UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

-----

FORM 8-K

#### CURRENT REPORT

# Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 29, 2004

# CAPITAL CITY BANK GROUP, INC.

(Exact name of registrant as specified in its charter)

Florida	0-13358	59-2273542
(State of Incorporation)	(Commission File Number)	(IRS Employer
		Identification No.)

217 North Mo	nroe Street,	Tallahassee,	Florida	32301	
(Address	of principal	executive of	fice)	(Zip Cod	e)

Registrant's telephone number, including area code: (850) 671-0300

# CAPITAL CITY BANK GROUP, INC.

#### FORM 8-K CURRENT REPORT

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c) Exhibits.

Exhibit 99.1 Capital City Bank Group, Inc.'s Press Release, dated January 29, 2004

Item 12. Results of Operations and Financial Condition

On January 29, 2004, Capital City Bank Group, Inc. issued an earnings press release for the fiscal year ended December 31, 2003. A copy of the press release is attached as Exhibit 99.1 hereto and incorporated herein by reference. This information shall not be deemed "filed" for purposes of Section 18 of the Securities Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, except as shall be expressly set forth by specific reference to such filing.

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# SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CAPITAL CITY BANK GROUP, INC.

Date: January 29, 2004

By: /s/ J. Kimbrough Davis J. Kimbrough Davis, Executive Vice President and Chief Financial Officer

# Current Report on Form 8-K

Exhibit Index

Exhibit No. Description

99.1 Press release issued by Capital City Bank Group, Inc. on January 29, 2004

Exhibit 99.1 Capital City Bank Group, Inc.'s Press Release, dated January 29, 2004

[CCBG LOGO] Corporate Headquarters 217 North Monroe Street Tallahassee, FL 32301 For Information Contact: J. Kimbrough Davis Executive Vice President Chief Financial Officer (850) 671-0610

News Release For Immediate Release January 29, 2004

### CAPITAL CITY BANK GROUP, INC. REPORTS 2003 EARNINGS OF \$1.90 PER DILUTED SHARE, UP 9.3%

HIGHLIGHTS

- \* 2003 earnings of \$25.2 million, or \$1.90 per diluted share, represent increases of 9.1% and 9.3%, respectively, over 2002. Fourth quarter 2003 earnings of \$6.1 million, or \$.46 per diluted share, represent decreases of 9.3% and 9.5%, respectively over the fourth quarter 2002.
- \* Operating revenue up 5.8% over 2002 driven by a 16.2% increase in noninterest income.
- \* YTD efficiency ratio of 63.39% represents a 19 basis point improvement over 2002.
- \* Continued strong credit quality as indicated by a nonperforming asset ratio of .54% and a net charge-off ratio of .27%.

# <TABLE> EARNINGS HIGHLIGHTS

		Three Months Ended					
(Dollars in thousands, except per share data)	Dec. 31, 2003	Sept. 30, 2003	Dec. 31, 2002	Dec. 31, 2003	Dec. 31, 2002		
<s> EARNINGS</s>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>		
Net Income	\$ 6,096	6,296	6,722	25,193	23,082		
Diluted Earnings Per Common Share <f1></f1>							
PERFORMANCE							
Return on Average Equity	11.98%	12.55	14.38	12.82	12.85		
Return on Average Assets	1.33	1.38	1.51	1.40	1.34		
Net Interest Margin	5.12	5.26	5.44	5.30	5.47		
Noninterest Income as % of Operating Revenue	33.82	33.96	33.76	33.13	30.16		
Efficiency Ratio							
- CAPITAL ADEQUACY							
Tier 1 Capital Ratio	12.88%	12.98	12.03	12.88	12.03		
Total Risk-Based Capital Ratio	13.79	13.92	13.00	13.79	13.00		
Leverage Ratio	9.51	9.19	8.46	9.51	8.46		
Equity to Assets	10.98	10.73	10.22	10.98	10.22		

#### EARNINGS HIGHLIGHTS

	Th	ree Months Er	nded	Twelve Mo	nths Ended
(Dollars in thousands, except per share data)	Dec. 31, 2003	Sept. 30, 2003	Dec. 31, 2002	Dec. 31, 2003	Dec. 31, 2002
Allowance as % of Non-Performing Loans	529.80%	183.35	497.72	529.80	497.72
Allowance as a % of Loans	0.93	0.94	0.97	0.93	0.97
Net Charge-Offs as % of Average Loans	0.25	0.28	0.25	0.27	0.23
Nonperforming Assets as $\%$ of Loans and ORE	0.54	0.63	0.30	0.54	0.30
STOCK PERFORMANCE <f1></f1>					
High	\$ 46.83	40.93	32.04	46.83	32.04
Low	36.62	35.00	22.26	26.81	18.12
Close	45.99	38.16	31.35	45.99	31.35
Average Daily Trading Volume	10,586	9,810	13,118	11,175	14,597

<FN>

<Fl> All share and per share data have been restated to reflect the 5-for-4 stock split effective

TALLAHASSEE -- Capital City Bank Group, Inc. (NASDAQ: CCBG) reported earnings for the year ended 2003 totaling \$25.2 million, or \$1.90 per diluted share. This compares to \$23.1 million, or \$1.74 per diluted share in 2002, an increase of 9.1% and 9.3%, respectively. For fourth quarter 2003, earnings totaled \$6.1 million, or \$.46 per diluted share. This compares to \$6.7 million, or \$.51 per diluted share in 2002, decreases of 9.3% and 9.5%, respectively. The Return on Average Assets was 1.40% and the Return on Average Equity was 12.82% for the year compared to 1.34% and 12.85%, respectively, for 2002.

The increase in full year 2003 earnings was primarily attributable to growth in operating revenues (defined as the total of net interest income and noninterest income) of 5.8%, driven by 16.2% growth in noninterest income. The increase in noninterest income reflects higher deposit fees, merchant service fee income and mortgage banking revenues. The decrease in fourth quarter 2003 earnings, versus the comparable period in 2002, was attributable to a decline in noninterest income, specifically mortgage banking revenues.

William G. Smith, Jr., President and CEO, stated, "2003 was another solid year for Capital City. We approach 2004 with enthusiasm and confidence. Our strategy as a super community bank in the relationship banking business is proving to be very successful."

Net interest income in 2003 grew by \$1.1 million, or 1.3%, over 2002 due to lower funding costs and a shift in the earning assets mix, partially offset by declining asset yields attributable to the low interest rate environment. The full year 2003 net interest margin of 5.30% declined 17 basis points from the comparable period in 2002. Compared to fourth quarter 2002, net interest income decreased in the fourth quarter of 2003 by \$611,000, reflecting margin pressure driven by lower asset yields. The net interest margin for fourth quarter 2003 was 5.12%, a decline of 32 basis points from the comparable period in 2002. The margin, in terms of both amount and percent, may decline slightly over the next quarter as historically low interest rates continue to prevail, driving earning asset yields lower.

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Provision for loan losses for the year totaled \$3.4 million compared to \$3.3 million in 2002. Net charge-offs totaled \$3.5 million, or .27% of average loans for the year compared to \$2.9 million, or .23% for 2002. At year-end the allowance for loan losses was .93% of outstanding loans and provided coverage of 530% of nonperforming loans.

Noninterest income improved \$5.8 million, or 16.2%, over 2002 due to higher deposit fees, merchant service fee income and mortgage banking revenues. The higher deposit fees are primarily attributable to growth in NSF/overdraft fees. Merchant service fee income improved due to increased transaction volume and was partially offset with higher interchange service fees, which is reflected in noninterest expense. Mortgage banking revenues increased due to strong production and sale of fixed rate mortgages. Noninterest income was 2.3% of average assets for the year ended 2003, a 23 basis point improvement over 2002, and represented 33.1% of operating revenue, a 297 basis point improvement over 2002. Noninterest income generated in the fourth quarter of 2003 was 3.1% lower than the third quarter due to a decline in mortgage production, which fell 46.2%. The slight rise in mortgage rates during the last half of 2003 significantly slowed the level of mortgage production, particularly refinancing activity.

Noninterest expense grew by \$3.8 million, or 4.7% over 2002 due primarily to higher pension costs, medical insurance premiums, associate salaries, and merchant service interchange fees. The increase in salary expense was driven by higher performance-based compensation. Higher occupancy expense (due to office expansion) and maintenance/repair expense also contributed to the increase. The year-to-date efficiency ratio (defined as noninterest expense less intangible amortization divided by tax equivalent net interest income plus noninterest income) improved 19 basis points to 63.39%, driven by 5.8% growth in operating revenues.

Income tax expense for 2003 was \$13.6 million, up 7.0% over 2002. The effective rate was 35.0%, down from 35.4% in 2002. Following a recent IRS examination, the company performed an evaluation of all its tax accounts. Upon completion of this analysis in the fourth quarter of 2003, the company determined certain tax accounts should be adjusted to more appropriately reflect its current and deferred assets and liabilities. As a result, income tax expense was reduced by approximately \$500,000 in the current quarter.

Average earning assets increased \$44.7 million, or 2.8%, in the fourth quarter of 2003 over the comparable period in 2002. This increase in earning

assets reflects growth in average loans of \$36.8 million, or 2.8%, and growth of \$10.5 million in the Company's investment portfolio. The residential loan portfolio, which declined significantly year over year, began to stabilize in the fourth quarter. Management anticipates the pace of loan refinancing to slow in 2004 resulting in loan production producing greater net growth for the total loan portfolio.

Nonperforming assets totaled \$7.3 million, or .54% of total loans and other real estate at year-end. This compares to .63% for the third quarter of 2003, and .30% for the year ended 2002. The increase in the nonperforming ratio compared to 2002 is due to one large other real estate parcel in the amount of \$3.9 million. The sale of this parcel is not expected to result in a loss.

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Average total deposits increased \$46.3 million, or 3.3%, from fourth quarter 2002. The increase was primarily a result of growth in nonmaturity deposits, which created a favorable shift in deposit mix and a positive impact on the Company's cost of funds.

The Company ended the fourth quarter with approximately \$115.6 million in average net overnight funds as compared to \$118.1 million in the fourth quarter of 2002. Average net overnight funds decreased from the previous quarter and are anticipated to remain near or slightly below current levels during the first quarter of 2004.

Capital City Bank Group, Inc. is a \$1.8 billion financial services company headquarted in Tallahassee, Florida, providing traditional deposit and credit services, asset management, trust, mortgage banking, merchant services, bankcards, data processing and securities brokerage services. Founded in 1895, the Company has 57 banking offices, 73 ATMs and 11 Bank 'N Shop locations in 22 counties in Florida, Georgia, and Alabama. The Company also has four mortgage lending offices located in four additional Florida communities.

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995: The matters discussed in this press release, that are not historical facts, contain forward-looking information with respect to strategic initiatives. Such forward-looking statements are based on current plans and expectations, which are subject to a number of uncertainties and risks that have been described in Capital City Bank Group's annual report on Form 10-K for the fiscal year ended December 31, 2002, and the Company's other filings with the Securities and Exchange Commission. These uncertainties and risks could cause future results to differ materially from those anticipated by such statements.

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### <TABLE>

CAPITAL CITY BANK GROUP, INC. CONSOLIDATED STATEMENT OF INCOME Unaudited						
		20	03		2002	Twelve
Months Ended						
December 31,						
	Fourth	Third	Second	First	Fourth	
(Dollars in thousands, except per share data) 2002	Quarter	Quarter	Quarter	Quarter	Quarter	2003
<s></s>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>
<c></c>						
INTEREST INCOME	* ***					
Interest and Fees on Loans 94,921	\$ 22,489	23,066	23,363	23,174	23,628	\$ 92,092
Interest on Investment Securities	1,350	1,434	1,539	1,811	2,033	6,134
9,693	_,	_,	_,	_,	_,	-,
Interest on Funds Sold	274	303	332	352	391	1,261
1,481						

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Tab., MD           TYPERPET PATTER         2,558         5,752         5,003         5,276         4,874         1*,047           Telephonics         2,758         2,758         3,423         379         228         1,477           Telephonics         313         282         342         379         228         1,477           Telephonics         450         433         345         357         2,122           Telephonics         1,233         1,508         3,834         4,110         4,667         14,489           Telephonics         23,974         21,237         21,345         21,227         22,358         84,668           Telephonics         23,974         21,237         21,345         21,227         21,345         21,227         21,345         21,227         21,345         21,227         21,345         21,227         21,345         21,227         21,345         21,227         21,345         21,227         21,345         21,227         21,345         21,227         21,345         21,227         21,345         21,227         21,345         21,227         21,345         21,227         21,227         21,225         21,225         21,227         21,235         21,235         21	Total Interest Income	24,113	24,803	25,234	25,337	26,052	99,487
Interest on Uppalies 2,556 2,729 3,053 3,226 3,044 11,567 20,511 Interest on Short-term Dorrowlays 110 Interest on Short-term Dorrowlays Interest Flowersen Interest Flowerse Interest Flowe							
Interest on Uppalies 2,556 2,729 3,053 3,226 3,044 11,567 20,511 Interest on Short-term Dorrowlays 110 Interest on Short-term Dorrowlays Interest Flowersen Interest Flowerse Interest Flowe	INTEREST EXPENSE						
Interest on Block-Creat Decrements         323         282         340         329         220         1,270           C3         Control Cong-Term Debt         402         493         301         345         347         2,492           Call         Cong-Term Debt         402         493         301         345         347         2,492           Call         Cong-Term Debt         402         493         3,016         3,494         4,150         4,667         14,433           Call         Cong-Term Perpende         20,774         21,243         21,237         21,343         21,237         21,343         21,237         21,343         21,237         21,343         21,237         21,343         21,237         21,343         21,237         21,343         21,237         21,343         21,237         21,343         21,237         21,343         21,237         21,343         21,237         21,238         04,640           Montreace         10,624         20,774         21,247         20,522         01,212         03,245         04,543         04,543         04,543         04,543         04,543         04,543         04,543         04,543         04,543         04,543         04,543         04,543         0	Interest on Deposits	2,558	2,729	3,053	3,226	3,894	11,567
Interest to Logatem Dect         492         492         495         501         545         537         2,002           Ital		319	282	340	329	236	1,270
1.155 The set income large lar		462	495	501	545	537	2.002
Contail Interset Expanse         3,233         3,506         3,894         4,100         4,667         14,839           20,501         20,774         21,297         21,340         21,277         21,398         84,648           35,592         650         921         686         739         633         3,430           Not Interset Encome         20,774         21,390         21,277         21,398         84,648           55,592         650         921         686         739         633         3,430           Notification for Lass Lances         19,924         20,376         20,458         20,522         81,919           81,258         10,0206         698         578         611         588         512         2,003           62,056         650         650         650         650         631         2,650           62,056         650         13,402         2,066         1,369         1,344         2,479           62,057         13,105         11,670         11,003         11,138         10,922         606           62,028         1,324         2,243         2,048         1,499         1,4109         1,428         1,929         1,41,999	1,185						
22,003  Testeret income 20,074 21,297 21,340 21,237 21,345 84,648 85,392 Testeret income 85,392 Testeret income 855 921 886 779 865 3,435 3,435 Testeret income 855 921 886 779 865 3,445 10,12 10,235 10,12 10,235 10,12 10,235 10,12 10,23 10,							
Not intersent income         20,774         21,297         21,240         21,237         21,385         84,648           3,227         850         921         886         779         863         2,445           Mat Intersent Income after Provision for Loan Losses         19,924         20,376         20,474         20,494         20,522         81,212           Monitoring of the second s	-	3,339	3,506	3,894	4,100	4,667	14,839
Net Tracered Trace         20,774         21,297         21,340         21,237         21,318         84,640           30,552         #revision for Lean Leeses         850         921         886         773         863         3,436	·						
Provision for Loam Losses         850         921         866         779         863         3,436           2,207		20,774	21,297	21,340	21,237	21,385	84,648
3.227           3.227           Mathematical Structure         19,924         20,376         20,454         20,456         20,522         81,212           Mathematical Structure         4,155         4,123         4,074         3,967         4,033         16,319           MONINTREST INCOME         Structure Charge Revenue         4,155         4,123         4,074         3,967         4,033         16,319           12,749         0.066         656         578         611         558         512         2,403           Accord Structure         0.266         1,440         2,066         1,544         1,344         2,273         6,009           S,507         000         3,928         3,525         3,533         3,471         3,449           14,777         13,325         3,928         3,525         3,533         3,471         3,449           10,614         10,992         10,428         9,945         10,898         41,639           3,12         2,123         2,048         1,974         1,795         2,021           Total Noninterest Income         10,614         10,992         11,438         10,922         1,138           Total Noninterest Income         10,614         1,993 </td <td></td> <td>850</td> <td>921</td> <td>886</td> <td>779</td> <td>863</td> <td>3.436</td>		850	921	886	779	863	3.436
Net Interest income after Provision for Loan Losses         19,924         20,376         20,454         20,458         20,522         81,212           B0,385	3,297						·
B0,235 WeinPERFECT INCOME Service Charge Revenue 4,155 4,123 4,074 3,967 4,033 16,319 Service Charge Revenue 4,155 4,123 4,074 3,967 4,033 16,319 5,12 2,008 Asset Management Pees 735 660 650 605 61 2,650 2,511 Compense Barking Revenue 1,140 2,066 1,540 1,344 2,273 6,090 5,557 3,921 3,523 3,471 3,449 44,477 13,225  Total Noninterest Income N,03  Compensation Total Noninterest Income 10,614 10,552 10,428 9,945 10,688 41,939 4,477 5,912 5,719 Franises 7,91 2,212 2,048 1,671 11,18 10,92 4,74 1,795 2,021 7,640 11,18 10,92 2,048 1,810 11,18 10,92 2,207 21,485 Compense 21,684 21,503 20,753 20,438 21,030 84,378 80,825 10,129 9,965 10,390 38,773 3							
Noniversity income         4,155         4,123         4,074         3,967         4,033         16,319           12,740         556         578         611         558         512         2,403           12,740         556         578         611         558         512         2,403           Asset Management Fees         735         660         650         603         631         2,650           Morigage Barking Revenue         3,522         3,553         3,471         3,449         4,473         1,429         4,473         3,449           14,477         13,225         3,523         3,471         3,449         44,933         34,193         34,49		19,924	20,376	20,454	20,458	20,522	81,212
NONLINEREST INCOME         4,123         4,074         3,067         4,033         16,219           12,743         655         578         611         558         512         2,403           2,066         735         660         650         665         631         2,660           Asset Management Prees         735         660         650         661         631         2,660           Nonce Teage Barking Revenue         3,528         3,525         3,533         3,471         3,449           14,477         13,257         10,428         9,945         10,898         41,939           36,133         7         7,800         10,614         10,952         10,428         9,945         10,898         41,939           14,477         13,227         11,870         11,003         11,138         10,922         41,477           14,477         13,267         11,870         11,003         11,138         10,922         41,144         11,1477         11,003         11,138         10,922         41,143         41,133         14,775         2,201         144,614         1,755         2,201         1458         1,500         1,363         1,477         5188         5,556         5							
12,749 Data Frocessing Revenue 2,006 Assot Management Fors 2,521 Mortinge Ranking Revenue 5,502 rese 3,928 3,525 3,553 4,471 14,477 13,325 Total Noninterest Traces 5,103 MORTING FRONT Total Noninterest Free States Data from Faxes 2,729 42,117 Total Noninterest Expense 11,107 11,870 11,003 11,107 11,870 11,003 11,107 11,870 11,003 11,108 11,003 11,00 11,00 10,00							
Data Processing Revenue         656         578         611         554         512         2,403           2,006         735         660         650         655         631         2,650           Asset Management Pees         735         660         656         631         2,650           0.502         0ther press         3,928         3,525         3,553         3,471         3,449           1,4477         13,225         3,553         3,471         3,449         14,477         13,423	-	4,155	4,123	4,074	3,967	4,033	16,319
Asset Management Pees         735         660         650         601         2,650           Mortgage Banking Revenue         1,140         2,066         1,940         1,344         2,273         6,090           Other Pees         3,928         3,525         3,553         3,471         3,449           Id4477         13,325	Data Processing Revenue	656	578	611	558	512	2,403
Mortgage Banking Revenue         1,140         2,066         1,540         1,344         2,273         6,090           Other Frees         3,928         3,525         3,553         3,471         3,449           14,477         13,325		735	660	650	605	631	2,650
5,522       3,928       3,525       3,553       3,471       3,449         14,477       13,225		1.140	2.066	1.540	1.344	2.273	6.090
14,477       13,325         Total Noninterest Expense       10,614       10,952       10,428       9,945       10,898       41,939         36,103       II,107       11,003       11,138       10,922       10,428       9,945       10,898       41,939         MONINTERST EXPENSE       Compensation       11,107       11,870       11,003       11,138       10,922         5,972       5,719       1,504       1,589       1,510       1,369       1,477         7,840       7,677       810       810       810       811       811       3,241         3,242       0ther Expense       6,140       5,189       5,556       5,325       5,799       22,207         12,483       III       Nointerest Expense       21,684       21,503       20,753       20,438       21,030       84,378         80,625       IIII       8,854       9,825       10,129       9,965       10,390       38,773         95,773       Provision for Income Taxes       2,758       3,529       3,604       3,668       13,580         12,691       IIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIII	5,502						0,000
Total Noninterest Income         10,614         10,952         10,428         9,945         10,898         41,939           36,103		3,928	3,525	3,553	3,471	3,449	
36,103 							
Description         11,107         11,870         11,003         11,138         10,922           45,118         42,142         1,504         1,589         1,510         1,369         1,477           Premises         1,504         1,589         1,510         1,369         1,477           7,640         7,677         2,123         2,048         1,674         1,795         2,021           7,640         7,677         810         810         810         811         811         3,241           3,242         0ther Expense         6,140         5,189         5,556         5,325         5,799         22,207           21,845		10,614	10,952	10,428	9,945	10,898	41,939
NONINTEREST EXPENSE Compensation (5,118 42,142)         11,107         11,870         11,003         11,138         10,922           45,118         42,142         1,504         1,589         1,510         1,369         1,477           5,972         5,719         2,123         2,048         1,874         1,795         2,021           7,840         7,677         810         810         810         811         811         3,241           0ther Expense         6,140         5,189         5,556         5,325         5,799         22,207           11,865	-						
Compensation       11,107       11,870       11,003       11,138       10,922         Premises       1,504       1,589       1,510       1,369       1,477         5,972       5,719       2,123       2,048       1,874       1,795       2,021         7,840       7,677       810       810       810       811       811       3,241         3,242       0ther Expense       6,140       5,189       5,556       5,325       5,799       22,207         21,845							
Premises       1,504       1,589       1,510       1,369       1,477         S,972       5,719       2,123       2,048       1,874       1,795       2,021         7,840       7,677       810       810       810       811       811       3,241         3,242       0ther Expense       6,140       5,189       5,556       5,325       5,799       22,207         21,845	Compensation	11,107	11,870	11,003	11,138	10,922	
FFEE       2,123       2,048       1,874       1,795       2,021         7,840       7,677       810       810       810       811       811       3,241         3,242       0ther Expense       6,140       5,189       5,556       5,325       5,799       22,207         21,845		1,504	1,589	1,510	1,369	1,477	
7,840 7,677 Intangible Amortization 810 810 810 811 811 3,241 3,242 Other Expense 6,140 5,189 5,556 5,325 5,799 22,207 		2,123	2.048	1,874	1.795	2.021	
3,242 Other Expense 6,140 5,189 5,556 5,325 5,799 22,207 21,845 Total Noninterest Expense 21,684 21,503 20,753 20,438 21,030 84,378 80,625	7,840 7,677						2 041
21,845         Total Noninterest Expense       21,684       21,503       20,753       20,438       21,030       84,378         80,625       Total Noninterest Expense       21,684       21,503       20,753       20,438       21,030       84,378         OPERATING PROFIT         35,773       Provision for Income Taxes       2,758       3,529       3,689       3,604       3,668       13,580         12,691       Total NOME       2,758       3,529       3,689       3,604       3,668       13,580         23,082       The time term term       Total Nome       5       6,096       6,296       6,440       6,361       6,722       \$25,193         Total Nome         Total Nome <td< td=""><td>-</td><td></td><td></td><td></td><td></td><td></td><td></td></td<>	-						
Total Noninterest Expense       21,684       21,503       20,753       20,438       21,030       84,378         80,625		6,140	5,189	5,556	5,325	5,799	22,207
Total Noninterest Expense         21,684         21,503         20,753         20,438         21,030         84,378           80,625							
OPERATING PROFIT       8,854       9,825       10,129       9,965       10,390       38,773         Provision for Income Taxes       2,758       3,529       3,689       3,604       3,668       13,580         12,691	Total Noninterest Expense	21,684	21,503	20,753	20,438	21,030	84,378
OPERATING PROFIT         8,854         9,825         10,129         9,965         10,390         38,773           Provision for Income Taxes         2,758         3,529         3,689         3,604         3,668         13,580           12,691							
35,773       Provision for Income Taxes       2,758       3,529       3,689       3,604       3,668       13,580         12,691							
Provision for Income Taxes       2,758       3,529       3,689       3,604       3,668       13,580         12,691		8,854	9,825	10,129	9,965	10,390	38,773
NET INCOME       \$ 6,096       6,296       6,440       6,361       6,722       \$25,193         23,082		2,758	3,529	3,689	3,604	3,668	13,580
Image: Share Data <f1>         PER Share Data <f1>         Basic Earnings       \$ 0.47       0.49       0.48       0.51       \$ 1.91         1.75         Diluted Earnings       0.46       0.47       0.49       0.48       0.51       \$ 1.91         1.74       0.180       0.170       0.136       0.139       0.656         0.502       13,222       13,225       13,225       13,255<td>•</td><td></td><td></td><td></td><td></td><td></td><td></td></f1></f1>	•						
23,082 							
PER SHARE DATA <f1>         Basic Earnings       \$ 0.47       0.47       0.49       0.48       0.51       \$ 1.91         1.75         Diluted Earnings       0.46       0.47       0.49       0.48       0.51       \$ 1.91         1.74         Cash Dividends       0.180       0.170       0.136       0.139       0.656         0.502       AVERAGE SHARES <f1>       13,223       13,209       13,209       13,207       13,189         13,222       13,225       13,225       13,255       13,255       13,255       13,253       13,238         13,251       13,274       13,274       13,255       13,255       13,255       13,255</f1></f1>		\$ 6,096	6,296	6,440	6,361	6,722	\$25,193
Basic Earnings       \$ 0.47       0.47       0.49       0.48       0.51       \$ 1.91         1.75       01luted Earnings       0.46       0.47       0.49       0.48       0.51       \$ 1.91         Diluted Earnings       0.46       0.47       0.49       0.48       0.51       \$ 1.91         1.74       0.49       0.48       0.51       \$ 1.90         Cash Dividends       0.180       0.170       0.136       0.139       0.656         0.502       0.28       0.170       0.136       0.139       0.656         AVERAGE SHARES <f1>       13,223       13,209       13,207       13,189         13,222       13,225       13,225       13,255       13,255       13,253       13,238         13,251       13,274       13,274       13,255       13,255       13,255       13,255</f1>							
1.75         Diluted Earnings       0.46       0.47       0.49       0.48       0.51       1.90         1.74       0.180       0.170       0.136       0.139       0.656         Cash Dividends       0.180       0.170       0.136       0.139       0.656         0.502       13,223       13,209       13,207       13,189         AVERAGE SHARES <f1>       13,223       13,209       13,207       13,189         13,222       13,225       13,255       13,255       13,253       13,238         13,251       13,274       13,274       13,255       13,255       13,255</f1>	PER SHARE DATA <f1></f1>	è 0 47	0 4 E	0.40	0.40	0 51	6 1 01
1.74         Cash Dividends       0.180       0.170       0.170       0.139       0.656         0.502         AVERAGE SHARES <f1>         Basic       13,223       13,209       13,207       13,189         13,222       13,225       13,255       13,255       13,253       13,238         13,251       13,274       13,274       13,255       13,255       13,255</f1>							
Cash Dividends       0.180       0.170       0.170       0.136       0.139       0.656         0.502       AVERAGE SHARES <f1>         Basic       13,223       13,209       13,207       13,189         13,222       13,225       13,255       13,255       13,253       13,238         Diluted       13,274       13,274       13,255       13,255       13,255</f1>	-	0.46	0.47	0.49	0.48	0.51	1.90
AVERAGE SHARES <f1>         Basic       13,223       13,209       13,207       13,189         13,222       13,225       13,265       13,255       13,253       13,238         Diluted       13,274       13,274       13,255       13,255       13,255       13,255</f1>	Cash Dividends	0.180	0.170	0.170	0.136	0.139	0.656
13,22213,225Diluted13,26513,25513,25313,23813,25113,27413,27413,274	AVERAGE SHARES <f1></f1>						
Diluted 13,265 13,255 13,253 13,238 13,251 13,274		13,223	13,209	13,209	13,207	13,189	
	Diluted	13,265	13,255	13,255	13,253	13,238	

<FN>

<rl> All share and per share data have been restated to reflect the 5-for-4 stock split effective June 13, 2003.

</idd.</pre>

<TABLE>

# 5

CAPITAL CITY BANK GROUP, INC. CONSOLIDATED STATEMENT OF FINANCIAL CONDITION Unaudited

-	
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-			2002		
(Dollars in thousands, except per share data)	Fourth Quarter	Third Quarter	Second Quarter	First Quarter	Fourth Quarter
- <s> ASSETS</s>	<c></c>	<c></c>	<c></c>	<c></c>	<c></c>
Cash and Due From Banks Funds Sold	\$ 93,140 125,452	105,407 161,579	98,388 168,773	85,976 176,428	89,823 170,936
- Total Cash and Cash Equivalents	218,592	266,986	267,161	262,404	260,759
Investment Securities, Available-for-Sale	181,734	162,734	170,745	190,119	180,315
Loans, Net of Unearned Allowance for Loan Losses	1,341,632 (12,429)		1,332,387 (12,434)	1,311,556 (12,437)	1,285,221 (12,495)
- Loans, Net	1,329,203	1,310,464	1,319,953	1,299,119	1,272,726
Premises and Equipment Intangible Assets Other Assets 	54,011 25,792 37,170	55,347 26,603 32,289	53,132 27,413 32,186	51,484 28,223 33,168	48,897 29,034 33,040
- Total Other Assets	116,973	114,239	112,731	112,875	110,971
- Total Assets	\$1,846,502	1,854,423	1,870,590	1,864,517	1,824,771
 LIABILITIES Deposits: Noninterest Bearing Deposits Interest Bearing Deposits	\$ 455,550 1,018,655				406,081 1,028,119
- - Total Deposits	1,474,205	1,485,441	1,498,577	1,459,070	1,434,200
Short-Term Borrowings Long-Term Debt Other Liabilities	108,184 46,475 14,829	112,255 38,016 19,820	101,629 57,664 17,251	140,138 53,651 20,644	113,675 71,745 18,620
- Total Liabilities 	1,643,693	1,655,532	1,675,121	1,673,503	1,638,240
- SHAREOWNERS' EQUITY Common Stock Additional Paid-in-Capital Retained Earnings Accumulated Other Comprehensive Income	16,157 185,134	15,578 181,395	15,447 177,346	106 15,120 173,152 2,636	14,717 168,587
- Total Shareowners' Equity 	202,809	198,891	195,469	191,014	186,531
- Total Liabilities and Owners' Equity 	\$1,846,502				
OTHER BALANCE SHEET DATA Earning Assets Intangible Assets Goodwill Deposit Base	\$1,648,818 6,680 19,112	1,647,201 6,680 19,923	1,671,905 6,680 20,733	1,678,103 6,680 21,543	1,636,472 6,680 22,354
Interest Bearing Liabilities - - Book Value Per Diluted Share <f1> Tangible Book Value Per Diluted Share <f1></f1></f1>	\$ 15.27	15.00	14.73	1,226,590 14.42 12.28	14.08

-					
Actual Basic Shares Outstanding <f1></f1>	13,236	13,222	13,221	13,207	13,196
Actual Diluted Shares Outstanding <f1></f1>	13,280	13,256	13,267	13,254	13,245

<FN>

<F1> All shares and per share data have been restated to reflect the 5-for-4 stock split effective June 13, 2003. </FN>

</TABLE> <TABLE>

CAPITAL CITY BANK GROUP, INC. ALLOWANCE FOR LOAN LOSSES

## AND NONPERFORMING ASSETS

Unaudited 2003 2002 \_\_\_\_\_ Fourth Third Second First Quarter Quarter Quarter Quarter Fourth (Dollars in thousands, except per share data) Quarter Quarter \_\_\_\_\_ \_ \_\_\_\_\_ <S> <C> <C> <C> <C> <C> ALLOWANCE FOR LOAN LOSSES Balance at Beginning of Period \$12,424 12,434 12,437 12,495 12,462 0 Acquired Reserves 0 0 0 0 850 921 886 779 863 Provision for Loan Losses 889 837 845 931 830 Net Charge-Offs - -----\_\_\_\_\_ \$12,429 12,424 12,434 12,437 Balance at End of Period 12,495 0.93%0.940.930.95529.80183.35331.15485.06170.24148.51244.73329.89 0.93% As a % of Loans 0.97 As a % of Nonperforming Loans 497.72 325.14 As a % of Nonperforming Assets \_\_\_\_\_ CHARGE-OFFS 61 177 0 0 Commercial, Financial and Agricultural \$ 46 142 136 0 0 0 0 Real Estate - Construction 0 91 119 937 0 0 0 Real Estate - Mortgage 32 Real Estate - Residential 58 19 65 1,054 916 887 874 Consumer \_\_\_\_\_ -----\$ 1,158 1,208 1,125 1,048 Total Charge-Offs 1,075 RECOVERIES 73 42 Commercial, Financial and Agricultural 13 14 Ś 14 0 0 Real Estate - Construction 0 0 0 0 0 Real Estate - Mortgage 0 0 20 0 Real Estate - Residential 17 0 1 204 194 197 283 210 Consumer \_ \_\_\_\_\_ \_\_\_\_\_ \_\_\_\_\_ -----\_\_\_\_\_ \_\_\_\_\_ 277 Total Recoveries \$ 313 236 211 245 \_\_\_\_\_ \$ 845 931 889 837 830 NET CHARGE-OFFS \_\_\_\_\_ \_\_\_\_\_ \_\_\_\_\_ \_\_\_\_\_ \_\_\_\_\_ \_\_\_\_\_ Net Charge-Offs as a % of Average Loans <F1> 0.25% 0.28 0.27 0.26 0.25 \_\_\_\_\_ \_\_\_\_\_ \_\_\_\_\_ \_\_\_\_\_ \_\_\_\_\_ \_\_\_\_\_ RISK ELEMENT ASSETS 2,564 6,776 3,755 0 0 2,510 Nonaccruing Loans \$ 2,346 Ο Restructured 0 Ο 2,346 6,776 3,755 2,564 2,510 4,955 1,590 1,326 1,206 1,333 Total Nonperforming Loans Other Real Estate \_ \_\_\_\_\_ \_\_\_\_\_ \_\_\_\_\_

\$ 7,301 8,366 5,081 3,770 Total Nonperforming Assets \_\_\_\_\_ Past Due Loans 90 Days or More \$ 328 410 1,976 1,685 2,453 \_\_\_\_\_\_ Nonperforming Loans as a % of Loans 0.17% 0.51 0.28 0.20 Nonperforming Assets as a % of 
 0.54
 0.63
 0.38
 0.29
 0.30

 3.39
 3.96
 2.44
 1.85
 1.93
 Loans and Other Real Estate Nonperforming Assets as a % of Capital <F2>

3,843

0.20

#### <FN> <F1> Annualized

<F2> Capital includes allowance for loan losses.

<TABLE>

#### 7

#### CAPITAL CITY BANK GROUP, INC. AVERAGE BALANCE AND INTEREST RATES <F1>

Unaudited

\_\_\_\_\_ Fourth Quarter 2003 Third Quarter 2003 -----------AverageAverageAverageAverageBalanceInterestRateBalanceInterestRate Balance Interest Rate (Dollars in thousands) \_ \_\_\_\_\_ \_\_\_\_\_ <S> ASSETS: Loans, Net of Unearned Interest \$1,329,673 \$22,527 6.72% 1,336,139 23,114 6.86 Investment Securities 
 Tax-Exempt Investment Securities
 133,029

 58.006
 133,029 744 2.31 108,234 58,006 875 6.03 60,306 841 3.09 60,306 898 5.96 -----Total Investment Securities 191,035 1,649 3.45 168,540 1,739 4.12 115,561 274 0.93 130,010 303 0.91 Funds Sold \_\_\_\_\_ Total Earning Assets 1,636,269 \$24,450 5.93% 1,634,689 25,156 6.11 \_\_\_\_\_ \_\_\_\_\_ \_\_\_\_ Cash and Due From Banks 81,272 80,246 Allowance For Loan Losses (12, 494)(12,534) 113,604 Other Assets 114,505 \_ \_\_\_\_\_ \_\_\_\_ 1,816,005 Total Assets \$1,819,522 \_\_\_\_\_ \_\_\_\_\_ \_\_\_\_\_ LIABILITIES: Interest Bearing Deposits 

 \$ 273,497
 \$ 130
 0.19%
 263,729
 151
 0.23

 215,540
 242
 0.44
 220,924
 257
 0.46

 111,957
 28
 0.10
 111,644
 28
 0.10

 429,209
 2,158
 1.99
 434,206
 2,293
 2.10

 NOW Accounts Money Market Accounts Savings Accounts Time Deposits ------\_\_\_\_\_ ----------1,030,203 2,558 0.99 1,030,503 2,729 1.05 
 103,606
 319
 1.22
 92,316
 282
 1.21

 42,881
 462
 4.27
 53,041
 495
 3.70
 Short-Term Borrowings Long-Term Debt 495 3.70 Total Interest Bearing Liabilities 1,176,690 \$ 3,339 1.13% 1,175,860 3,506 1.18 \_\_\_\_\_ \_\_\_\_\_ Noninterest Bearing Deposits 420,892 421,376 Other Liabilities 20,031 19,709 - -----\_\_\_\_ Total Liabilities 1,617,613 1,616,945 SHAREOWNERS' EQUITY: \$ 201**,**939 199,060 - -----Total Liabilities and Shareowners' Equity \$1,813,552 1,816,005 \_\_\_\_\_ \$21,111 4.80% 21.650 4.93 Interest Rate Spread \_\_\_\_\_ \_\_\_\_\_ \$24,450 5.93 25,156 6.11 Interest Income and Rate Earned Interest Expense and Rate Paid <F2> 3,339 0.81 3,506 0.85 \_\_\_\_\_ \_\_\_\_\_ \$21,111 5.12% 21,650 5.26 Net Interest Margin \_\_\_\_\_ \_\_\_\_\_

<FN>

<F1> Interest and average rates are calculated on a tax-equivalent basis using the 35% Federal tax rate. <F2> Rate calculated based on average earning assets. </FN>

</TABLE>

<TABLE> CAPITAL CITY BANK GROUP, INC. AVERAGE BALANCE AND INTEREST RATES <F1> Unaudited

Second Quarter 2003

8

First Ouarter 2003

\_\_\_\_\_

	Average		Average	Average		Average	Average
Average (Dollars in thousands) Interest Rate				Balance 1	Interest	Rate	Balance
	<c></c>	<c></c>	<c></c>	 <c></c>	<c></c>	<c></c>	<c></c>
<c> <c> ASSETS:</c></c>	t	+					
Loans, Net of Unearned Interest 23,696 7.27	\$1,316,705	\$23 <b>,</b> 403	7.13%	1,289,161	23,220	7.30	1,292,892
Investment Securities Taxable Investment Securities	118,494	929	3.13	138,646	1,180	3.41	113,951
1,380 4.82 Tax-Exempt Investment Securities 986 5.92							
Total Investment Securities 2,366 5.23	181,046	1,852	4.09	203,418	2,135	4.21	180,561
Funds Sold 391 1.30				122,708			
Total Earning Assets 26,453 6.60	1,612,133	\$25 <b>,</b> 587		1,615,287		6.45	1,591,535
 Cash and Due From Banks Allowance For Loan Losses Other Assets	74,537 (12,531) 112,852			82,453 (12,619) 111,536			75,630 (12,634) 107,643
- Total Assets 	\$1,786,991			1,796,657 =======			1,762,174
LIABILITIES:							
Interest Bearing Deposits NOW Accounts	\$ 256 <b>,</b> 675	193	0.30	262,618	202	0.31	255,452
293 0.45 Money Market Accounts	211,314	392	0.74	214,539	420	0.79	219,429
557 1.01 Savings Accounts 98 0.36	109,424	68	0.25	106,241	65	0.25	105,741
Time Deposits 2,946 2.63	434,515	2,400	2.22	434,825	2,539	2.37	444,798
	1.011.928	3.053	1.21	1,018,223	3.226	1.29	1.025.420
3,894 1.51	1,011,020	0,000	1.11	1,010,220	0,220	1.23	1,020,120
Short-Term Borrowings 235 1.15	102,510	340	1.33	106,798	329	1.25	83,119
Long-Term Debt 538  3.11 				72,372			
Total Interest Bearing Liabilities 4,667 1.57	1,168,872	\$ 3,894		1,197,393		1.39	
======================================	403,870 19,468			389,540 19,308			379,398 20,160
 Total Liabilities	1,592,210			1,606,241			1,576,762
SHAREOWNERS' EQUITY:	\$ 194 <b>,</b> 781			190,416			185,412
Total Liabilities and Shareowners' Equity	\$1,786,991			1,796,657			1,762,174
Interest Rate Spread 21,786 5.03		·	5.03%			5.06	
======================================		\$25 <b>,</b> 587			25 <b>,</b> 707		
26,453 6.60 Interest Expense and Rate Paid <f2> 4,667 1.16</f2>		3,894	0.97		4,100		
				_			

\$21,693 5.40

# <FN>

<F1> Interest and average rates are calculated on a tax-equivalent basis using the 35% Federal tax rate. <F2> Rate calculated based on average earning assets. </FN>

\_\_\_\_\_

</TABLE>

<TABLE>

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CAPITAL CITY BANK GROUP, INC. AVERAGE BALANCE AND INTEREST RATES <F1> Unaudited

Twelve Months Ended Twelve Months Ended December 31, 2003 December 31, 2002 \_\_\_\_\_ Average Average Average Average (Dollars in thousands) Balance Interest Rate Balance Interest Rate \_\_\_\_\_ \_ \_\_\_\_\_ <S> <C> <C> <C> <C> <C> <C> <C> ASSETS: \$1,918,080 \$ 92,264 7.00% 1,256,107 95,222 7.58 Loans, Net of Unearned Interest Investment Securities 124,541 3,724 2.98 135,865 6,941 5.09 61,387 3,651 5.95 68,915 4,133 6.00 Taxable Investment Securities Tax-Exempt Investment Securities 4,133 6.00 \_\_\_\_\_ 185,928 7,375 3.97 204,780 Total Investment Securities 11,074 5.41 120,672 1,261 1.03 95,613 1,481 1.53 Funds Sold \_ \_\_\_\_\_ Total Earning Assets 1,624,680 \$100,900 6.21% 1,556,500 107,777 6.92 \_\_\_\_\_ \_\_\_\_\_ 79,625 72,960 Cash and Due From Banks (12, 544)(12,409) Allowance For Loan Losses 113,134 110,129 Other Assets \_\_\_\_\_ \_\_\_\_\_ \_\_\_\_\_ 1,727,180 Total Assets \$1,804,895 \_\_\_\_\_ LIABILITIES: Interest Bearing Deposits 
 \$
 264,159
 676
 0.26%
 241,873
 1,272
 0.53

 215,597
 1,311
 0.61
 224,275
 2,904
 1.30

 109,837
 189
 0.17
 104,967
 500
 0.48

 433,176
 9,390
 2.17
 493,956
 15,875
 3.21
 NOW Accounts Money Market Accounts Savings Accounts Time Deposits - -----1,022,769 11,566 1.13 1,065,071 20,551 1.93 101,2741,2701.2572,59455,5942,0033.6030,423 767 1.06 Short-Term Borrowings 1,185 3.90 Long-Term Debt - -----Total Interest Bearing Liabilities 1,179,637 \$ 14,839 1.26% 1,168,088 22,503 1.93 Noninterest Bearing Deposits 409,039 359,928 Other Liabilities 19.631 19.512 \_ \_\_\_\_\_ \_\_\_\_\_ Total Liabilities 1,608,307 1,547,528 SHAREOWNERS' EQUITY: \$ 196,588 179,652 \_ \_\_\_\_\_ \_\_\_\_\_ \_\_\_\_\_ Total Liabilities and Shareowners' Equity \$1,804,895 1,727,180 \_\_\_\_\_ \_\_\_\_\_ Interest Rate Spread \$ 86,061 4.95% 85,274 4.99 \_\_\_\_\_ \_\_\_\_\_ 107,777 6.92 Interest Income and Rate Earned \$100.900 6.21 22,503 1.45 Interest Expense and Rate Paid <F2> 14,839 0.91 - ------\_\_\_\_\_ \_\_\_\_\_ 85,274 5.47 \$ 86,061 5.30% Net Interest Margin

< FN >

<F1> Interest and average rates are calculated on a tax-equivalent basis using the 35% Federal tax rate. <F2> Rate calculated based on average earning assets. </FN>

</TABLE>

\_\_\_\_\_