

MAR 27 2015

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, Debbie C. Small

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.

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.

Debbie C. Small

Signature of Holding Company Director and Official

03/06/2015

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 3213947
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

Tennessee Community Bank Holdings, Inc.

Legal Title of Holding Company

575 South Main Street

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

Ashland City TN 37015

City State Zip Code

575 South Main Street

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Diane Adkins SVP

Name Title

615-792-0029

Area Code / Phone Number / Extension

615-792-6605

Area Code / FAX Number

diane.adkins@cbtcc.com

E-mail Address

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.

Community Bank & Trust
Legal Title of Subsidiary Holding Company

575 South Main Street
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

Ashland City TN 37015
City State Zip Code

575 South Main Street
Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

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City State Zip Code

Physical Location (if different from mailing address)

Tennessee Community Bank Holdings, Inc.

**Form FR Y-6
Annual Report**

Report Items Index

December 31, 2014

1. Bank Holding Company Financial Statements

Community Trust Inc. is not registered with the SEC. A copy of the annual report to be provided to the shareholders will be submitted under cover.

2. Organization Chart

See exhibit "2a"

2b. Tiering Structure

See exhibit "2b"

3. Shareholders

See exhibit "C"

4. Directors and Officers

See Exhibit "D"

Tennessee Community Bank Holdings, Inc.

Form FR Y-6

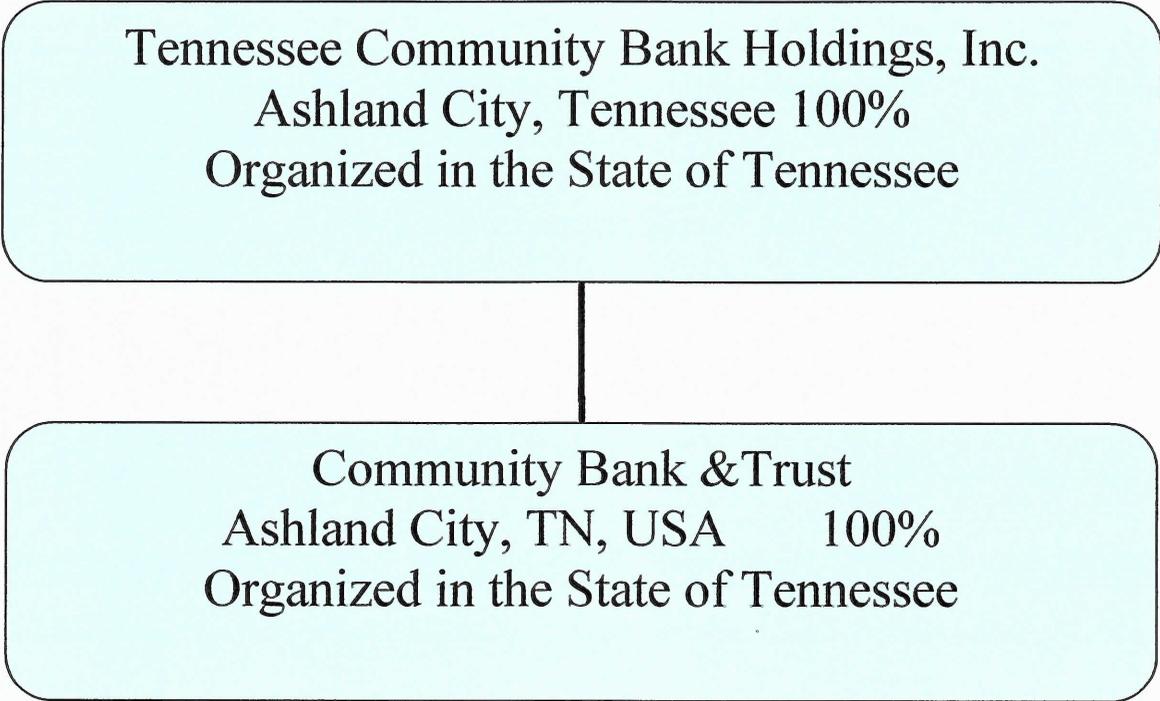
December 31, 2014

- | | |
|---|-------------|
| 1. Investments that are controlled as a result of debts previously contracted | NONE |
| 2. Companies held in a fiduciary capacity | NONE |
| 3. Banks or bank holding held, directly or indirectly by a subsidiary bank in a fiduciary capacity | NONE |
| 4. Investments in non-voting equity of other banks or bank holding companies. | NONE |

Tennessee Community Bank Holdings, Inc.

Organization Chart

December 31, 2013



Tennessee Community Bank Holdings, Inc.

Report Item 2b

Domestic Branch Listing

- 1) Community Bank & Trust, Inc.
Main Office
Opened October 1999
575 South Main Street
P. O. Box 427
Ashland City, TN 37015
Full Service Branch
Cheatham County
- 2) Community Bank & Trust
Pegram Branch
Opened October 1999
704 Highway 70
P. O. Box 127
Pegram, TN 37143
Full Service Branch
Cheatham County
- 3) Community Bank & Trust
Kingston Springs Branch
Opened December 2001
101 W. Kingston Springs Road
P. O. Box 340
Kingston Springs, TN 37082
Full Service Branch
Cheatham County
- 4) Community Bank & Trust
Pleasant View Branch
Opened December 2002
2566 Hwy 49 East
P. O. Box 280
Pleasant View, TN 37146
Full Service Branch
Cheatham County

5) Community Bank & Trust
Springfield Branch
Opened April 2005
3564 Tom Austin Hwy
Springfield, TN 37172
Full Service Branch
Cheatham County

Tennessee Community Bank Holdings, Inc.
FRY-6 Report Item 3
Shareholders With More Than Five Percent
Of Voting Common Stock
Fiscal year Ending December 31, 2014



3.1

<u>Name and Address</u>	<u>Country of Citizenship</u>	<u>Number of Voting Shares Owned</u>	<u>Percentage</u>
James or Vickie Dillingham Nashville, TN	USA	45,332	4.383%
Dillingham Foundation Nashville, TN Owned by James & Vickie Dillingham	USA	17,020	1.646%

The above listed shareholder has the ability to vote a total of 62,352 shares or 6.029% of the total outstanding shares of stock as of year ending December 31, 2014.

3.2 N/A



Tennessee Community Bank Holdings, Inc.
 Report Item 4: Directors and Executive Officers
 Form FRY-6

31-Dec-14

Name and Address	Principal Occupation	TN Community Bank Holdings, Inc	Community Bank & Trust	Position Other Business	TN Community Bank Holdings, Inc/Shares	Community Bank Shares/Percentage	Other Business Percentage	Name
Samuel Balthrop Ashland City, TN	Retired Attorney	Director	Director	Retired Attorney	10,605 shares 1.025%	N/A	N/A	N/A
James Dillingham Nashville, TN	Contractor Property Leasing	Director	Director	TN Geothermal Technologies, LLC Owner Triangle Leasing Owner R/E Leasing Further Endeavors Owner R/E Leasing Double R Properties Owner R/E Mgmt.	45,332 shares 4.383%	N/A	30% 50% 25% 100%	TN Geothermal Triangle leasing Further Endeavors Double R Properties
Dillingham Foundation owned by James & Vickie Dillingham					17,020 shares 1.646%			
David Gunn Springfield, TN	Farming	Director	Director	Gunn Farms Partner	0 shares			
Johnnie Martin Springfield, TN	Banking	Robertson County President Director	Director	Banking	8,100 shares	N/A	33% N/A	Gunn Farms N/A
Morgan Stanley FBO Johnnie Martin	Banking	Robertson County President Director	Director	Banking	1,620 shares	N/A	N/A	N/A
					Total 9,720 shares 0.94%			

REVISED
5/12/15

Tennessee Community Bank Holdings, Inc.

Form FRY-6

31-Dec-14	Name and Address	Principal Occupation	TN Community Bank Holdings, Inc	Community Bank & Trust	Position Other Business	TN Community Bank Holdings, Inc Shares/Percentage	Community Bank Shares/Percentage	Other Business Percentage	Name
	Johnny Melton Ashland City TN,	Real Estate Investment	Director	Director	Dixieland Co Owner	22,725 shares 2.343%	N/A	100	Dixieland Co.
					Radiation Billing So Secretary/Treasurer			10	Radiation Billing Solutions
					RBS Evolution			5	RBS Evolution
					Demonbreun & Melton Partner			50	Demonbreun & Melton
					Wilkinson & Melton Partner			50	Wilkinson & Melton
					Melton & Moore Partner			50	Melton & Moore
					Miller Oil & Gas Secretary/Treasurer			33	Miller Oil & Gas
	Richard Murray Kingson Springs TN	Retired Owner Harpeth Clock Co.	Director	Director	Community Bank & Trust Maintenance	8,383 shares	N/A	N/A	N/A
					Community Bank & Trust Maintenance	14,140 shares	N/A	N/A	N/A
						Total 22,523 shares 2.173%			
	Darwin Newton Ashland City TN :	Soil Conservation & Engineering	Director	Director	Retired	2,010 shares 0.184%	N/A	N/A	N/A
	J. Thomas Perry Clarksville TN	Insurance	Director Secretary	Director Secretary	Sen Vice Pres CFO	14,110 shares 1.364%	N/A	N/A	Delta Dental

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REVISED
3/24/15

Doris Sanders
Ashland City
TN : Retired from County Govt. Director Retired 1,010 shares
0.098% N/A N/A

Tennessee Community Bank Holdings, Inc.

Form FRY-6

31-Dec-14

Name and Address	Principal Occupation	TN Community Bank Holdings, Inc	Community Bank & Trust	Position Other Business	TN Community Bank Holdings, Inc		Community Bank Shares/Percentage	Other Business Percentage	Name
					Shares/Percentage	Other Business Percentage			

Debbie C. Small
Pleasant View
TN : Banking Director President N/A 36,705 shares
5,000 shares
restricted stock
Total 41,705 shares
4.033%

Evie Somers
Kingsston Springs
TN : Retired Attorney Director Retired 47,460 shares
4.589% N/A N/A