

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

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FILER

CATAWBA CAPITAL MANAGEMENT /VA

CIK: [1080366](#) | IRS No.: [541611464](#) | State of Incorporation: **VA** | Fiscal Year End: **1231**
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<TABLE>

FORM 13F INFORMATION TABLE											
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DISCRETN	OTHER MANAGERS	VOTING AUTHORITY		
									SOLE	SHARED	NONE
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Prin Protected Notes of Pref T		742545aaa4	650	755647	SH		SOLE		755647		
Prin Protected Notes of Pref T		74255aaa2	865	1030000	SH		SOLE		1030000		
3M Company	COM	88579y101	2108	22707	SH		SOLE		22707		
AFLAC Inc Com	COM	001055102	676	12730	SH		SOLE		12730		
AT&T Inc	COM	00206r102	2877	85352	SH		SOLE		85352		
Abbott Labs	COM	002824100	2526	38563	SH		SOLE		38563		
Alcoa Inc	COM	013817101	112	12943	SH		SOLE		12943		
Allaince Res Partnr Lp Ut Ltd	COM	01877r108	494	8514	SH		SOLE		8514		
American Elec Pwr	COM	025537101	988	23144	SH		SOLE		23144		
Amern Eagle Outfit Eagle New C	COM	02553e106	322	15680	SH		SOLE		15680		
Amgen Inc	COM	031162100	450	5226	SH		SOLE		5226		
Analog Devices Inc Com	COM	032654105	473	11255	SH		SOLE		11255		
Apple Inc	COM	037833100	12450	23395	SH		SOLE		23395		
Athersys Inc Com	COM	047441106	11	10000	SH		SOLE		10000		
BB&T Corp Com	COM	054937107	4753	163284	SH		SOLE		163284		
Baxter Intl Inc	COM	071813109	4917	73763	SH		SOLE		73763		
Becton Dickinson & Co	COM	075887109	3933	50297	SH		SOLE		50297		
Berkshire Hathaway Inc Cl B	COM	084670702	600	6690	SH		SOLE		6690		
Boardwalk Pipeline Ptnr Ut Ltd	COM	096627104	1052	42242	SH		SOLE		42242		
Boeing Co	COM	097023105	2472	32802	SH		SOLE		32802		
Borg-Warner Automotive	COM	099724106	268	3744	SH		SOLE		3744		
Bristol Myers	COM	110122108	1884	57818	SH		SOLE		57818		
Buckeye Partners LP	COM	118230101	1339	29493	SH		SOLE		29493		
CVS/Caremark Corp	COM	126650100	7511	155355	SH		SOLE		155355		
Canadian Oil Sands New Unit	COM	13643e105	692	34156	SH		SOLE		34156		
Carter Bank & Trust Martinsvil	COM	146102108	118	13332	SH		SOLE		13332		
Caterpillar Inc	COM	149123101	376	4200	SH		SOLE		4200		
Celgene Corp Com	COM	151020104	353	4500	SH		SOLE		4500		
Cenovus Energy Inc Com	COM	15135u109	5089	151719	SH		SOLE		151719		
Central Fd CDA Ltd Cl A	COM	153501101	1242	59080	SH		SOLE		59080		
Central Goldtrust Tr Unit	COM	153546106	956	15230	SH		SOLE		15230		
Century Link	COM	156700106	1038	26545	SH		SOLE		26545		
Chevron Corp	COM	166764100	4757	43988	SH		SOLE		43988		
Chubb Corp	COM	171232101	5193	68947	SH		SOLE		68947		
Cinemark Holdings Inc Com	COM	17243v102	541	20830	SH		SOLE		20830		
Cisco Sys Inc	COM	17275R102	3256	165733	SH		SOLE		165733		
Claymore Exchange GUGG CA Enrg	COM	18383q606	242	15561	SH		SOLE		15561		
Coca Cola Co	COM	191216100	708	19530	SH		SOLE		19530		
Comcast Corp Cl A	COM	20030N101	305	8171	SH		SOLE		8171		
ConocoPhillips	COM	20825c104	2992	51603	SH		SOLE		51603		
Consolidated Edison NY	COM	209115104	580	10450	SH		SOLE		10450		
Covidien LTD Com	COM	g2554f113	454	7856	SH		SOLE		7856		
Cracker Barrel Old Country Sto	COM	22410j106	773	12025	SH		SOLE		12025		
Danaher Corp Del Com	COM	235851102	2672	47794	SH		SOLE		47794		
Darden Restaurants	COM	237194105	812	18023	SH		SOLE		18023		
Devon Energy Corp	COM	25179M103	2239	43028	SH		SOLE		43028		
Disney Walt Co	COM	254687106	5741	115314	SH		SOLE		115314		
Dominion Resources Inc Va New	COM	25746u109	563	10867	SH		SOLE		10867		
Dover	COM	260003108	1546	23523	SH		SOLE		23523		
Duke Energy Corp	COM	26441c204	4725	74056	SH		SOLE		74056		
Dupont	COM	263534109	3483	77431	SH		SOLE		77431		
El Paso Pipeline Partnrs Com U	COM	283702108	688	18620	SH		SOLE		18620		
Eli Lilly	COM	532457108	662	13418	SH		SOLE		13418		
Emerson Electric	COM	291011104	1873	35374	SH		SOLE		35374		
Enbridge Energy Prtnrs Com	COM	29250r106	993	35580	SH		SOLE		35580		
Energy Transfer Equity Com Ut	COM	29273v100	245	5390	SH		SOLE		5390		
Energy Transfer Prtnrs Unit LT	COM	29273r109	803	18710	SH		SOLE		18710		
Enterprise Prods Partn Com	COM	293792107	3301	65909	SH		SOLE		65909		
Equity Residential Properties	COM	294761107	222	3909	SH		SOLE		3909		
Exxon Mobil Corp	COM	30231G102	3065	35411	SH		SOLE		35411		
Family Dollar Stores	COM	307000109	3841	60581	SH		SOLE		60581		
FedEx Corporation	COM	31428X106	2631	28688	SH		SOLE		28688		
Federal Realty Invt Trust	COM	313747206	621	5967	SH		SOLE		5967		
First Ctzns Bancshares Com	COM	319462107	410	12628	SH		SOLE		12628		
Fluor Corp	COM	343412102	2487	42347	SH		SOLE		42347		
Freeport-McMoran Cop&G Cl B	COM	35671d857	726	21216	SH		SOLE		21216		
Generac Hldgs Inc Com	COM	368736104	240	7000	SH		SOLE		7000		
General Dynamics Corp	COM	369550108	270	3901	SH		SOLE		3901		
General Electric	COM	369604103	3653	174026	SH		SOLE		174026		
Genesis Energy L P Unit Ltd Pa	COM	371927104	594	16630	SH		SOLE		16630		
Gilead Sciences Inc Com	COM	375558103	1358	18486	SH		SOLE		18486		
GlaxoSmithKline PLC-ADR	COM	373733W105	774	17805	SH		SOLE		17805		
Guggenheim Russell Top 50 Mega	COM	78355w205	364	3530	SH		SOLE		3530		
HCP Inc	COM	404141109	758	16782	SH		SOLE		16782		
Halliburton Co	COM	4062216101	203	5850	SH		SOLE		5850		
Health Care Reit Inc Com	COM	42217k106	2492	40661	SH		SOLE		40661		
Hershey Foods Corp Com	COM	427866108	433	5992	SH		SOLE		5992		

Highwoods Pptys Inc	COM	431284108	214	6393 SH	SOLE	6393
Honeywell Inc	COM	438516106	1735	27341 SH	SOLE	27341
Husky Energy Inc Com	COM	448055103	245	8300 SH	SOLE	8300
IBM	COM	459200101	7230	37745 SH	SOLE	37745
Illinois Tool Wks	COM	452308109	846	13904 SH	SOLE	13904
Ingersoll-Rand PLC	COM	g47791101	360	7510 SH	SOLE	7510
Intel	COM	458140100	3394	164575 SH	SOLE	164575
Johnson & Johnson	COM	478160104	4910	70037 SH	SOLE	70037
Kennametal Inc	COM	489170100	2461	61537 SH	SOLE	61537
Kimberly Clark	COM	494368103	2343	27751 SH	SOLE	27751
Kinder Morgan Energy Prtnrs, L	COM	494550106	1811	22700 SH	SOLE	22700
Kraft Foods Group Inc Com	COM	50076q106	488	10732 SH	SOLE	10732
L-3 Communications Hldgs Com	COM	502424104	1969	25692 SH	SOLE	25692
Laboratory Corp of America Hld	COM	50540r409	2259	26076 SH	SOLE	26076
Limited Inc	COM	532716107	494	10492 SH	SOLE	10492
Linn Energy LLC Unit Ltd Liab	COM	536020100	594	16860 SH	SOLE	16860
Lockheed Martin Corp	COM	539830109	3506	37986 SH	SOLE	37986
Lowes Cos Inc	COM	548661107	2306	64920 SH	SOLE	64920
Magellan Midstream Prt Com Uni	COM	559080106	631	14610 SH	SOLE	14610
Manulife Financial Corp	COM	56501r106	184	13560 SH	SOLE	13560
Marathon Holding Corp	COM	565808102	0	10000 SH	SOLE	10000
Markwest Energy Partnr Unit Lt	COM	570759100	338	6625 SH	SOLE	6625
Mastercard Inc Cl A	COM	57636q104	2754	5606 SH	SOLE	5606
McDermott Intl Inc Com	COM	580037109	941	85425 SH	SOLE	85425
McDonalds Corp	COM	580135101	549	6220 SH	SOLE	6220
McKesson HBOC Inc	COM	58155Q103	209	2157 SH	SOLE	2157
Mead Westvaco Corp Com	COM	583334107	218	6845 SH	SOLE	6845
Medical Properties Trust	COM	58463j304	172	14356 SH	SOLE	14356
Merck & Co Inc	COM	58933y105	1646	40195 SH	SOLE	40195
Microsoft Corp	COM	594918104	4317	161639 SH	SOLE	161639
National Oilwell Varco Com	COM	637071101	5881	86042 SH	SOLE	86042
Natural Resource Prtnr Com Uni	COM	63900p103	339	18311 SH	SOLE	18311
Newmont Mining Corp	COM	651639106	505	10870 SH	SOLE	10870
Nike Inc Cl B	COM	654106103	3467	67196 SH	SOLE	67196
Noble Corporation	COM	h5833n103	4650	133538 SH	SOLE	133538
Norfolk Southern Corp	COM	655844108	1209	19553 SH	SOLE	19553
Northrop Grumman Corp Com	COM	666807102	497	7359 SH	SOLE	7359
Novartis A G Sponsored ADR	COM	66987v109	2389	37743 SH	SOLE	37743
Nucor Corp	COM	670346105	1938	44900 SH	SOLE	44900
Nustar Energy Lp Unit Com	COM	67058H102	444	10442 SH	SOLE	10442
Olin Corp Com Par \$1	COM	680665205	293	13574 SH	SOLE	13574
Oneok Partners LP Unit Ltd Par	COM	68268n103	3337	61810 SH	SOLE	61810
Oracle Corp	COM	68389X105	3280	98454 SH	SOLE	98454
PNC Finl Corp	COM	693475105	831	14256 SH	SOLE	14256
Penn West Pete Ltd New	COM	707887105	156	14330 SH	SOLE	14330
Pentair Ltd	COM	H6169Q108	503	10239 SH	SOLE	10239
PepsiCo Inc	COM	713448108	3250	47488 SH	SOLE	47488
Permian Basin Rty Tr Unit Ben	COM	714236106	624	50923 SH	SOLE	50923
Pfizer	COM	717081103	5602	223378 SH	SOLE	223378
Philip Morris Intl Inc Com	COM	718172109	370	4424 SH	SOLE	4424
Plains All Am Pipeline Unit Lt	COM	726503105	1843	40740 SH	SOLE	40740
Plum Creek Timber Co Inc REIT	COM	729251108	1446	32598 SH	SOLE	32598
Potash Corp Sask Inc	COM	73755L107	1370	33670 SH	SOLE	33670
Price T Rowe Group Inc	COM	74144t108	3656	56151 SH	SOLE	56151
Procter & Gamble Co	COM	742718109	4640	68342 SH	SOLE	68342
Qualcomm Inc Com	COM	747525103	558	9020 SH	SOLE	9020
RGC Resources Inc	COM	749551103	261	14154 SH	SOLE	14154
Raytheon Co.	COM	755111507	757	13147 SH	SOLE	13147
Regency Energy Ptnr LP Com Uni	COM	75885y107	298	13750 SH	SOLE	13750
Royal Dutch Shell PLC Spons AD	COM	780259206	554	8034 SH	SOLE	8034
SPDR Gold Trust	COM	78463v107	681	4205 SH	SOLE	4205
Sanofi	COM	80105n105	891	18802 SH	SOLE	18802
Scana Corp	COM	80589m102	311	6804 SH	SOLE	6804
Schlumberger	COM	806857108	3043	43915 SH	SOLE	43915
Select Sector Spdr Tr SBI Int-	COM	81369y886	270	7740 SH	SOLE	7740
Silver Wheaton Corp Com	COM	828336107	849	23540 SH	SOLE	23540
Sirius Satellite Radio Com	COM	82967n108	36	12500 SH	SOLE	12500
Smucker J M Co Com	COM	832696405	540	6262 SH	SOLE	6262
Southern Co	COM	842587107	1737	40586 SH	SOLE	40586
Spectra Energy Corp Com	COM	847560109	420	15349 SH	SOLE	15349
Stanley Black & Decker, Inc.	COM	854502101	872	11791 SH	SOLE	11791
Steel Dynamics Inc Com	COM	858119100	316	23050 SH	SOLE	23050
Suburban Propane LP Unit Ltd P	COM	864482104	216	5550 SH	SOLE	5550
SunTrust Banks Inc. Com	COM	867914103	861	30369 SH	SOLE	30369
Suncor Energy Inc Com	COM	867224107	1562	47377 SH	SOLE	47377
Sysco Corp	COM	871829107	2280	72009 SH	SOLE	72009
TC Pipelines LP Ut Com Ltd Prt	COM	87233q108	461	11415 SH	SOLE	11415
TYCO International Ltd	COM	h89128104	1257	42963 SH	SOLE	42963
Targa Res Partners Lp Com Unit	COM	87611x105	330	8815 SH	SOLE	8815
Target Corp	COM	87612e106	5465	92358 SH	SOLE	92358
Teekay Lng Partners Prtnrsp Un	COM	y8564m105	671	17755 SH	SOLE	17755
Teekay Offshore Ptn Lp Partner	COM	y8565J101	506	19445 SH	SOLE	19445
Teva Pharmaceutcl Inds ADR	COM	881624209	2069	55416 SH	SOLE	55416
Texas Instruments Co	COM	882508104	577	18685 SH	SOLE	18685
The ADT Corporation Com	COM	00101j106	998	21464 SH	SOLE	21464

Time Warner Cable Inc Com	COM	88732j207	429	4412 SH	SOLE	4412
Time Warner Inc	COM	887317303	582	12176 SH	SOLE	12176
Transocean Ltd	COM	h8817h100	428	9588 SH	SOLE	9588
U S Bancorp	COM	902973304	339	10615 SH	SOLE	10615
UDR Inc	COM	902653104	616	25910 SH	SOLE	25910
Union Pacific	COM	907818108	6307	50170 SH	SOLE	50170
United Technologies Cp	COM	913017109	1674	20411 SH	SOLE	20411
Valley Financial Corp	COM	919629105	98	10857 SH	SOLE	10857
Verizon Communications	COM	92343V104	2797	64642 SH	SOLE	64642
Vulcan Materials Co	COM	929160109	279	5360 SH	SOLE	5360
Walter Energy Inc Com	COM	93317q105	462	12880 SH	SOLE	12880
Waste Mgmt Inc Del Com	COM	941061109	2240	66385 SH	SOLE	66385
Wellpoint Inc	COM	94973v107	3187	52313 SH	SOLE	52313
Wells Fargo & Co New Com	COM	949746101	4087	119577 SH	SOLE	119577
Westar Energy, Inc Com	COM	95709t100	319	11153 SH	SOLE	11153
Williams Partners LP Com Unit	COM	96950F104	232	4765 SH	SOLE	4765
Xcel Energy Inc Com	COM	98389B100	211	7910 SH	SOLE	7910
Xylem Inc Com	COM	98419M100	929	34266 SH	SOLE	34266
Zimmer Holdings Inc	COM	98956P102	3612	54185 SH	SOLE	54185
iShares Silver Trust	COM	46428q109	1052	35827 SH	SOLE	35827
American Balanced Fd Com		024071102	232	11364.13 SH	SOLE	11364.13
American Funds Fundamental Inv		360802102	267	6558.64 SH	SOLE	6558.64
Bond Fd Amer Inc Com		097873103	174	13407.08 SH	SOLE	13407.08
Capital Income Bldr Fd Sh Ben		140193103	537	10177.95 SH	SOLE	10177.95
Capital World Grw&Incm Com		140543109	221	5941.79 SH	SOLE	5941.79
Columbia Fds Ser Tr Midcap Ind		19765j608	298	25245.09 SH	SOLE	25245.09
Fidelity Concord Str SP 500 Id		315911206	383	7578.73 SH	SOLE	7578.73
Fidelity Contrafund		316071109	1583	20410.62 SH	SOLE	20410.62
Fidelity Low Priced Stock Fund		316345305	775	19630.04 SH	SOLE	19630.04
Growth Fund America Inc Com		399874106	264	7686.19 SH	SOLE	7686.19
Harbor Fd Intl Fd Inv Cl		411511645	449	7292.79 SH	SOLE	7292.79
Harbor International Fund		411511306	4749	76453.07 SH	SOLE	76453.07
Income Fd Amer Inc Com		453320103	192	10605.17 SH	SOLE	10605.17
Invesco Value Mun Income Tr		46132p108	260	15467.12 SH	SOLE	15467.12
NMC Inc Com		629196106	0	82700.00 SH	SOLE	82700.00
Reaves Util Income Fd Com Sh B		756158101	309	12965.00 SH	SOLE	12965.00
Rowe T Price Divid Grw Com		779546100	204	7757.71 SH	SOLE	7757.71
Rowe T Price Equity Inc Sh Ben		779547108	298	11267.62 SH	SOLE	11267.62
Rowe T Price Index Tr Equity I		779552108	255	6645.40 SH	SOLE	6645.40
Rowe T Price Intl Fds Emerg Mk		77956h864	4705	138127.25SH	SOLE	138127.25
Rowe T Price Small-Cap Value F		77957Q103	571	14573.75 SH	SOLE	14573.75
T. Rowe Price Intl Stock Fd		77956h203	214	14836.83 SH	SOLE	14836.83
Templeton Global Incm Com		880198106	293	30986.00 SH	SOLE	30986.00
Vanguard 500 Index Fund Invest		922908108	285	2172.00 SH	SOLE	2172.00
Vanguard Mun Bd Fd Inc Lt Txex		922907860	151	12809.99 SH	SOLE	12809.99
Vanguard Prime Money Market Fu		922906201	33	33330.92 SH	SOLE	33330.92
Vanguard Wellington Fd Investo		921935102	297	8779.90 SH	SOLE	8779.90
Vanguard/Windsor II Investor S		922018205	1190	40496.79 SH	SOLE	40496.79
iShares TR Russell Midcap		464287499	437	3860.00 SH	SOLE	3860.00
iShares Tr DJ Sel Div Inx		464287168	233	4065.00 SH	SOLE	4065.00

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