for financial statement purposes, adjusted for nontaxable income and nondeductible expenses. Deferred income taxes have been provided when different accounting methods have been used in determining income for income tax purposes and for financial reporting purposes.

Deferred tax assets and liabilities are recognized based on future tax consequences attributable to differences arising from the financial statement carrying values of assets and liabilities and their tax bases. The differences relate primarily to depreciable assets (use of different depreciation methods for financial statement and income tax purposes) and allowance for loan losses (use of the allowance method for financial statement purposes and the direct write-off method for tax purposes). In the event of changes in the tax laws, deferred tax assets and liabilities are adjusted in the period of the enactment of those changes, with effects included in the income tax provision. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. The Company and its subsidiary file a consolidated federal income tax return. The subsidiary pays its proportional share of federal income taxes to the Company based on its taxable income.

Positions taken in the Company’s tax returns may be subject to challenge by the taxing authorities upon examination. Uncertain tax positions are initially recognized in the consolidated financial statements when it is more likely than not the position will be sustained upon examination by the tax authorities. Such tax positions are both initially and subsequently measured as the largest amount of tax benefit that is greater than 50 percent likely of being realized upon settlement with the tax authority, assuming full knowledge of the position and all relevant facts. The Company provides for interest and, in some cases, penalties on tax positions that may be challenged by the taxing authorities. Interest expense is recognized beginning in the first period that such interest would begin accruing. Penalties are recognized in the period that the Company claims the position in the tax return. Interest and penalties on income tax uncertainties are classified within income tax expense in the consolidated statement of income.

Other Real Estate

Other real estate generally represents real estate acquired through foreclosure and is initially recorded at estimated fair value at the date of acquisition less the cost of disposal. Losses from the acquisition of property in full or partial satisfaction of debt are recorded as loan losses. Properties are evaluated regularly to ensure the recorded amounts are supported by current fair values, and valuation allowances are recorded as necessary to reduce the carrying amount to fair value less estimated cost of disposal. Routine holding costs and gains or losses upon disposition are included in other noninterest expense.

Bank-Owned Life Insurance

The Company has purchased life insurance on the lives of certain key members of management and directors. The life insurance policies are recorded at the amount that can be realized under the insurance contract at the balance sheet date, which is the cash surrender value adjusted for other charges or amounts due that are probable at settlement, if applicable. Increases in the cash surrender value are recorded as other income in the consolidated statements of income. The cash surrender value of the insurance contracts is recorded in other assets on the consolidated balance sheets in the amount of $15,143 and $14,830 as of June 30, 2016 and December 31, 2015, respectively.

PART I (Continued)

Item 1 (Continued)

(1) Summary of Significant Accounting Policies (Continued)

Comprehensive Income

Accounting principles generally require that recognized revenue, expenses, gains and losses be included in net income. Certain changes in assets and liabilities, such as unrealized gains and losses on securities available for sale, represent equity changes from economic events of the period other than transactions with owners and are not reported in the consolidated statements of operations but as a separate component of the equity section of the consolidated balance sheets. Such items are considered components of other comprehensive income (loss). Accounting standards codification requires the presentation in the consolidated financial statements of net income and all items of other comprehensive income (loss) as total comprehensive income (loss).

Off-Balance Sheet Credit Related Financial Instruments

In the ordinary course of business, the Company has entered into commitments to extend credit, commercial letters of credit and standby letters of credit. Such financial instruments are recorded when they are funded.

Changes in Accounting Principles and Effects of New Accounting Pronouncements

ASU 2014-09, *Revenue from Contracts with Customers (Topic 606).* The core principle of ASU 2014-09 is to recognize revenues when promised goods or services are transferred to customers in an amount that reflects the consideration to which an entity is expected to be entitled for those goods or services. ASU 2014-09 defines a five-step process to achieve this core principle and, in doing so, it is possible more judgment and estimates may be required within the revenue recognition process than required under existing U.S. GAAP, including identifying performance obligations in the contract, estimating the amount of variable consideration to include in the transaction price and allocating the transaction price to each performance obligation. ASU 2014-09, as deferred one year by ASU 2015-14, is effective for the Company in the first quarter of fiscal year 2018. The Company is currently evaluating the impact of the pending adoption of ASU 2014-09 on the consolidated financial statements.

ASU 2016-1, *“No. 2016-01, Financial Instruments – Overall (Subtopic 825-10): Recognition and Measurement of Financial Assets and Financial Liabilities.* ASU 2016-1, among other things, (i) requires equity investments, with certain exceptions, to be measured at fair value with changes in fair value recognized in net income, (ii) simplifies the impairment assessment of equity investments without readily determinable fair values by requiring a qualitative assessment to identify impairment, (iii) eliminates the requirement for public business entities to disclose the methods and significant assumptions used to estimate the fair value that is required to be disclosed for financial instruments measured at amortized cost on the balance sheet, (iv) requires public business entities to use the exit price notion when measuring the fair value of financial instruments for disclosure purposes, (v) requires an entity to present separately in other comprehensive income the portion of the total change in the fair value of a liability resulting from a change in the instrument-specific credit risk when the entity has elected to measure the liability at fair value in accordance with the fair value option for financial instruments, (vi) requires separate presentation of financial assets and financial liabilities by measurement category and form of financial asset on the balance sheet or the accompanying notes to the financial statements and (viii) clarifies that an entity should evaluate the need for a valuation allowance on a deferred tax asset related to available-for-sale. ASU 2016-1 will be effective for the Company on January 1, 2018. The Company is currently evaluating the impact of the pending adoption of ASU 2016-1 on the consolidated financial statements.

ASU 2016-02, *"Leases."* This ASU requires lessees to put most leases on their balance sheets but recognize expenses in the income statement in a manner similar to current accounting treatment. This ASU changes the guidance on sale-leaseback transactions, initial direct costs and lease execution costs, and, for lessors, modifies the classification criteria and the accounting for sales-type and direct financing leases. For public business entities, this ASU is effective for annual periods beginning after December 15, 2018, and interim periods therein. Entities are required to use a modified retrospective approach for leases that exist or are entered into after the beginning of the earliest comparative period in the financial statements. The Company is evaluating the impact of this ASU on its financial statements and disclosures.

ASU 2016-09, *"Improvements to Employee Share-Based Payment Accounting."* This ASU simplifies several aspects of the accounting for employee share-based payment transactions, including the income tax consequences, classification of awards as either equity or liabilities, and classification on the statement of cash flows. For public business entities, this ASU is effective for financial statements issued for fiscal years beginning after December 15, 2016, and interim periods therein. The Company is evaluating the impact of this ASU on its financial statements and disclosures.

PART I (Continued)

Item 1 (Continued)

(1) Summary of Significant Accounting Policies (Continued)

Changes in Accounting Principles and Effects of New Accounting Pronouncements (Continued)

ASU 2016-13, *"Financial Instruments – Credit Losses."* This ASU sets forth a "current expected credit loss" (CECL) model which requires the Company to measure all expected credit losses for financial instruments held at the reporting date based on historical experience, current conditions and reasonable supported forecasts. This replaces the existing incurred loss model and is applicable to the measurement of credit losses on financial assets measured at amortized cost and applies to some off-balance sheet credit exposures. This ASU is effective for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years. The Company is currently assessing the impact of the adoption of this ASU on its consolidated financial statements.

(2) Investment Securities

Investment securities as of June 30, 2016 and December 31, 2015 are summarized as follows:

June 30, 2016	**Amortized Cost**	**Gross Unrealized Gains**	**Gross Unrealized Losses**	**Fair Value**
Securities Available for Sale:				
U. S. Government Agencies				
Mortgage-Backed	**$ 302,731**	**$ 1,734**	**$ (1,615)**	**$302,850**
State, County & Municipal	**4,956**	**120**	**-**	**5,076**
	$ 307,687	**$ 1,854**	**$ (1,615)**	**$307,926**

December 31, 2015	**Amortized Cost**	**Gross Unrealized**	**Gross Unrealized**	**Fair Value**

		Gains	Losses	
Securities Available for Sale:				
U. S. Government Agencies				
Mortgage-Backed	$ 297,779	$ 63	$ (6,792)	$ 291,050
State, County & Municipal	5,089	30	(20)	5,099
	$ 302,868	$ 93	$ (6,812)	$ 296,149

16

PART I (Continued)

Item 1 (Continued)

(2) Investment Securities (Continued)

The amortized cost and fair value of investment securities as of June 30, 2016, by contractual maturity, are shown hereafter. Expected maturities may differ from contractual maturities for certain investments because issuers may have the right to call or prepay obligations with or without call or prepayment penalties. This is often the case with mortgage-backed securities, which are disclosed separately in the table below.

	Securities Available for Sale	
	Amortized Cost	**Fair Value**
Due In One Year or Less	**$330**	**$330**
Due After One Year Through Five Years	**2,021**	**2,041**
Due After Five Years Through Ten Years	**1,113**	**1,154**
Due After Ten Years	**1,492**	**1,551**
	$4,956	**$5,076**
Mortgage-Backed Securities	**302,731**	**302,850**
	$307,687	**$307,926**

Proceeds from the sale of investments available for sale during the first six months of 2016 totaled $16,010 compared to $25,173 for the first six months of 2015. The sale of investments available for sale during the first six months of 2016 resulted in gross realized gains of $135 and losses of $6. The sale of investments available for sale during the first six months of 2015 resulted in gross realized gains of $199 and losses of $196.

Investment securities having a carry value approximating $120,010 and $133,754 as of June 30, 2016 and December 31, 2015, respectively, were pledged to secure public deposits and for other purposes.

Information pertaining to securities with gross unrealized losses at June 30, 2016 and December 31, 2015 aggregated by investment category and length of time that individual securities have been in a continuous loss position, follows:

	Less Than 12 Months		12 Months or Greater		Total	
	Fair Value	**Gross Unrealized Losses**	**Fair Value**	**Gross Unrealized Losses**	**Fair Value**	**Gross Unrealized Losses**
June 30, 2016						
U. S. Government Agencies						
Mortgage-Backed	**$29,085**	**$ (132)**	**$116,481**	**$ (1,483)**	**$145,566**	**$ (1,615)**
	$29,085	**$ (132)**	**$116,481**	**$ (1,483)**	**$145,566**	**$ (1,615)**
December 31. 2015						
U.S. Government Agencies						
Mortgage-Backed	$139,765	$ (1,270)	$139,720	$ (5,522)	$279,485	$ (6,792)
State, County and Municipal	1,035	(20)	-	-	1,035	(20)
	$140,800	$ (1,290)	$139,720	$ (5,522)	$280,520	$ (6,812)

PART I (Continued)

Item 1 (Continued)

(2) Investment Securities (Continued)

Management evaluates securities for other-than-temporary impairment at least on a quarterly basis, and more frequently when economic or market concerns warrant such evaluation. Consideration is given to (1) the length of time and the extent to which the fair value has been less than cost, (2) the financial condition and near-term prospects of the issuer and (3) the intent and ability of the Company to retain its investment in the issuer for a period of time sufficient to allow for any anticipated recovery in fair value.

At June 30, 2016, the debt securities with unrealized losses have depreciated 1.10 percent from the Company's amortized cost basis. These securities are guaranteed by either the U.S. Government, other governments or U.S. corporations. In analyzing an issuer's financial condition, management considers whether the securities are issued by the federal government or its agencies, whether downgrades by bond rating agencies have occurred and the results of reviews of the issuer's financial condition. The unrealized losses are largely due to increases in market interest rates over the yields available at the time the underlying securities were purchased. As management has the ability to hold debt securities until maturity, or for the foreseeable future if classified as available-for-sale, no declines are deemed to be other than temporary.

(3) Loans

The following table presents the composition of loans segregated by class of loans, as of June 30, 2016 and December 31, 2015.

	June 30, 2016	December 31, 2015
Commercial and Agricultural		
Commercial	**$47,934**	$47,782
Agricultural	**24,307**	19,193
Real Estate		
Commercial Construction	**32,292**	40,107
Residential Construction	**9,141**	9,413
Commercial	**345,181**	346,262

Residential	**196,140**	197,002
Farmland	**70,137**	61,780
Consumer and Other		
Consumer	**19,936**	20,605
Other	**19,141**	16,492
Total Loans	**$764,209**	$758,636

Commercial and industrial loans are extended to a diverse group of businesses within the Company's market area. These loans are often underwritten based on the borrower's ability to service the debt from income from the business. Real estate construction loans often require loan funds to be advanced prior to completion of the project. Due to uncertainties inherent in estimating construction costs, changes in interest rates and other economic conditions, these loans often pose a higher risk than other types of loans. Consumer loans are originated at the bank level. These loans are generally smaller loan amounts spread across many individual borrowers to help minimize risk.

Credit Quality Indicators. As part of the ongoing monitoring of the credit quality of the loan portfolio, management tracks certain credit quality indicators including trends related to (i) the risk grade assigned to commercial and consumer loans, (ii) the level of classified commercial loans, (iii) net charge-offs, (iv) nonperforming loans, and (v) the general economic conditions in the Company's geographic markets.

The Company uses a risk grading matrix to assign a risk grade to each of its loans. Loans are graded on a scale of 1 to 8. A description of the general characteristics of the grades is as follows:

PART I (Continued)

Item 1 (Continued)

(3) Loans (Continued)

Grades 1 and 2 – Borrowers with these assigned grades range in risk from virtual absence of risk to minimal risk. Such loans may be secured by Company-issued and controlled certificates of deposit or properly margined equity securities or bonds. Other loans comprising these grades are made to companies that have been in existence for a long period of time with many years of consecutive profits and strong equity, good liquidity, excellent debt service ability and unblemished past performance, or to exceptionally strong individuals with collateral of unquestioned value that fully secures the loans. Loans in this category fall into the "pass" classification.

Grades 3 and 4 – Loans assigned these "pass" risk grades are made to borrowers with acceptable credit quality and risk. The risk ranges from loans with no significant weaknesses in repayment capacity and collateral protection to acceptable loans with one or more risk factors considered to be more than average.

Grade 5 – This grade includes "special mention" loans on management's watch list and is intended to be used on a temporary basis for pass grade loans where risk-modifying action is intended in the short-term.

Grade 6 – This grade includes "substandard" loans in accordance with regulatory guidelines. This category includes borrowers with well-defined weaknesses that jeopardize the payment of the debt in accordance with the agreed terms. Loans considered to be impaired are assigned this grade, and these loans often have assigned loss allocations as part of the allowance for loan and lease losses. Generally, loans on which interest accrual has been stopped would be included in this grade.

Grades 7 and 8 – These grades correspond to regulatory classification definitions of "doubtful" and "loss," respectively. In practice, any loan with these grades would be for a very short period of time, and generally the Company has no loans with these assigned grades. Management manages the Company's problem loans in such a way that uncollectible loans or uncollectible portions of loans are charged off immediately with any residual, collectible amounts assigned a risk grade of 6.

The following table presents the loan portfolio by credit quality indicator (risk grade) as of June 30, 2016 and December 31, 2015. Those loans with a risk grade of 1, 2, 3 or 4 have been combined in the pass column for presentation purposes. For the period ending June 30, 2016, the Company did not have any loans classified as "doubtful" or a "loss".

June 30, 2016

	Pass	Special Mention	Substandard	Total Loans
Commercial and Agricultural				
Commercial	$45,696	$ 871	$ 1,367	$47,934
Agricultural	23,872	62	373	24,307
Real Estate				
Commercial Construction	29,979	1,011	1,302	32,292
Residential Construction	9,141	-	-	9,141
Commercial	321,052	7,434	16,695	345,181
Residential	176,773	8,132	11,235	196,140
Farmland	68,056	1,119	962	70,137
Consumer and Other				
Consumer	19,386	124	426	19,936
Other	19,121	-	20	19,141
Total Loans	$713,076	$ 18,753	$ 32,380	$764,209

PART I (Continued)

Item 1 (Continued)

(3) Loans (Continued)

December 31, 2015

	Pass	Special Mention	Substandard	Total Loans
Commercial and Agricultural				
Commercial	$44,274	$ 1,927	$ 1,581	$47,782
Agricultural	18,970	18	205	19,193
Real Estate				
Commercial Construction	36,516	913	2,678	40,107
Residential Construction	9,413	-	-	9,413
Commercial	320,566	13,653	12,043	346,262
Residential	177,054	8,546	11,402	197,002
Farmland	56,798	930	4,052	61,780
Consumer and Other				
Consumer	20,038	156	411	20,605
Other	16,467	-	25	16,492
Total Loans	$700,096	$ 26,143	$ 32,397	$758,636

A loan’s risk grade is assigned at the inception of the loan and is based on the financial strength of the borrower and the type of collateral. Loan risk grades are subject to reassessment at various times throughout the year as part of the Company’s ongoing loan review process. Loans with an assigned risk grade of 6 or below and an outstanding balance of $250,000 or more are reassessed on a quarterly basis. During this reassessment process individual reserves may be identified and placed against certain loans which are not considered impaired.

In assessing the overall economic condition of the markets in which it operates, the Company monitors the unemployment rates for its major service areas. The unemployment rates are reviewed on a quarterly basis as part of the allowance for loan loss determination.

Loans are considered past due if the required principal and interest payments have not been received as of the date such payments were due. Generally, loans are placed on nonaccrual status if principal or interest payments become 90 days past due or when, in management’s opinion, the borrower may be unable to meet payment obligations as they become due, as well as when required by regulatory provision. Loans may be placed on nonaccrual status regardless of whether or not such loans are considered past due.

PART I (Continued)

Item 1 (Continued)

(3) Loans (Continued)

The following table represents an age analysis of past due loans and nonaccrual loans, segregated by class of loans, as of June 30, 2016 and December 31, 2015:

June 30, 2016

	Accruing Loans					
	30-89 Days Past Due	90 Days or More Past Due	Total Accruing Loans Past Due	Nonaccrual Loans	Current Loans	Total Loans
Commercial and Agricultural						
Commercial	$320	$ -	$ 320	$ 461	$47,153	$47,934
Agricultural	104	-	104	192	24,011	24,307
Real Estate						
Commercial Construction	148	-	148	190	31,954	32,292
Residential Construction	-	-	-	-	9,141	9,141
Commercial	1,452	-	1,452	7,678	336,051	345,181
Residential	3,123	-	3,123	3,455	189,562	196,140
Farmland	220	-	220	933	68,984	70,137
Consumer and Other						
Consumer	244	-	244	240	19,452	19,936
Other	-	-	-	-	19,141	19,141
Total Loans	$5,611	$ -	$ 5,611	$ 13,149	$745,449	$764,209

December 31, 2015

	Accruing Loans		
		90 Days	Nonaccrual

	30-89 Days Past Due	or More Past Due	Total Accruing Loans Past Due	Loans	Current Loans	Total Loans
Commercial and Agricultural						
Commercial	$491	$ -	$ 491	$ 577	$46,714	$47,782
Agricultural	71	-	71	178	18,944	19,193
Real Estate						
Commercial Construction	90	-	90	1,643	38,374	40,107
Residential Construction	-	-	-	-	9,413	9,413
Commercial	6,031	-	6,031	7,565	332,666	346,262
Residential	3,683	-	3,683	3,164	190,155	197,002
Farmland	123	-	123	1,103	60,554	61,780
Consumer and Other						
Consumer	470	8	478	178	19,949	20,605
Other	-	-	-	-	16,492	16,492
Total Loans	$10,959	$ 8	$ 10,967	$ 14,408	$733,261	$758,636

PART I (Continued)

Item 1 (Continued)

(3) Loans (Continued)

The following table details impaired loan data as of June 30, 2016:

June 30, 2016	**Unpaid Contractual Principal Balance**	**Impaired Balance**	**Related Allowance**	**Average Recorded Investment**	**Interest Income Recognized**	**Interest Income Collected**
With No Related Allowance Recorded						
Commercial	$ 460	$ 460	$ -	$ 472	$ 4	$ 5
Agricultural	213	192	-	188	9	13
Commercial Construction	453	428	-	930	8	7
Residential Construction	-	-	-	-	-	-
Commercial Real Estate	16,383	15,615	-	13,577	271	270
Residential Real Estate	5,227	4,956	-	4,606	(7)	119
Farmland	935	933	-	1,121	(3)	1
Consumer	248	240	-	205	4	6
Other	-	-	-	-	-	-
	23,919	22,824	-	21,099	286	421
With An Allowance Recorded						
Commercial	-	-	-	50	-	-
Agricultural	-	-	-	-	-	-
Commercial Construction	74	74	22	75	-	-
Residential Construction	-	-	-	-	-	-
Commercial Real Estate	8,709	8,695	2,886	8,305	127	124
Residential Real Estate	864	856	440	965	3	3
Farmland	384	384	33	386	10	11
Consumer	-	-	-	-	-	-
Other	-	-	-	-	-	-
	10,031	10,009	3,381	9,781	140	138
Total						

Commercial	**460**	**460**	**-**	**522**	**4**	**5**
Agricultural	**213**	**192**	**-**	**188**	**9**	**13**
Commercial Construction	**527**	**502**	**22**	**1,005**	**8**	**7**
Residential Construction	**-**	**-**	**-**	**-**	**-**	**-**
Commercial Real Estate	**25,092**	**24,310**	**2,886**	**21,882**	**398**	**394**
Residential Real Estate	**6,091**	**5,812**	**440**	**5,571**	**(4)**	**122**
Farmland	**1,319**	**1,317**	**33**	**1,507**	**7**	**12**
Consumer	**248**	**240**	**-**	**205**	**4**	**6**
Other	**-**	**-**	**-**	**-**	**-**	**-**
	$ 33,950	**$ 32,833**	**$ 3,381**	**$ 30,880**	**$ 426**	**$ 559**

22

PART I (Continued)

Item 1 (Continued)

(3) Loans (Continued)

The following table details impaired loan data as of December 31, 2015:

December 31, 2015

	Unpaid Contractual Principal Balance	Impaired Balance	Related Allowance	Average Recorded Investment	Interest Income Recognized	Interest Income Collected
With No Related Allowance Recorded						
Commercial	$ 454	$ 454	$ -	$ 535	$ 17	$ 21
Agricultural	196	178	-	163	(10)	10
Commercial Construction	6,888	1,898	-	2,867	26	27
Commercial Real Estate	15,569	15,122	-	15,430	529	531
Residential Real Estate	5,429	4,576	-	4,715	176	159
Farmland	1,105	1,103	-	1,340	1	2
Consumer	180	178	-	191	14	15
Other	-	-	-	48	-	-
	29,821	23,509	-	25,289	753	765
With An Allowance Recorded						
Commercial	123	123	95	100	2	3
Agricultural	-	-	-	-	-	-
Commercial Construction	77	76	25	92	-	-
Commercial Real Estate	8,969	8,956	1,608	6,673	214	209
Residential Real Estate	1,083	1,075	308	1,089	16	16
Farmland	388	388	37	391	21	21
Consumer	-	-	-	-	-	-
Other	-	-	-	-	-	-
	10,640	10,618	2,073	8,345	253	249
Total						
Commercial	577	577	95	635	19	24
Agricultural	196	178	-	163	(10)	10

Commercial Construction	6,965	1,974	25	2,959	26	27
Commercial Real Estate	24,538	24,078	1,608	22,103	743	740
Residential Real Estate	6,512	5,651	308	5,804	192	175
Farmland	1,493	1,491	37	1,731	22	23
Consumer	180	178	-	191	14	15
Other	-	-	-	48	-	-
	$ 40,461	$ 34,127	$ 2,073	$ 33,634	$ 1,006	$ 1,014

PART I (Continued)

Item 1 (Continued)

(3) Loans (Continued)

The following table details impaired loan data as of June 30, 2015:

June 30, 2015	**Unpaid Contractual Principal Balance**	**Impaired Balance**	**Related Allowance**	**Average Recorded Investment**	**Interest Income Recognized**	**Interest Income Collected**
With No Related Allowance Recorded						
Commercial	$ 710	$ 648	$ -	$ 555	$ (11)	$ 16
Agricultural	179	161	-	159	(10)	10
Commercial Construction	9,613	3,408	-	3,418	13	14
Residential Construction	-	-	-	-	-	-
Commercial Real Estate	15,149	15,149	-	16,093	281	261
Residential Real Estate	5,612	4,691	-	4,943	115	105
Farmland	1,444	1,442	-	1,430	3	4
Consumer	244	204	-	198	(4)	8
Other	-	-	-	97	-	-
	32,951	25,703	-	26,893	387	418
With An Allowance Recorded						
Commercial	92	92	92	93	-	-
Agricultural	-	-	-	-	-	-
Commercial Construction	80	80	18	107	-	-
Residential Construction	-	-	-	-	-	-
Commercial Real Estate	6,639	5,992	278	5,728	56	47
Residential Real Estate	1,093	1,093	320	1,098	9	8
Farmland	392	392	59	393	11	11
Consumer	-	-	-	-	-	-
Other	-	-	-	-	-	-
	8,296	7,649	767	7,419	76	66
Total						

Commercial	802	740	92	648	(11)	16
Agricultural	179	161	-	159	(10)	10
Commercial Construction	9,693	3,488	18	3,525	13	14
Residential Construction	-	-	-	-	-	-
Commercial Real Estate	21,788	21,141	278	21,821	337	308
Residential Real Estate	6,705	5,784	320	6,041	124	113
Farmland	1,836	1,834	59	1,823	14	15
Consumer	244	204	-	198	(4)	8
Other	-	-	-	97	-	-
	$ 41,247	$ 33,352	$ 767	$ 34,312	$ 463	$ 484

PART I (Continued)

Item 1 (Continued)

(3) Loans (Continued)

Troubled Debt Restructurings (TDRs) are troubled loans on which the original terms of the loan have been modified in favor of the borrower due to deterioration in the borrower's financial condition. Each potential loan modification is reviewed individually and the terms of the loan are modified to meet the borrower's specific circumstances at a point in time. Not all loan modifications are TDRs. Loan modifications are reviewed and approved by the Company's senior lending staff, who then determine whether the loan meets the criteria for a TDR. Generally, the types of concessions granted to borrowers that are evaluated in determining whether a loan is classified as a TDR include:

Interest rate reductions – Occur when the stated interest rate is reduced to a nonmarket rate or a rate the borrower would not be able to obtain elsewhere under similar circumstances.

Amortization or maturity date changes – Result when the amortization period of the loan is extended beyond what is considered a normal amortization period for loans of similar type with similar collateral.

Principal reductions – These are often the result of commercial real estate loan workouts where two new notes are created. The primary note is underwritten based upon our normal underwriting standards and is structured so that the projected cash flows are sufficient to repay the contractual principal and interest of the newly restructured note. The terms of the secondary note vary by situation and often involve that note being charged-off, or the principal and interest payments being deferred until after the primary note has been repaid. In situations where a portion of the note is charged-off during modification there is often no specific reserve allocated to those loans. This is due to the fact that the amount of the charge-off usually represents the excess of the original loan balance over the collateral value and the Company has determined there is no additional exposure on those loans.

As discussed in Note 1, Summary of Significant Accounting Policies, once a loan is identified as a TDR, it is accounted for as an impaired loan. The Company had no unfunded commitments to lend to a customer that has a troubled debt restructured loan as of June 30, 2016. The following tables present the number of loan contracts restructured during the three month and six month period ended June 30, 2016 and 2015. It shows the pre- and post-modification recorded investment as well as the number of contracts and the recorded investment for those TDRs modified during the previous twelve months which subsequently defaulted during the period. Loans modified in a troubled debt restructuring are considered to be in default once the loan becomes 90 days past due. A TDR may cease being classified as impaired if the loan is subsequently modified at market terms and, has performed according to the modified terms for at least six months, and there has not been any prior principal forgiveness on a cumulative basis.

Troubled Debt Restructurings	**Three Months Ended June 30, 2016**			**Six Months Ended June 30, 2016**		
	# of Contracts	Pre-Modification	Post-Modification	# of Contracts	Pre-Modification	Post-Modification
Residential Real Estate	**1**	**$ 91**	**$ 91**	**1**	**$ 91**	**$ 91**
Total Loans	**1**	**$ 91**	**$ 91**	**1**	**$ 91**	**$ 91**

Troubled Debt Restructurings	**Three Months Ended June 30, 2015**			**Six Months Ended June 30, 2015**		
	# of Contracts	Pre-Modification	Post-Modification	# of Contracts	Pre-Modification	Post-Modification
Residential Real Estate	-	$ -	$ -	1	$ 881	$ 897
Total Loans	-	$ -	$ -	1	$ 881	$ 897

PART I (Continued)

Item 1 (Continued)

(3) Loans (Continued)

The company did not have any TDRs that subsequently defaulted for the three months and six months ended June 30, 2016.

(4) Allowance for Loan Losses

The following tables detail activity in the allowance for loan losses, segregated by class of loan, for the six month period ended June 30, 2016 and June 30, 2015. Allocation of a portion of the allowance to one category of loans does not preclude its availability to absorb losses in other loan categories and periodically may result in reallocation within the provision categories.

June 30, 2016

	Beginning Balance	Charge-Offs	Recoveries	Provision	Ending Balance
Commercial and Agricultural					
Commercial	$ 855	$ (225)	$ 25	$ (100)	$ 555
Agricultural	203	(18)	2	64	251
Real Estate					
Commercial Construction	691	(25)	804	(1,032)	438
Residential Construction	20	-	-	(2)	18
Commercial	3,851	(569)	180	2,136	5,598
Residential	1,990	(159)	23	(242)	1,612
Farmland	912	-	125	(241)	796
Consumer and Other					
Consumer	63	(111)	21	123	96
Other	19	-	5	2	26
	$ 8,604	$ (1,107)	$ 1,185	$ 708	$ 9,390

26

PART I (Continued)

Item 1 (Continued)

(4) Allowance for Loan Losses (Continued)

June 30, 2015

	Beginning Balance	Charge-Offs	Recoveries	Provision	Ending Balance
Commercial and Agricultural					
Commercial	$ 497	$ (185)	$ 23	$ 11	$ 346
Agricultural	304	-	2	3	309
Real Estate					
Commercial Construction	1,223	(96)	272	187	1,586
Residential Construction	138	-	-	-	138
Commercial	3,665	(166)	128	195	3,822
Residential	2,425	(744)	35	57	1,773
Farmland	104	-	-	2	106
Consumer and Other					
Consumer	67	(90)	30	35	42
Other	379	(25)	3	1	358
	$ 8,802	$ (1,306)	$ 493	$ 491	$ 8,480

For the year ended December 31, 2015 the Company's historical loss ratio within the ALLL calculation was based on a rolling 8 quarter historical loss period. During the first quarter of 2016 Company management implemented a change to its allowance for loan loss methodology by expanding the historical loss period from a rolling 8 quarters to a rolling 16 quarters. Management believes the longer historical loss period better reflects the current and expected loss behavior of the loan portfolio within the current credit cycle. The transition to a rolling 16 quarter loss period will be complete in the first quarter of 2017. As of June 30, 2016, this change in the historical loss period resulted in an increase to the allowance for loan losses of $669,000.

Management continually evaluates the allowance for loan losses methodology seeking to refine and enhance this process as appropriate, and it is likely that the methodology will continue to evolve over time.

Since not all loans in the substandard category are considered impaired, this quarterly review process may result in the identification of specific reserves on nonimpaired loans. Management considers those loans graded substandard, but not classified as impaired, to be higher risk loans and, therefore, makes specific allocations to the allowance for those loans if warranted. The total of such loans is $12.64 million and $8.6 million as of June 30, 2016 and 2015, respectively. Specific allowance allocations were made for these loans totaling $791 thousand and $569 thousand as of June 30, 2016 and 2015, respectively. Since these loans are not considered impaired, both the loan balance and related specific allocation are included in the "Collectively Evaluated for Impairment" column of the following tables.

The Company determines its individual reserves during its quarterly review of substandard loans. This process involves reviewing all loans with a risk grade of 6 or greater and an outstanding balance of $250,000 or more, regardless of the loans impairment classification. At June 30, 2016, there were 165 impaired loans totaling $3.8 million below the $250,000 review threshold which were not individually reviewed for impairment. Those loans were subject to the bank's general loan loss reserve methodology and are included in the "Collectively Evaluated for Impairment" column of the following tables. Likewise, at June 30, 2015, there were 156 impaired loans totaling $4.3 million were below the $250,000 review threshold and were subject to the bank's general loan loss reserve methodology and are included in the "Collectively Evaluated for Impairment" column of the following tables.

PART I (Continued)

Item 1 (Continued)

(4) Allowance for Loan Losses (Continued)

The following tables present breakdowns of the allowance for loan losses, segregated by impairment methodology for June 30, 2016 and 2015:

June 30, 2016

	Ending Allowance Balance			Ending Loan Balance		
	Individually Evaluated for Impairment	Collectively Evaluated for Impairment	Total	Individually Evaluated for Impairment	Collectively Evaluated for Impairment	Total
Commercial and Agricultural						
Commercial	$-	$ 555	$555	$9	$ 47,925	$47,934
Agricultural	-	251	251	-	24,307	24,307
Real Estate						
Commercial Construction	22	416	438	384	31,908	32,292
Residential Construction	-	18	18	-	9,141	9,141
Commercial	2,886	2,712	5,598	17,463	327,718	345,181
Residential	440	1,172	1,612	3,609	192,531	196,140
Farmland	33	763	796	1,048	69,089	70,137
Consumer and Other						
Consumer	-	96	96	-	19,936	19,936
Other	-	26	26	-	19,141	19,141
Total End of Period Balance	$3,381	$ 6,009	$9,390	$22,513	$ 741,696	$764,209

June 30, 2015

	Ending Allowance Balance		Ending Loan Balance	
	Individually Evaluated for	Collectively Evaluated for	Individually Evaluated for	Collectively Evaluated for

	Impairment	Impairment	Total	Impairment	Impairment	Total
Commercial and Agricultural						
Commercial	$92	$ 254	$346	$91	$ 52,415	$52,506
Agricultural	-	309	309	8	24,011	24,019
Real Estate						
Commercial Construction	18	1,568	1,586	3,313	43,386	46,699
Residential Construction	-	138	138	-	11,327	11,327
Commercial	278	3,544	3,822	20,537	320,630	341,167
Residential	320	1,453	1,773	3,432	199,373	202,805
Farmland	59	47	106	1,697	52,438	54,135
Consumer and Other						
Consumer	-	42	42	-	21,371	21,371
Other	-	358	358	-	6,049	6,049
Total End of Period Balance	$767	$ 7,713	$8,480	$29,078	$ 731,000	$760,078

PART I (Continued)

Item 1 (Continued)

(5) Other Real Estate Owned

The aggregate carrying amount of Other Real Estate Owned (OREO) at June 30, 2016 and December 31, 2015 was $10,178 and $8,839, respectively. All of the Company's other real estate owned represents properties acquired through foreclosure or deed in lieu of foreclosure. The following table details the change in OREO for the six months ended June 30, 2016 and the year ended December 31, 2015.

	Six Months Ended June 30, 2016	Twelve Months Ended December 31, 2015
Balance, Beginning	**$ 8,839**	$ 10,402
Additions	**3,166**	7,536
Sales of OREO	**(1,785)**	(8,055)
Gains (Losses) on Sale	**36**	(591)
Provision for Losses	**(78)**	(453)
Balance, Ending	**$ 10,178**	$ 8,839

At June 30, 2016, the Company held $1.42 million of residential real estate property as foreclosed property compared to $1.03 million as of December 31, 2015. Also at June 30, 2016, $1.43 million of consumer mortgage loans collateralized by residential real estate property were in the process of foreclosure according to local requirements of the applicable jurisdictions. At December 31, 2015, only $159 thousand of consumer mortgage loans collateralized by residential real estate property were in the process of foreclosure according to local requirements of the applicable jurisdictions.

(6) Deposits

The aggregate amount of overdrawn deposit accounts reclassified as loan balances totaled $448 and $272 as of June 30, 2016 and December 31, 2015.

Components of interest-bearing deposits as of June 30, 2016 and December 31, 2015 are as follows:

	Six Months Ended June 30, 2016	Twelve Months Ended December 31, 2015
Interest-Bearing Demand	**$389,095**	$412,960
Savings	**68,480**	64,976
Time, $100,000 and Over	**196,248**	202,801
Other Time	**188,082**	196,931
	$841,905	$877,668

At June 30, 2016 and December 31, 2015, the Company had brokered deposits of $40,776 and $25,577, respectively. All of these brokered deposits represent Certificate of Deposits Account Registry Service (CDARS) reciprocal deposits. The CDARS deposits are ones in which customers placed core deposits into the CDARS program for FDIC insurance coverage and the Company receives reciprocal brokered deposits in a like amount. The aggregate amount of short-term jumbo certificates of deposit, each with a minimum denomination of $100,000 was approximately $135,537 and $141,900 as of June 30, 2016 and December 31, 2015, respectively. The aggregate amount of certificates of deposit, each with a minimum deposit of $250,000 was $30,133 and $31,755 as of June 30, 2016 and December 31, 2015.

PART I (Continued)

Item 1 (Continued)

(6) Deposits (Continued)

As of June 30, 2016 and December 31, 2015, the scheduled maturities of certificates of deposits are as follows:

Maturity	**June 30, 2016**	December 31, 2015
One Year and Under	**$274,143**	$287,423
One to Three Years	**85,330**	88,019
Three Years and Over	**24,857**	24,290
	$384,330	$399,732

(7) Other Borrowed Money

Other borrowed money at June 30, 2016 and December 31, 2015 is summarized as follows:

	June 30, 2016	December 31, 2015
Federal Home Loan Bank Advances	**$40,000**	$ 40,000

Advances from the Federal Home Loan Bank (FHLB) have maturities ranging from 2018 to 2023 and interest rates ranging from 1.47 percent to 3.51 percent. As collateral on the outstanding FHLB advances, the Company has provided a blanket lien on its portfolio of qualifying residential first mortgage loans and commercial loans. At June 30, 2016 the book value of those loans pledged is $102,883. At June 30, 2016 the Company had remaining credit availability from the FHLB of $134,980. The Company may be required to pledge additional qualifying collateral in order to utilize the full amount of the remaining credit line.

The aggregate stated maturities of other borrowed money at June 30, 2016 are as follows:

Year	Amount
2018	$2,500
2019	5,000
2020	2,500
After 2020	$30,000
	40,000

The Company also has available federal funds lines of credit with various financial institutions totaling $43,500, none of which were outstanding at June 30, 2016.

The Company has the ability to borrow funds from the Federal Reserve Bank (FRB) of Atlanta utilizing the discount window. The discount window is an instrument of monetary policy that allows eligible institutions to borrow money from the FRB on a short-term basis to meet temporary liquidity shortages caused by internal or external disruptions. At June 30, 2016, the Company had borrowing capacity available under this arrangement, with no outstanding balances. The Company would be required to pledge certain available-for-sale investment securities as collateral under this agreement.

(8) Preferred Stock and Warrants

The Company had 18,021 shares of Fixed Rate Cumulative Perpetual Preferred Stock, Series A (the Preferred Stock) issued and outstanding with private investors as of June 30, 2016. The Company redeemed 9,979 shares of Preferred Stock at $1,000 per share during 2015. The Company also had a warrant (the Warrant) to purchase up to 500,000 shares of the Company's common stock outstanding with private investors. Both the Preferred Stock and the Warrant originated in 2009 through transactions with the United States Department of the Treasury and were subsequently sold to the public through an auction process during 2013.

The Preferred Stock qualifies as Tier 1 capital and is nonvoting, other than class voting rights on certain matters that could adversely affect the Preferred Stock. The Preferred Stock may be redeemed by the Company at the liquidation preference of $1,000 per share, plus any accrued and unpaid dividends. The Warrant may be exercised on or before January 9, 2019 at an exercise price of $8.40 per share. No voting rights may be exercised with respect to the shares of the Warrant until the Warrant has been exercised.

PART I (Continued)

Item 1 (Continued)

(9) Subordinated Debentures (Trust Preferred Securities)

Description	Date	Amount	3 Month Libor Rate	Added Points	Total Rate	Maturity	5 Year Call Option
Colony Bankcorp Statutory Trust III	6/17/2004	$ 4,640	0.65635	2.68	3.33635	6/14/2034	6/17/2009
Colony Bankcorp Capital Trust I	4/13/2006	5,155	0.63110	1.50	2.13110	4/13/2036	4/13/2011
Colony Bankcorp Capital Trust II	3/12/2007	9,279	0.63110	1.65	2.28110	3/12/2037	3/12/2012
Colony Bankcorp Capital Trust III	9/14/2007	5,155	0.63660	1.40	2.03660	9/14/2037	9/14/2012

The Trust Preferred Securities are recorded as subordinated debentures on the consolidated balance sheets, but subject to certain limitations, qualify as Tier 1 Capital for regulatory capital purposes. The proceeds from the offerings were used to fund certain acquisitions, pay off holding company debt and inject capital into the bank subsidiary.

(10) Commitments and Contingencies

Credit-Related Financial Instruments. The Company is a party to credit related financial instruments with off-balance sheet risk in the normal course of business to meet the financing needs of its customers. These financial instruments include commitments to extend credit, standby letters of credit and commercial letters of credit. Such commitments involve, to varying degrees, elements of credit and interest rate risk in excess of the amount recognized in the consolidated balance sheets.

The Company’s exposure to credit loss is represented by the contractual amount of these commitments. The Company follows the same credit policies in making commitments as it does for on-balance sheet instruments.

At June 30, 2016 and December 31, 2015 the following financial instruments were outstanding whose contract amounts represent credit risk:

	Contract Amount	
	June 30, 2016	December 31, 2015
Loan Commitments	**$84,507**	$ 67,889
Letters of Credit	**1,464**	1,588

Commitments to extend credit are agreements to lend to a customer as long as there is no violation of any condition established in the contract. Commitments generally have fixed expiration dates or other termination clauses and may require payment of a fee. The commitments for equity lines of credit may expire without being drawn upon. Therefore, the total commitment amounts do not necessarily represent future cash requirements. The amount of collateral obtained, if it is deemed necessary by the Company, is based on management’s credit evaluation of the customer.

Unfunded commitments under commercial lines of credit, revolving credit lines and overdraft protection agreements are commitments for possible future extensions of credit to existing customers. These lines of credit are uncollateralized and usually do not contain a specified maturity date and may not be drawn upon to the total extent to which the Company is committed.

Standby and performance letters of credit are conditional lending commitments issued by the Company to guarantee the performance of a customer to a third party. Those letters of credit are primarily issued to support public and private borrowing arrangements. Essentially all letters of credit issued have expiration dates within one year. The credit risk involved in issuing letters of credit is essentially the same as that involved in extending loan facilities to customers.

Legal Contingencies. In the ordinary course of business, there are various legal proceedings pending against Colony and its subsidiary. The aggregate liabilities, if any, arising from such proceedings would not, in the opinion of management, have a material adverse effect on Colony’s consolidated financial position.

Other Contractual Obligations. In 2015, the Company committed to the construction of a new branch facility at an estimated cost of $1.2 million. Construction is expected to be completed in early 2017.

PART I (Continued)

Item 1 (Continued)

(11) Fair Value of Financial Instruments and Fair Value Measurements

Generally accepted accounting standards in the U.S. require disclosure of fair value information about financial instruments, whether or not recognized on the face of the balance sheet, for which it is practicable to estimate that value. The assumptions used in the estimation of the fair value of Colony Bankcorp, Inc. and Subsidiary's financial instruments are detailed hereafter. Where quoted prices are not available, fair values are based on estimates using discounted cash flows and other valuation techniques. The use of discounted cash flows can be significantly affected by the assumptions used, including the discount rate and estimates of future cash flows. The following disclosures should not be considered a surrogate of the liquidation value of the Company, but rather a good-faith estimate of the increase or decrease in value of financial instruments held by the Company since purchase, origination or issuance.

Cash and Short-Term Investments – For cash, due from banks, bank-owned deposits and federal funds sold, the carrying amount is a reasonable estimate of fair value and is classified as Level 1.

Investment Securities – Fair values for investment securities are based on quoted market prices where available and classified as Level 1. If quoted market prices are not available, estimated fair values are based on quoted market prices of comparable instruments and classified as Level 2. If a comparable is not available, the investment securities are classified as Level 3.

Federal Home Loan Bank Stock – The fair value of Federal Home Loan Bank stock approximates carrying value and is classified as Level 1.

Loans – The fair value of fixed rate loans is estimated by discounting the future cash flows using the current rates at which similar loans would be made to borrowers with similar credit ratings. For variable rate loans, the carrying amount is a reasonable estimate of fair value. Most loans are classified as Level 2, but impaired loans with a related allowance are classified as Level 3.

Bank-Owned Life Insurance – The carrying value of bank-owned life insurance policies approximates fair value and is classified as Level 1.

Deposit Liabilities – The fair value of demand deposits, savings accounts and certain money market deposits is the amount payable on demand at the reporting date and is classified as Level 1. The fair value of fixed maturity certificates of deposit is estimated by discounting the future cash flows using the rates currently offered for deposits of similar remaining maturities and is classified as Level 2.

Subordinated Debentures – The fair value of subordinated debentures is estimated by discounting the future cash flows using the current rates at which similar advances would be obtained. Subordinate Debentures are classified as Level 2.

Other Borrowed Money – The fair value of other borrowed money is calculated by discounting contractual cash flows using an estimated interest rate based on current rates available to the Company for debt of similar remaining maturities and collateral terms. Other borrowed money is classified as Level 2 due to their expected maturities.

PART I (Continued)

Item 1 (Continued)

(11) Fair Value of Financial Instruments and Fair Value Measurements (Continued)

Disclosures of the fair value of financial assets and financial liabilities, including those financial assets and financial liabilities that are not measured and reported at fair value on a recurring basis or non-recurring basis, are required in the financial statements.

The carrying amount, estimated fair values, and placement in the fair value hierarchy of the Company's financial instruments as of June 30, 2016 and December 31, 2015 are as follows:

	Fair Value Measurements at June 30, 2016				
	Carrying Value	**Estimated Fair Value**	**Level 1**	**Level 2**	**Level 3**
Assets					
Cash and Short-Term Investments	**$17,652**	**$ 17,652**	**$17,652**	**$-**	**$-**
Investment Securities Available for Sale	**307,926**	**307,926**	**-**	**306,998**	**928**
Federal Home Loan Bank Stock	**2,755**	**2,755**	**2,755**	**-**	**-**
Loans, Net	**754,437**	**754,945**	**-**	**748,317**	**6,628**
Bank-Owned Life Insurance	**15,143**	**15,143**	**15,143**	**-**	**-**
Liabilities					
Deposits	**976,567**	**978,039**	**592,237**	**385,802**	**-**
Subordinated Debentures	**24,229**	**24,229**	**-**	**24,229**	**-**
Other Borrowed Money	**40,000**	**40,657**	**-**	**40,657**	**-**

	Fair Value Measurements at December 31, 2015				
	Carrying Value	**Estimated Fair Value**	**Level 1**	**Level 2**	**Level 3**
Assets					

Cash and Short-Term Investments	$60,872	$60,872	$60,872	$-	$-
Investment Securities Available for Sale	296,149	296,149	-	295,219	930
Federal Home Loan Bank Stock	2,731	2,731	2,731	-	-
Loans, Net	749,675	750,412	-	741,867	8,545
Bank-Owned Life Insurance	14,830	14,830	14,830	-	-
Liabilities					
Deposits	1,011,554	1,013,111	611,822	401,289	-
Subordinated Debentures	24,229	24,229	-	24,229	-
Other Borrowed Money	40,000	40,421	-	40,421	-

Fair value estimates are made at a specific point in time, based on relevant market information and information about the financial instrument. These estimates do not reflect any premium or discount that could result from offering for sale at one time the Company’s entire holdings of a particular financial instrument. Because no market exists for a significant portion of the Company’s financial instruments, fair value estimates are based on many judgments. These estimates are subjective in nature and involve uncertainties and matters of significant judgment and therefore cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

Fair value estimates are based on existing on and off-balance sheet financial instruments without attempting to estimate the value of anticipated future business and the value of assets and liabilities that are not considered financial instruments. Significant assets and liabilities that are not considered financial instruments include deferred income taxes and premises and equipment. In addition, the tax ramifications related to the realization of the unrealized gains and losses can have a significant effect on fair value estimates and have not been considered in the estimates.