

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2012
Month / Day / Year

I, William O. West
Name of the Holding Company Director and Official
President and Chief Executive Officer
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
Tampa Bay Banking Company
Legal Title of Holding Company
Post Office Box 1
(Mailing Address of the Holding Company) Street / P.O. Box
Tampa FL 33601
City State Zip Code
601 Bayshore Blvd., Suite 630
Physical location (if different from mailing address)

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Person to whom questions about this report should be directed:
Karen Lane VP & Controller
Name Title
813-872-1288
Area Code / Phone Number / Extension
813-872-1370
Area Code / FAX Number
klane@bankoftampa.com
E-mail Address
www.bankoftampa.com
Address (URL) for the Holding Company's web page

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

William O. West
Signature of Holding Company Director and Official
03/20/2013
Date of Signature

Does the reporter request confidential treatment for any portion of this submission?
 Yes Please identify the report items to which this request applies:
 In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
 The information for which confidential treatment is sought is being submitted separately labeled "Confidential."
 No

For holding companies not registered with the SEC—
Indicate status of Annual Report to Shareholders:
 is included with the FR Y-6 report
 will be sent under separate cover
 is not prepared

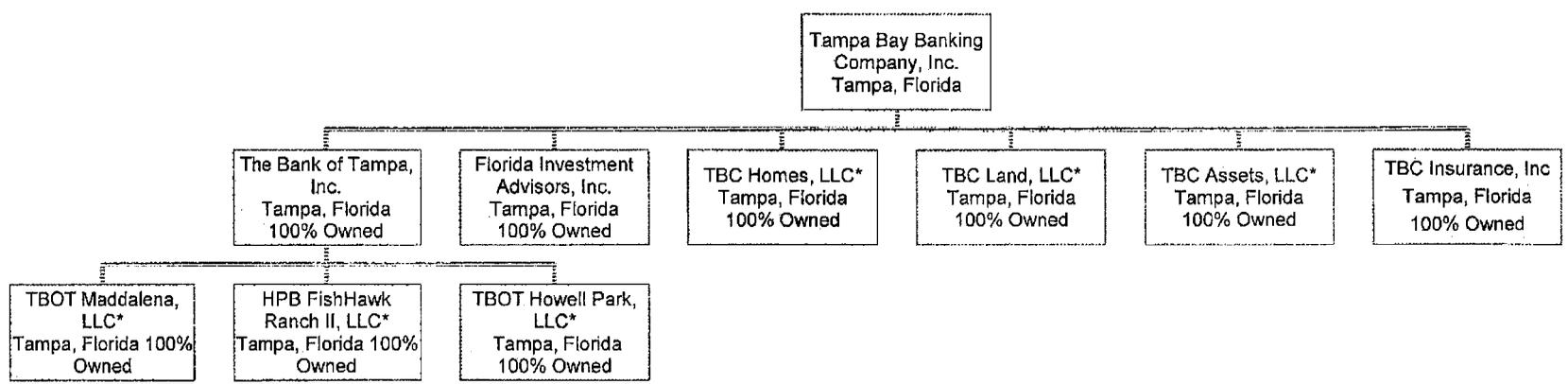
For Federal Reserve Bank Use Only
RSSD ID 1246467
C.I. _____

revised

Form FR Y-6
Tampa Bay Banking Company
Tampa, Florida
Fiscal Year Ended December 31, 2012

Report Item:

- 1: The bank holding company prepares an annual report for its stockholders.
 - 2: Organization Chart – All subsidiaries are 100% owned by Tampa Bay Banking Company, Inc.
- Note: All Corporations are incorporated in the State of Florida. Subsidiaries indicated with an asterisk(*) are special purpose LLC that are not reportable on Form FR Y-10



Results: A list of branches for your depository institution: BANK OF TAMPA, THE (ID_RSSD: 273336).
 This depository institution is held by TAMPA BAY BANKING COMPANY (1246467) of TAMPA, FL.
 The data are as of 12/31/2012. Data reflects information that was received and processed through 01/06/2013.

Reconciliation and Verification Steps

1. In the **Data Action** column of each branch row, enter one or more of the actions specified below.
2. If required, enter the date in the **Effective Date** column.

Actions

OK: If the branch information is correct, enter 'OK' in the **Data Action** column.
 Change: If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the **Data Action** column and the date when this information first became valid in the **Effective Date** column.
 Close: If a branch listed was sold or closed, enter 'Close' in the **Data Action** column and the sale or closure date in the **Effective Date** column.
 Delete: If a branch listed was never owned by this depository institution, enter 'Delete' in the **Data Action** column.
 Add: If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.
 If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:

To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of Change, Close, Delete, or Add.
 The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	273336	BANK OF TAMPA, THE	601 BAYSHORE BLVD	TAMPA	FL	33606-276	HILLSBOROUGH	UNITED STATES	14533	0	BANK OF TAMPA, THE	273336	
OK		Full Service	3724446	BRANDON DIVISION	1217 OAKFIELD DR	BRANDON	FL	33511	HILLSBOROUGH	UNITED STATES	358871	9	BANK OF TAMPA, THE	273336	
OK		Full Service	4461841	DOWNTOWN SAINT PETERSBURG OFFICE	200 CENTRAL AVENUE, SUITE L100	SAINT PETERSBURG	FL	33701	PINELLAS	UNITED STATES	Not Required	Not Required	BANK OF TAMPA, THE	273336	
OK		Full Service	2849650	CARROLWOOD VILLAGE OFFICE	13868 NORTH DALE MABRY HIGHWAY	TAMPA	FL	33618	HILLSBOROUGH	UNITED STATES	252074	8	BANK OF TAMPA, THE	273336	
OK		Full Service	2754333	DOWNTOWN BRANCH	3 TAMPA CITY CENTER	TAMPA	FL	33602	HILLSBOROUGH	UNITED STATES	252067	1	BANK OF TAMPA, THE	273336	
OK		Full Service	1832712	NORTH ARMENIA OFFICE	4400 NORTH ARMENIA AVENUE	TAMPA	FL	33603	HILLSBOROUGH	UNITED STATES	500495	11	BANK OF TAMPA, THE	273336	
OK		Full Service	1159307	SUNSET PARK BRANCH	4355 HENDERSON BLVD	TAMPA	FL	33629	HILLSBOROUGH	UNITED STATES	252068	2	BANK OF TAMPA, THE	273336	
OK		Full Service	2814117	TAMPA PALMS BRANCH	15302 AMBERLY DRIVE	TAMPA	FL	33647	HILLSBOROUGH	UNITED STATES	252072	6	BANK OF TAMPA, THE	273336	
OK		Full Service	2567552	WATERS AVENUE BRANCH	5401 WEST WATERS AVENUE	TAMPA	FL	33634	HILLSBOROUGH	UNITED STATES	252071	5	BANK OF TAMPA, THE	273336	
OK		Full Service	2814108	WESTSHORE BRANCH	4600 WEST CYPRESS STREET, SUITE 100	TAMPA	FL	33607	HILLSBOROUGH	UNITED STATES	252073	7	BANK OF TAMPA, THE	273336	

VCSF

Form FR Y-6
Tampa Bay Banking Company
Fiscal Year Ended December 31, 2012

Report Item 3: Securities holders
(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holding of 5% or more with power to vote as of fiscal year ended 12-31-2012		
(1)(a) Name City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities
James L. Ferman, Jr. Common Stock Tampa, FL, USA	USA	255,178 (includes shares owned by spouse and family LLLP) – 11.22% 2,753 Options on Common Stock – 11.33% Common Stock + Options
WRB Enterprises, Inc. 9.97% Common Stock G. Robert Blanchard, Jr. (President of WRB) Tampa, FL, USA	USA	226,730 (includes shares owned by WRB and G. Robert Blanchard, Jr.) – 4,376 Options on Common Stock – 10.28% Common Stock + Options (G. Robert Blanchard, Jr. is control person of WRB Enterprises, Inc.)
The Bank of Tampa Employee Stock Ownership Plan Tampa, FL, USA	USA	195,449 – 8.60% Common Stock
ESOP Trustees: Linda E. Bowen David W. Feeman John Unger Ann L. Giles Anna Ehrlich Susanne Powers Regina Santerre		
The provision in the ESOP plan for voting the stock controlled by the ESOP is attached.		
A. Gerald Divers Tampa, FL, USA	USA	143,042 (includes shares owned by his wife) – 6.29% Common Stock 19,500 Options on Common Stock – 7.09% Common Stock + Options

Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holding of 5% or more with power to vote during the fiscal year ended 12-31-2011		
(2)(a) Name City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
N/A		

ITEM 3 A ATTACHMENT 1

(i) Exercise of Voting and Other Rights. Any voting and other rights with respect to shares of Employer Securities held as part of each Participant's Accounts, or a part of any suspense account within the Trust Fund shall be exercised as follows:

(1) (A) If any Employer does not have a registration-type class of securities, as defined in Section 409(e) of the Code, each Participant who is an Employee of such Employer shall be entitled to direct the Trustee as to the exercise of any voting rights, attributable to shares allocated to his Employer Securities Account, with respect to the approval or disapproval of any corporate merger or consolidation, recapitalization, reclassification, liquidation, dissolution, or sale of substantially all assets of a trade or business. Otherwise, except as set forth in subparagraph (1)(B) below, voting rights shall be exercised by the Trustee in its own discretion.

(B) If any Employer has a registration-type security, as defined in Section 409(e) of the Code, any voting and other rights with respect to Employer Securities (including fractional shares) allocated to any Participant's Employer Securities Account shall be exercised by the Trustee in accordance with instructions received from such Participant.

(C) In connection with the exercise of the rights set forth in subparagraphs (A) and (B) above, the Trustee shall notify each Participant at least thirty (30) days prior to the date upon which such rights are to be exercised; provided, however, that the Trustee shall not be under any obligation to notify the Participants sooner than it receives such information as a security holder of record. In the event the notice received by the Trustee makes it impossible for the Trustee to comply with such thirty (30) day notice requirement, the Trustee shall notify the Participants regarding the exercise of such rights as soon as practicable. The notification shall include all information distributed to the security holders of record by the Employer regarding the exercise of such rights.

(2) (A) Any voting and other rights with respect to Employer Securities (including fractional shares) held by the Trustee that are not allocated to the Participants' Employer Securities Accounts shall be exercised by the Trustee in its discretion.

(B) Any voting and other rights with respect to Employer Securities (including fractional shares) held by the Trustee that are allocated to the Participant's Employer Securities Accounts, but with respect to which the Trustee does not receive timely instructions from Participants, shall be exercised by the Trustee in its discretion.

Tampa Bay Banking Company
Report Item 4 - Insiders
December 31, 2012

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
James L. Ferman, Jr. Tampa, Florida, USA	President - Ferman Motor Car Company	Chairman	Vice Chairman- The Bank of Tampa Director - Florida Investment Advisors, Inc.	See Attached	11.33%*	None	See Attached
A. Gerald Divers Tampa, Florida, USA	Banker	Vice Chairman	Chairman - The Bank of Tampa Director - Florida Investment Advisors, Inc.	See Attached	7.09%**	None	See Attached
G. Robert Blanchard, Jr. Tampa, FL, USA	President - WRB Enterprises, Inc.	Director	Director - The Bank of Tampa	See Attached	10.10%***	None	See Attached
Gregory J. Celestan Lithia, FL, USA	CEO - Celestar Corporation	Director	Director - The Bank of Tampa Director - Florida Investment Advisors, Inc.	See Attached	0.01%	None	See Attached
Luis Garcia Tampa, FL, USA	Senior Partner (CPA) - Garcia & Ortiz, PA	Director	Director - The Bank of Tampa Director - Florida Investment Advisors, Inc.	See Attached	0.29%	None	See Attached
Gary W. Harrod Tampa, FL, USA	CEO - Harrod Properties	Director	Director - The Bank of Tampa Director - Florida Investment Advisors, Inc.	See Attached	2.21%	None	See Attached
Oscar J. Horton Tampa, FL, USA	President - Sun State International Trucks, LLC	Director	Director - The Bank of Tampa	See Attached	0.22%	None	See Attached
A.D. MacKinnon Tampa, FL, USA	CEO - ADM Ventures, Inc. DBA MacKinnon Equipment and Services	Director	Director - The Bank of Tampa	See Attached	0.41%	None	See Attached
Judy A. Mitchell Clearwater, FL, USA	President - VMS Properties, LLC	Director	Director - The Bank of Tampa	See Attached	0.51%	None	See Attached
Paul L. Whiting Tampa, FL, USA	CEO - Seabreeze Holdings, Inc.	Director	Director - The Bank of Tampa Director - Florida Investment Advisors, Inc.	See Attached	2.26%**	None	See Attached
William O. West III Tampa, FL, USA	Banker	Director and President/CEO	Director, President/CEO - Bank of Tampa Chairman - Florida Investment Advisors, Inc. Manager - TBC Land, LLC; TBC Homes, LLC; TBC Assets, LLC; HPB Fishhawk Ranch II, LLC; TBOT Tierra Verde, LLC	See Attached	2.05%**	None	None
Richard L. Junkermann Lutz, FL, USA	Banker	Executive Vice President/CFO	Exec Vice President - The Bank of Tampa	None	0.79%	None	None
Ronald V. Hernandez Tampa, FL, USA	Banker	Vice President	Senior Vice President - The Bank of Tampa	None	1.14%	None	None

* Includes shares owned by spouse and family LLLP

** Includes shares owned by spouse

*** Includes shares owned by WRB Enterprises, Inc.

Tampa Bay Banking Company - Report Item 4: Insiders
 Supplement Sheets for Questions 3(c) and (4)(c)

LAST NAME	FIRST NAME	ORGANIZATION	POSITION	% OWNERSHIP
Ferman, Jr.	James L.	Ferman Motor Car Company, Inc.	President	48.00
		Ferman Management Services Corporation	President	94.00
		Ferman on 54, Inc.	President	33.00
		Ferman Pasco Holdings, LLC	Manager	33.00
		Brandon H-D Properties, LLC	Managing Member	100.00
		Cigar City Motors, Inc.	Vice President	35.00
		Island Center Corporation, Inc.	President	25.00
		SFFIG, Inc.	Vice President and Secretary	33.00
		Sunshine Chevrolet-Oldsmobile of Tarpon Springs, Inc.	President	70.00*
		346 Beach Partners, LLC	General Manager	33.00
		Ferman Premier Finance	Manager	33.00
		Panama City Beach Cycles, LLC	Manager/Vice President	<25.00
		Mero Anchor, LLC	Manager	50.00
		JLF 301, LLC	Manager	100.00
		Menhir, LLLP	To be determined - in formation	TBD
		Ferman Family Partnership, LLLP	To be determined - in formation	TBD
		Three Sisters Springs Holdings Three, LLC	Limited Partner	<25.00
		TECO Energy, Inc. and Tampa Electric Company	Director	<25.00
		University of Tampa	Trustee	N/A
		Florida Aquarium	Trustee of Aquarium and Aquarium Foundation	N/A
Emory University (Atlanta, GA)	Trustee	N/A		
Mary Lee's House	Director	N/A		
* Reflects the beneficial interest of Mr. Ferman and his spouse in the James L. Ferman Jr. 2008 Sunshine Grantor Retained Annuity Trust and the Cecelia D. Ferman 2008 Sunshine Grantor Retained Annuity Trust.				
Divers	A. Gerald	Hillsborough County Bar Association Foundation	Trustee	N/A
		Divers Industries, Inc.	Investor	49%
Blanchard, Jr.	G. Robert	WRB Enterprises, Inc. & Subsidiaries	President	54.50
		Blanchard Harris Realty	Partner	33.00
		CenterState Banks, Inc.	Director	<25%
		CenterState Bank of Florida, N.A.	Director	NA
		International Banking Group, Ltd.	Director	NA
Celestan	Gregory J.	Florida Aquarium Foundation	Trustee	NA
		Celestar Corporation	CEO	70
		Protostar Properties, LLC	Managing Partner	50
		Greater Tampa Chamber of Commerce	Chairman	N/A
		Tampa General Hospital Foundation	Board Member	N/A

Tampa Bay Banking Company - Report Item 4: Insiders
 Supplement Sheets for Questions 3(c) and (4)(c)

LAST NAME	FIRST NAME	ORGANIZATION	POSITION	% OWNERSHIP
Garcia	Luis	Garcia & Ortiz, PA	Senior Partner	<25%
		GO Partnership	Partner	50.00
		G&O Financial Services, Inc.	Partner	<25%
		Garcia & Ortiz Staffing, LLC	Partner	<25%
		Hillsborough Education Foundation	Director	NA
		Salesian Youth Center Development Board	Director	NA
		West Tampa Chamber of Commerce	Director	NA
		Salesian Sisters Partners Circle	National Board of Directors	NA
		Cigar Family Charitable Foundation	Trustee	NA
		Boys and Girls Clubs of Tampa Bay	Director/Treasurer	NA
Harrod	Gary W.	118th Place, LLLP	Director, Partner or Executive Officer	65.48
		BP Land Holdings, Inc.	Director, Partner or Executive Officer	100.00
		BP Land Holdings, LLLP	Director, Partner or Executive Officer	38% Class A 20% Class B 30% Class C
		Childress-Harrod #5, L.P.	Director, Partner or Executive Officer	75.00
		GHGM Investment, Ltd.	Director, Partner or Executive Officer	50.00
		H/A Partners, Ltd.	Director, Partner or Executive Officer	50.00
		Harbour Capital Partners, Inc.	Director, Partner or Executive Officer	83.33
		Harrod Development, Inc.	Director, Partner or Executive Officer	100.00
		Harrod Properties Development, Ltd.	Director, Partner or Executive Officer	54.00
		Harrod Properties, Inc.	Director, Partner or Executive Officer	100.00
		H Cypress Family Trust, LLLP	Director, Partner or Executive Officer	25.00
		HP Bay Street, LLLP	Director, Partner or Executive Officer	36.50
		HP Largo Lakes III LP	Director, Partner or Executive Officer	99.00
		HP Mangrove, LLC	Director, Partner or Executive Officer	43.33
		HP Reality, Inc.	Director, Partner or Executive Officer	100.00
		HP Star V, Ltd.	Director, Partner or Executive Officer	49.00
		HP Tampa Partners, Inc.	Director, Partner or Executive Officer	100.00
		HP Tampa Partners, LLLP	Director, Partner or Executive Officer	47.80
		HTPA, LLLP	Director, Partner or Executive Officer	44.00
		Legacy MOB I, LLLP	Director, Partner or Executive Officer	30.00
		VP Park, Ltd.	Director, Partner or Executive Officer	89.00
		Three Sisters Springs Holding, LLC	Limited Partner	<25
		Fairways Capital Partners, LLP	Director, Partner or Executive Officer	<25
		HPRC, LLC	Managing Member	40.00
		Solutions Office Suites, LLC	Director, Partner or Executive Officer	40.00
		HP Cypress Bay II, LLC	Director, Partner or Executive Officer	44.00

Tampa Bay Banking Company - Report Item 4: Insiders
 Supplement Sheets for Questions 3(c) and (4)(c)

LAST NAME	FIRST NAME	ORGANIZATION	POSITION	% OWNERSHIP
		HP Ulmerton, LLP	Director, Partner or Executive Officer	51.75
		Tampa History Center	Trustee	NA
		Texas Tech University Business School	Trustee	NA
		University of Tampa	Trustee	NA
Horton	Oscar J.	Sun State International Trucks, LLC	President	100.00
		Sun State International Trucks of Central Florida, LLC	President	100.00
		Sun State Real Estate	President	100.00
		Horton Holdings, LLC	President	100.00
		Boys and Girls Clubs of Tampa Bay	Director	NA
		University of South Florida Foundation	Director	NA
		Academy Prep Center	Director	NA
		Federal Reserve Bank of Atlanta - Jacksonville Branch	Director	NA
		Navistar Diversity and Inclusion Executive Advisory Board	Advisory Board Member	NA
Mackinnon	A. D. "Sandy"	ADM Ventures, Inc. DBA MacKinnon Equipment & Services	CEO	70.00
		MacKinnon LLC	CEO	90.00
		Alexander MacKinnon Living Trust	Owner	100.00
		MacKinnon Foundation	CEO	100
		Florida State Fair Authority	Director	NA
		University of Tampa	Trustee	NA
		Tampa Bay & Company (fka Convention & Visitors Bureau)	Director	NA
		Tampa Bay Performing Arts Center	Director, Foundation Director	NA
Mitchell	Judy A.	VMS Properties, LLC	President	33.40
		Clearpac (Clearwater Chamber's Political Action Committee)	Chairman	NA
		Morton Plant Mease Hospital Foundation	Trustee	NA
		Homeless Emergency Project	Trustee	NA
		University of South Florida St. Petersburg Campus Board	Trustee	NA
		PlusOne Foundation	Treasurer	NA
Whiting	Paul L.	Seabreeze Holdings, Inc.	CEO	100
		Kennedy Whiting Properties, Inc.	Vice President	50
		Skyway BC, Inc.	Vice President	30
		Skyway BC II, Inc.	Vice President	30
		Lakeland Warehouse Partners, LLC	Vice President	<25
		Hobbs Road Investors, LLC	Vice President	<25
		BP Land Holdings, LLC	Limited Partner	<25
		Sykes Holdings, Inc.	Chairman, Director	<25
		TECO Energy, Inc. and Tampa Electric Company	Director	<25
		NDM Storage, LLC	Vice President	<25

Tampa Bay Banking Company - Report Item 4: Insiders
 Supplement Sheets for Questions 3(c) and (4)(c)

LAST NAME	FIRST NAME	ORGANIZATION	POSITION	% OWNERSHIP
		Cardinal Point Holding I, LLC	Limited Partner	<25
		HE-IOM Affiliates	Limited Partner	<25
		Infinity Homecare Holdings	Limited Partner	<25
		Mangrove Investors, LP	Limited Partner	<25
		DomLec LLC	Limited Partner	<25
		Academy Prep Center of Tampa, Inc.	President, Trustee	NA
		Academy Prep Center of St. Petersburg, Inc.	Trustee	NA
		Academy Prep Foundation, Inc.	Trustee	NA
		Florida Aquarium	Trustee	NA
		WEDU	Director	NA
West	William O.	St. Joseph's Hospital	Director	NA
		St. Joseph's Hospital Foundation	Director	NA
		Baycare Health Care System	Director	NA
		David A. Straz Center for the Performing Arts	Director	NA
		David A. Straz Center for the Performing Arts Foundation	Director	NA