



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, 2014

Month / Day / Year

N/A

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

I, Gary L. Tice

Name of the Holding Company Director and Official

Chairman & 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.

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

N/A

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@ffibank.com

E-mail Address

N/A

Address (URL) for the Holding Company's web page

Signature of Holding Company Director and Official

03/31/2015

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 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

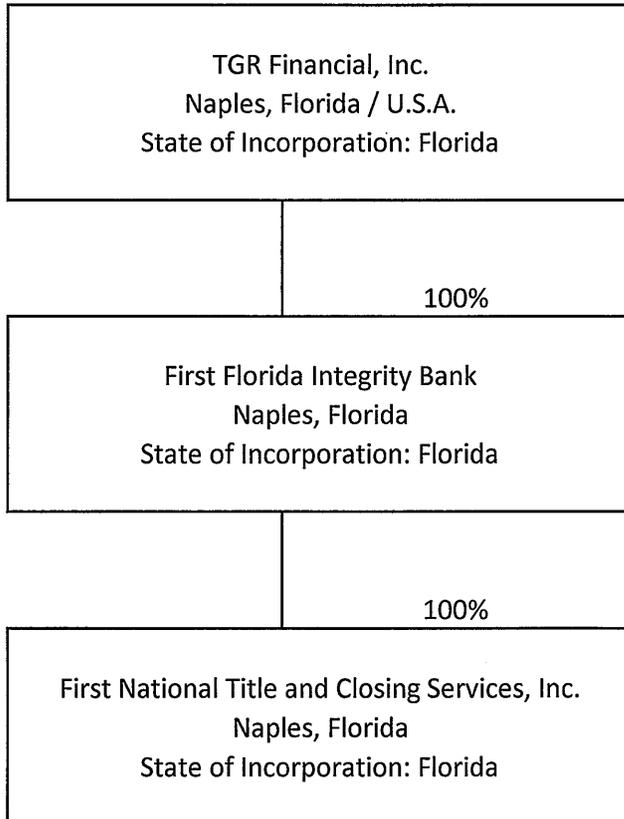
FORM FR Y-6

Item 2a

TGR FINANCIAL, INC.

NAPLES, FLORIDA

FISCAL YEAR ENDING DECEMBER 31, 2014



TGR FINANCIAL, INC.
 NAPLES, FLORIDA
 FISCAL YEAR ENDING DECEMBER 31, 2014

FORM FR Y-6
 Item 2b

| 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) | 3591282 | FIRST FLORIDA INTEGRITY BANK | 3560 KRAFT ROAD | NAPLES | FL | 34105 | COLLIER | UNITED STATES | 455602 | 0 | FIRST FLORIDA INTEGRITY BANK | 3591282 | |
| OK | | Full Service | 4427212 | AVE MARIA BRANCH | 5078 POPE JOHN PAUL II BOULEVARD, SUITE 100 | AVE MARIA | FL | 34142 | COLLIER | UNITED STATES | Not Required | Not Required | FIRST FLORIDA INTEGRITY BANK | 3591282 | |
| OK | | Full Service | 3732290 | MARCO BRANCH | 690 BALD EAGLE DRIVE | MARCO ISLAND | FL | 34145 | COLLIER | UNITED STATES | 366270 | 6 | FIRST FLORIDA INTEGRITY BANK | 3591282 | |
| OK | | Full Service | 3977523 | ANCHOR RODE BRANCH | 811 ANCHOR RODE DRIVE | NAPLES | FL | 34103 | COLLIER | UNITED STATES | 510625 | 3 | FIRST FLORIDA INTEGRITY BANK | 3591282 | |
| OK | | Full Service | 4421733 | CREEKSIDE BRANCH | 1280 CREEKSIDE STREET, UNIT 104 | NAPLES | FL | 34108 | COLLIER | UNITED STATES | Not Required | Not Required | FIRST FLORIDA INTEGRITY BANK | 3591282 | |
| OK | | Full Service | 3613652 | FIFTH AVENUE BRANCH | 895 FIFTH AVENUE SOUTH | NAPLES | FL | 34102 | COLLIER | UNITED STATES | Not Required | Not Required | FIRST FLORIDA INTEGRITY BANK | 3591282 | |
| OK | | Full Service | 4457527 | PINE RIDGE BRANCH | 3580 PINE RIDGE ROAD | NAPLES | FL | 34109 | COLLIER | UNITED STATES | Not Required | Not Required | FIRST FLORIDA INTEGRITY BANK | 3591282 | |
| OK | | Full Service | 4722506 | KENNEDY BRANCH | 4404 W. KENNEDY BLVD. | TAMPA | FL | 33609 | HILLSBOROUGH | UNITED STATES | Not Required | Not Required | FIRST FLORIDA INTEGRITY BANK | 3591282 | |

FORM FR Y-6

TGR FINANCIAL, INC.
 NAPLES, FLORIDA
 FISCAL YEAR ENDING DECEMBER 31, 2014

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 12-31-2014 | | | | 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 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 John J. Guinee Andover, MA, USA | U.S.A. | 1,355,737 | 8.08% | N/A | | |
| Endicott Group J. Michael Gibbons New York, NY, USA | U.S.A. | 1,355,737 | 8.08% | | | |
| GMT Capital Group Adam D. Compton Atlanta, GA, USA | U.S.A. | 2,678,503 | 15.95% | | | |
| Lightyear Group Bradford B. Kopp New York, NY, USA | U.S.A. | 1,552,983 | 9.25% | | | |

TGR FINANCIAL, INC.
NAPLES, FLORIDA
FISCAL YEAR ENDING DECEMBER 31, 2014

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) |
|---|--|--|--|--|--|---|--|
| Adam D. Compton Atlanta, GA, USA | Managing Director & Portfolio Manager GMT Capital Corporation | Director | Director First Florida Integrity Bank | Board Member: Alico, Inc. | 15.95% | N/A | N/A |
| Robert M. Feerick Naples, FL, USA | Chairman & CEO Horizon Partners, Ltd | Director | N/A | Chairman, Xymox Technologies, Inc. | 0.30% | N/A | Horizon Partners, Ltd 100% |
| J. Michael Gibbons New York, NY, USA | Vice President The Endicott Group | Director | N/A | N/A | 8.08% | N/A | N/A |
| John J. Guinee Andover, MA, USA | Managing Partner Constitution Capital Partners, LLC | Director | N/A | N/A | 8.08% | N/A | N/A |
| Michael J. Kerschner Tiffin, OH, USA | Retired | Director | Director First Florida Integrity Bank | N/A | 0.16% | N/A | K-S Realty 50% MJK Enterprises, LLC 100% |
| Bradford B. Kopp Delray Beach, FL, USA | Self Employed Consultant Senior Advisor to Lightyear Capital, LLC | Director | Director First Florida Integrity Bank | Director, CertusHoldings, Inc. Director, CertusBank | 9.25% | N/A | N/A |
| Dianne Gillmor Krumsee Powell, OH, USA | Chairman & Owner Gillmor Financial Services | Director | N/A | Chairman, Old Fort Banking Company Trustee, The Paul M & Lucy J Gillmor Charitable Foundation | 1.45% | N/A | Gillmor Financial Services 43% |
| James S. Lindsay Naples, FL, USA | Realtor | Director | Director First Florida Integrity Bank | N/A | 0.42% | N/A | MBC Partnership 25% |
| Edward J. Mace Naples, FL, USA | Chief Operating Officer Ribek Corporation | Director | Director First Florida Integrity Bank | Sole Proprietor: Edward J Mace Certified Public Accountant | 0.67% | N/A | Edward J Mace, CPA 100% Crown Commons, LLC 33% |
| Donald W. Major Naples, FL, USA | President & Owner Summit Medical Supplies, Inc. | Director | N/A | N/A | 0.72% | N/A | Summit Medical Supplies, Inc. 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) |
|---|--|--|--|---|--|---|--|
| Robert T. Reichert Windermere, FL, USA | Chief Administrative Officer First Florida Integrity Bank | SEVP & Chief Admin. Officer | SEVP & Chief Administrative Officer First Florida Integrity Bank | N/A | 0.32% | N/A | Jenks Reichert CrossFit 50% |
| Garrett S. Richter Naples, FL, USA | President First Florida Integrity Bank | Director & President | Director & President First Florida Integrity Bank | Florida State Senator, District 21 | 0.62% | N/A | N/A |
| Gary L. Tice Naples, FL, USA | Chief Executive Officer First Florida Integrity Bank | Chairman & Chief Executive Officer | Chairman & Chief Executive Officer First Florida Integrity Bank | Director: Federal Reserve Bank of Atlanta The Greater Naples Chamber of Commerce | 0.90% | N/A | ProSource of Oklahoma City 33% ProSource of OKC Properties LLC 33% Roy Tice Enterprises 100% Jokama Wholesale Flooring 33% CGT Wholesale Flooring 33% |
| Robert T. Zellers Naples, FL, USA | President Tamiami Ford & Tamiami Hyundai | Director | N/A | N/A | 0.60% | N/A | Top Hat Imports LLC 100% Top Hat Holdings LLC 100% Top Hat Imported LLC 100% Tamiami Rent A Car & Leasing Co. Inc. 100% Tuff Seal Inc. 50% |