

APR 03 RECD

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.

I, Andrew S. Samuel
Name of the Holding Company Director and Official
President and CEO
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.

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.

Signature of Holding Company Director and Official
03/27/2015
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 464 8118
C.I. _____

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2014
Month / Day / Year
N/A

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)
Reporter's Name, Street, and Mailing Address
Sunshine Bancorp, Inc
Legal Title of Holding Company
102 W. Baker Street
(Mailing Address of the Holding Company) Street / P.O. Box
Plant City FL 33563
City State Zip Code
Same
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Joseph Stevens VP/Chief Accounting Officer
Name Title
813-659-8628
Area Code / Phone Number / Extension
813-759-1593
Area Code / FAX Number
j.stevens@mysunshinebank.com
E-mail Address
www.mysunshinebank.com
Address (URL) for the Holding Company's web page

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 Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

N/A					
Legal Title of Subsidiary Holding Company			Legal Title of Subsidiary Holding Company		
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box			(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box		
City	State	Zip Code	City	State	Zip Code
Physical Location (if different from mailing address)			Physical Location (if different from mailing address)		
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Physical Location (if different from mailing address)			Physical Location (if different from mailing address)		

Form FR Y-6
Sunshine Bancorp, Inc
Baltimore, Maryland
Fiscal Year Ending December 31, 2014

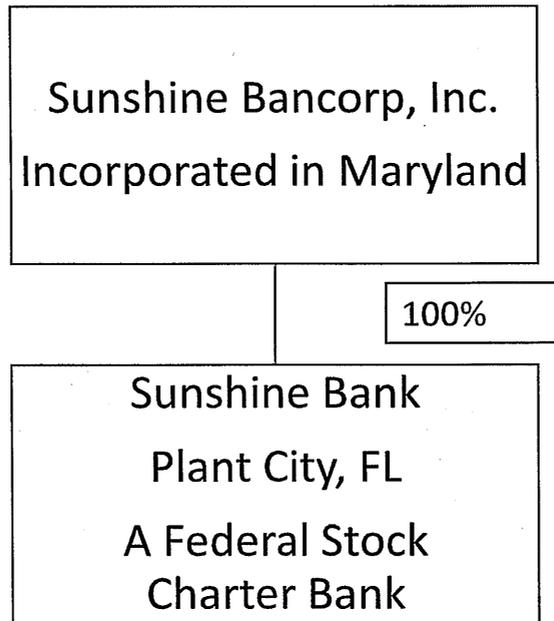
Report Items

1. The bank holding company prepares an annual report for its securities holders and is registered with the SEC.

- 2.a Organization chart – See Attached
- 2.b Domestic branch listing – See Attached
3. Securities Holders – See Attached
4. Insiders – See Attached

Report Item 2A: Organization
Chart

Sunshine Bancorp, Inc.
c/o CSC-Lawyers Incorporating Service Company
7 St. Paul Street, Suite 1660
Baltimore, Maryland 21202 •
Fiscal Year Ending December 31,2014



REPORT ITEM 2.B
Domestic branch listing

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*
✓ Full Service (Head Office)	432478	SUNSHINE STATE BANK	102 WEST BAKER STREET	PLANT CITY	FL	33563	HILLSBOROUGH	UNITED STATES	43584	0	SUNSHINE STATE BANK	432478
✓ Full Service	4170460	BRANDON BRANCH	420 WEST BRANDON BOULEVARD	BRANDON	FL	33511	HILLSBOROUGH	UNITED STATES	281912	1	SUNSHINE STATE BANK	432478
✓ Full Service	4170497	WALDEN WOODS BRANCH	2400 JAMES L REDMAN PARKWAY	PLANT CITY	FL	33566	HILLSBOROUGH	UNITED STATES	281916	102	SUNSHINE STATE BANK	432478
✓ Full Service	4170479	RIVERVIEW BRANCH	7459 US HIGHWAY 301 SOUTH	RIVERVIEW	FL	33578	HILLSBOROUGH	UNITED STATES	281913	2	SUNSHINE STATE BANK	432478
✓ Full Service	4170442	ZEPHYRHILLS BRANCH	6620 GALL BOULEVARD	ZEPHYRHILLS	FL	33542	PASCO	UNITED STATES	281914	4	SUNSHINE STATE BANK	432478

FORM FR Y-6
SUNSHINE BANCORP, INC.
FISCAL YEAR ENDING DECEMBER 31, 2014

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 12-31-2014			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 12-31-2014		
(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Sunshine State Bank Employee Stock Ownership Plant Trust Plant City, FL USA	USA	338,560 - 8% Common Stock			
Maltese Capital Manage- ment, LLC and Terry Maltese, Managing Member of MCM New York, NY USA	USA	250,000 - 5.91% Common Stock			

FORM FR Y-6
SUNSHINE BANCORP, INC.
FISCAL YEAR ENDING DECEMBER 31, 2014

REPORT ITEM 4: Insiders

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

(1) Name, City, State, Country	(2) Principi Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in 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)
Edward Verner Plant City, FL USA	Owner and VP of City Properties Co.	Director	Director (Sunshine Bank)	N/A	0.009	N/A	N/A
W.D. McGinnes, Jr. Plant City, FL USA	Retired	Director	Director (Sunshine Bank)	N/A	0.007	N/A	N/A
D. William Morrow Plant City, FL USA	President & CEO Morrow Steel President, Greater Plant City	Director	Director (Sunshine Bank)	N/A	0.007	N/A	N/A
Marion Smith Plant City, FL USA	Chamber of Commerce	Director	Director (Sunshine Bank)	N/A	0.005	N/A	N/A
J. Floyd Hall Plant City, FL USA	Retired (Former President & CEO)	Director	Director (Sunshine Bank)	N/A	0.005	N/A	N/A
Ray H. Rollyson, Jr. Plant City, FL USA	Insurance Agent V&R Insurance	Director	Director (Sunshine Bank)	N/A	0.005	N/A	N/A
Andrew S. Samuel Plant City, FL USA	N/A	President and CEO	President and CEO (Sunshine Bank)	N/A	0.004	N/A	N/A
Winfred Harrell Plant City, FL USA	Owner Harrell's Nursery Inc. and Harrell's Liner Farm, Inc.	Director	Director (Sunshine Bank)	N/A	0.004	N/A	N/A

Vickie J. Houllis Lutz, FL USA	N/A	SVP / Chief Financial Officer	SVP / Chief Financial Officer (Sunshine Bank)	N/A	0.001	N/A	N/A
Joseph E. Newsome Plant City, FL USA	Retired	Director	Director (Sunshine Bank)	N/A	0.001	N/A	N/A
James Coleman Davis Plant City, FL USA	Retired	Director	Director (Sunshine Bank)	N/A	0.001	N/A	N/A
George Parmer Harrisburg, PA USA	President/CEO of Fine Line Homes; CEO Residential Warranty Corp.	Director	Director (Sunshine Bank)	N/A	0.000	N/A	N/A
William E. Pommerening Arlington, VA USA	CEO of RP Financial LC	Director	Director (Sunshine Bank)	N/A	N/A	N/A	N/A
Bruce Carr Tampa, FL USA	N/A	EVP / Chief Lending Officer	EVP / Chief Lending Officer (Sunshine Bank)	N/A	N/A	N/A	N/A
Jane Tompkins Riverview, FL USA	N/A	EVP / Chief Credit Officer	EVP/ Chief Credit Officer (Sunshine Bank)	N/A	N/A	N/A	N/A
Brent Smith Dillsburg, PA USA	N/A	SVP Corporate Development	SVP Corporate Development (Sunshine Bank)	N/A	N/A	N/A	N/A