

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): August 22, 2022



(Exact name of registrant as specified in its charter)

Florida
(State of Incorporation)

0-13358
(Commission File Number)

59-2273542
(IRS Employer Identification No.)

217 North Monroe Street, Tallahassee, Florida
(Address of principal executive offices)

32301
(Zip Code)

Registrant's telephone number, including area code: (850) 402-7821

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, Par value \$0.01	CCBG	Nasdaq Stock Market, LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

CAPITAL CITY BANK GROUP, INC.

**FORM 8-K
CURRENT REPORT**

5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On August 25, 2022, Capital City Bank Group, Inc. (“CCBG”) announced the following:

1. Effective December 31, 2022, J. Kimbrough Davis will retire from his position as Executive Vice President and Chief Financial Officer after 41 years of distinguished service with the company.
2. On August 25, 2022, to be effective January 1, 2023, Jep Larkin was appointed to succeed Mr. Davis as the new Executive Vice President and Chief Financial Officer.

Mr. Larkin, 58, joined Capital City in 1986 and has worked closely with our CFO throughout his career. He is currently the Senior Vice President and Controller of CCBG and a member of the Senior Management Committee. After serving in various credit roles early in his career and leading CCBG’s Internal Audit Division from 1992 to 2002, he was appointed Controller of our bank subsidiary, Capital City Bank, where he served until 2021. In addition to his role as Controller, Mr. Larkin has served in various leadership roles. He has responsibility for the financial performance group within the Strategic Planning Committee, chairs the Market Risk Oversight Committee and serves as a member of the Asset/Liability Committee. He assists managers in the evaluation and financial analysis of business line initiatives and acquisitions, and oversees the integration of accounting and financial reporting for the company’s merger and acquisition activity. Mr. Larkin is a Certified Public Accountant licensed in Florida and Georgia. He holds undergraduate and graduate degrees (M.B.A. – Finance Specialization) from Florida State University and is a graduate of the Stonier School of Banking.

Other than standard compensation arrangements, there are no arrangements or understandings between Mr. Larkin and any other person pursuant to which Mr. Larkin was selected as Chief Financial Officer. Mr. Larkin has no family relationships with any of the executive officers or directors of CCBG and is not a party to any transaction with CCBG that would require disclosure under Item 404(a) of Regulation S-K.

A copy of the press release announcing the retirement of Mr. Davis and the appointment of Mr. Larkin as Executive Vice President and Chief Financial Officer is attached as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No. Exhibit Description

99.1	Press Release, dated August 25, 2022.
104	Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document.

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: August 25, 2022

By: /s/ William G. Smith, Jr.
William G. Smith, Jr.
President and Chief Executive Officer

EXHIBIT INDEX

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Corporate
Headquarters
217 North
Monroe
Street
Tallahassee,
FL 32301

News Release

For Immediate Release August 25, 2022

*For Information Contact:
J. Kimbrough Davis
Executive Vice President and Chief Financial Officer
850.402.7820*

Capital City Bank Group, Inc. Appoints Jep Larkin Chief Financial Officer as J. Kimbrough Davis Announces Retirement

TALLAHASSEE, Fla. – Capital City Bank Group, Inc. (NASDAQ: CCBG) today announced that, effective January 1, 2023, Jep Larkin will be named Executive Vice President and Chief Financial Officer to succeed J. Kimbrough Davis, who has elected to retire after a distinguished 41 years with the company. Mr. Davis will continue his existing duties until December 31, 2022, while ensuring a smooth transition of responsibilities to Mr. Larkin.

Mr. Larkin, 58, joined Capital City in 1986 and has worked closely with our CFO throughout his career. He is currently the Senior Vice President and Controller of CCBG and a member of the Senior Management Committee. After serving in various credit roles early in his career and leading CCBG's Internal Audit Division from 1992 to 2002, he was appointed Controller of our bank subsidiary, Capital City Bank, where he served until 2021.

"Jep has earned the respect of the Capital City team over his 36-year career and more recently has been involved with both the investor and analyst community as Capital City prepares for the future. Among his many talents, Jep brings dedication, continuity and thoroughness to a critical role at Capital City. I look forward to having Jep as a senior partner on our team," said William G. Smith, Jr., Chairman, President and CEO of Capital City Bank Group.

In addition to his role as Controller, Mr. Larkin has served in various leadership roles. He has responsibility for the financial performance group within the Strategic Planning Committee, chairs the Market Risk Oversight Committee and serves as a member of the Asset/Liability Committee. He assists managers in the evaluation and financial analysis of business line initiatives and acquisitions, and oversees the integration of accounting and financial reporting for the company's merger and acquisition activity. Mr. Larkin is a Certified Public Accountant licensed in Florida and Georgia. He holds undergraduate and graduate degrees (M.B.A. – Finance Specialization) from Florida State University and is a graduate of the Stonier School of Banking.

Mr. Davis, 68, joined Capital City in 1981 and has had an exemplary career. He is a member of Executive Management and serves as its Chief Financial Officer and Corporate Secretary. He has served as CCBG's Chief Financial Officer since 1987 and was appointed Executive Vice President and Chief Financial Officer in 1997. As CFO, he oversees the Financial Management Division, which includes accounting, financial reporting, investments and asset/liability management. Additionally, he has responsibility for consumer compliance, shareowner and investor relations and the financial, legal and regulatory aspects of mergers and acquisitions.

"Kim Davis and I have been friends since we met at Florida State University in 1972 and have been colleagues since 1981, when he joined the team," said William G. Smith, Jr. "Kim has been an invaluable resource to CCBG during his impressive 41-year tenure. More than all of Kim's many accomplishments over his career, he brought integrity, a brilliant mind and always put the bank at the forefront of every decision he made. I will certainly miss my teammate and friend, but I am excited about the future and look forward to working with Jep as CCBG's new CFO."

During Mr. Davis' tenure, the company grew from approximately \$200 million in assets to \$4.4 billion. Early in his career, he assisted in the incorporation of Capital City Bank Group, Inc., the formation of a multi-bank holding company, 16 bank merger and acquisition transactions, the consolidation of 10 banks into a single charter, which became Capital City Bank, and the listing of CCBG's common stock on the NASDAQ stock market. More recently, the focus has been working with the Executive Management team to navigate through volatile economic conditions and expanding the company's fee-based businesses through the strategic alliance with Capital City Home Loans and the acquisition of Capital City Strategic Wealth. Mr. Davis has also taken a leading role in the banking industry trade associations throughout his career and served as Co-Chairman of the Florida Bankers Association in 1998-1999. During his tenure, he was instrumental in combining the Community Bankers of Florida Association with the Florida Bankers Association, which resulted in a stronger combined organization that, to this day, benefits banks and bankers throughout Florida.

About Capital City Bank Group, Inc.

Capital City Bank Group, Inc. (NASDAQ: CCBG) is one of the largest publicly traded financial holding companies headquartered in Florida and has approximately \$4.4 billion in assets. We provide a full range of banking services, including traditional deposit and credit services, mortgage banking, asset management, trust, merchant services, bankcards, securities brokerage services and financial advisory services, including the sale of life insurance, risk management and asset protection services. Our bank subsidiary, Capital City Bank, was founded in 1895 and now has 57 banking offices and 88 ATMs/ITMs in Florida, Georgia and Alabama. For more information about Capital City Bank Group, Inc., visit www.ccbg.com.