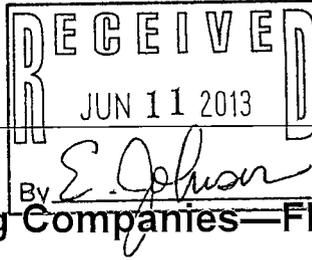


Board of Governors of the Federal Reserve System



# 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, Garrett S. Richter

Name of the Holding Company Director and Official

President

Title of the Holding Company Director and Official

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.

Reporter's Name, Street, and Mailing Address

TGR Financial, Inc.

Legal Title of Holding Company

3560 Kraft Road

(Mailing Address of the Holding Company) Street / P.O. Box

Naples

FL

34105

City

State

Zip Code

Physical location (if different from mailing address)

*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.*

Person to whom questions about this report should be directed:

Philip Nemni

SVP & Treasurer

Name

Title

239-325-5657

Area Code / Phone Number / Extension

239-325-5691

Area Code / FAX Number

philipnemni@fnbofgc.com

E-mail Address

Signature of Holding Company Director and Official

6/3/2013

Date of Signature

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 4360113

C.I. \_\_\_\_\_

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

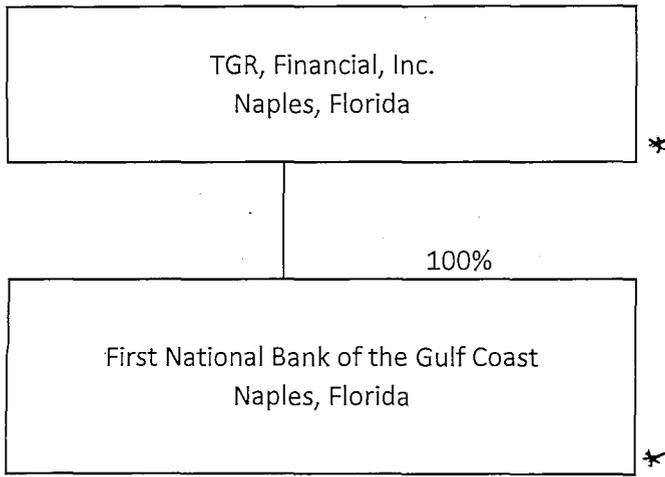
FORM FRY-6

Item 2a

TGR FINANCIAL, INC.

NAPLES, FLORIDA

FISCAL YEAR ENDING DECEMBER 31, 2012



Entities are incorporated in Florida.

TGR FINANCIAL, INC.  
 NAPLES, FLORIDA  
 FISCAL YEAR ENDING DECEMBER 31, 2012

FORM FRY-6  
 Item 2b

NO CHANGES:

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
Full Service (Head Office)	3591282	FIRST NATIONAL BANK OF THE GULF COAST	3560 KRAFT ROAD	NAPLES	FL	34105	COLLIER	UNITED STATES	455602	0	FIRST NATIONAL BANK OF THE GULF COAST	3591282	
Full Service	3792290	MARCO BRANCH	690 BALD EAGLE DRIVE	MARCO ISLAND	FL	34145	COLLIER	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF THE GULF COAST	3591282	
Full Service	3977523	ANCHOR RODE BRANCH	811 ANCHOR RODE DRIVE	NAPLES	FL	34103	COLLIER	UNITED STATES	510625	3	FIRST NATIONAL BANK OF THE GULF COAST	3591282	
Full Service	4421733	CREEKSIDE BRANCH	1280 CREEKSIDE STREET, UNIT 104	NAPLES	FL	34108	COLLIER	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF THE GULF COAST	3591282	
Full Service	4457527	PINE RIDGE BRANCH	3580 PINE RIDGE ROAD	NAPLES	FL	34109	COLLIER	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF THE GULF COAST	3591282	

FORM FRY-6

TGR FINANCIAL, INC.  
 NAPLES, FLORIDA  
 FISCAL YEAR ENDING DECEMBER 31, 2012

Item 3

Report Item 3: Securities Holders

(1)(a)(b)(c) and 2(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2012			Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2012		
(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage Each Class of Voting Securities	(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage Each Class of Voting Securities
John Rodgers, L.P. c/o Constitution Capital Partners, LLC 300 Brickstone Square, 10th Flr Andover, MA 01810	U.S.A.	1,326,625 9.26%	N/A		
Endicott Group 360 Madison Avenue, 21st Flr New York, NY 10017	U.S.A.	1,326,625 9.26%			
GMT Capital Group 2300 Windy Ridge Parkway Suite 550 S. Atlanta, GA 30339	U.S.A.	1,494,943 10.43%			
Lightyear Group 375 Park Avenue, 11th Flr New York, NY 10152	U.S.A.	1,431,734 9.99%			

TGR FINANCIAL, INC.  
NAPLES, FLORIDA  
FISCAL YEAR ENDING DECEMBER 31, 2012

## Item 4

## Report Item 4: Insiders

(1)(2)(3)(a)(b)(c) and 4(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (Include name of subsidiaries)	(3)(c) Title & Position with Other Businesses (Include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Thomas G. Brewer Edmond, Oklahoma U.S.A.	Retail & Wholesale Carpet Business Owner	Director	N/A	Founder & Owner The Brewer Flooring Group	0.55%	N/A	Brewer Carpet & Design 65% Mega Properties, Inc 75% Stone Mountain of Oklahoma City 67.50% Tobor, LLC 75.30% Floors Now, LLC 51.22% West Hill Properties, LLC 51.22% TRS Partnership 75% ProSource of Oklahoma City 33.33% ProSource of Oklahoma City Properties 30% CGT, LLC 33% Brewer Carpet One of Sarasota, LLC 51.22% Short's Brewer Carpet One, LLC 56.25% Tojo, Inc 75% Jokama, LLC 33.33%
Christopher C. Casciato New York, New York U.S.A.	Managing Director Lightyear Capital, LLC	Director	Director First National Bank of the Gulf Coast	Board Member: Community & Southern Bank of Atlanta, GA Cascade Bancorp of Bend, OR Strategic Growth Bank of El Paso, TX Director: Clarion Partners in New York, NY Paradigm Management Solutions in Walnut Creek, CA	9.99%	N/A	N/A
Adam D. Compton Atlanta, Georgia U.S.A.	Head GMT Capital Corporation	Director	Director First National Bank of the Gulf Coast	Board Member: Alico, Inc of Florida	10.45%	N/A	N/A
John J. Gulnee Andover, Massachusetts U.S.A.	Managing Partner Constitution Capital Partners, LLC	Director	N/A	N/A	9.26%	N/A	N/A
Rob Usdan New York, New York U.S.A.	Principal & Co-Founder The Endicott Group	Director	N/A	N/A	9.26%	N/A	N/A
Robert M. Feerick Naples, Florida U.S.A.	Chairman Horizon Partners, Ltd	Director	N/A	Director: Karl's Event Services Groeb Farms, Inc. Climax Portable Machine Tools, Inc. Xymox Technologies, Inc.	0.54%	N/A	Horizon Partners, Ltd 100%

Item 4

Report Item 4: Insiders

(1)(2)(3)(a)(b)(c) and 4(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include name of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Michael J. Kerschner Tiffin, Ohio U.S.A.	Retired	Director	Director First National Bank of the Gulf Coast	Committee Member: St. Mary's Church	0.55%	N/A	Gillmor Financial Services, Inc. 71% K-S Realty 50%
Dianne Gillmor Krumsee Powell, Ohio U.S.A.	Chairman & Owner Gillmor Financial Services	Director	N/A	Chairman, The Old Fort Banking Company Trustee, The Paul M & Lucy J Gillmor Charitable Fdn	2.23%	N/A	Gillmor Financial Services 36.55%
James S. Lindsay Naples, Florida U.S.A.	Realtor	Director	Director First National Bank of the Gulf Coast	Self-Employed	0.77%	N/A	Dor-J's LLC 26%
Edward J. Mace Naples, Florida U.S.A.	Chief Operating Officer Ribek Corporation	Director	Director First National Bank of the Gulf Coast	Sole Proprietor: Edward J Mace Certified Public Accountant	1.08%	N/A	Edward J Mace, CPA 100%
Judy R. Miller Fostoria, Ohio U.S.A.	VP & Co-Owner Roppe Holding Company	Director	N/A	Board Member: Greater Fostoria Community Foundation Ritz Theatre Board Ohio State Republican Central Committee Hancock County Blanchard Valley Port Authority	3.33%	N/A	Fostoria Focus/Findlay Now 51% J.R. Miller Management, Ltd. 100% J.R. Miller Investments, Ltd. 100%
Robert T. Reichert Windermere, Florida U.S.A.	Chief Administrative Officer First National Bank of the Gulf Coast	SEVP & Chief Admin. Officer	SEVP & Chief Administrative Officer First National Bank of the Gulf Coast		0.56%	N/A	N/A
Garrett S. Richter Naples, Florida U.S.A.	President First National Bank of the Gulf Coast	Director & President	Director & President First National Bank of the Gulf Coast		1.09%	N/A	N/A
Gary L. Tice Naples, Florida U.S.A.	Chief Executive Officer First National Bank of the Gulf Coast	Chairman & Chief Executive Officer	Chairman & Chief Executive Officer First National Bank of the Gulf Coast	Director: Federal Reserve Bank of Atlanta The Greater Naples Chamber of Commerce	1.77%	N/A	ProSource of Oklahoma City 33% ProSource Properties of Oklahoma City 30% Roy Tice Enterprises 100% Jokama Wholesale Flooring 33% CGT Wholesale Flooring 33%