

APR 02 REC'D

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, Jorge L. Forment

Name of the Holding Company Director and Official

President, CEO & Director

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

Touchmark Bancshares, Inc

Legal Title of Holding Company

3651 Old Milton Pkwy

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

Alpharetta

GA

30005

City

State

Zip Code

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.

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Kellie Pressnall

EVP/CFO

Name

Title

770 407-6720

Area Code / Phone Number / Extension

770407-6752

Area Code / FAX Number

kellie.pressnall@touchmarknb.com

E-mail Address

www.touchmarknb.com

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

Signature of Holding Company Director and Official

04/01/2015

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
C.I.

3645804

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



FR Y6 -2014

Item 1: Annual Report to Shareholders

Touchmark Bancshares, Inc. 2014 Financials are attached for your review.

Item 2A: Organization Chart

Holding Company: Touchmark Bancshares, Inc. owns 100% of Touchmark National Bank, its subsidiary

Both Touchmark National Bank and Touchmark Bancshares, Inc. were incorporated in the state of Georgia and are headquartered in Alpharetta, Georgia.

Item 2B: Branch Listing:

The legal address of Touchmark Bancshares, Inc. and Touchmark National Bank is:
3651 Old Milton Parkway, Alpharetta, GA 30005

Branch 1: Alpharetta – Main Office Relocation Approved 12-28-12 Opened
9-8-09 Full Service Main Office 3651 Old Milton Parkway, Alpharetta, GA 30005
Fulton County

Item 3: Securities Holders owning/controlling > 5%

Note: Touchmark Bancshares, Inc. has only one class of stock outstanding, which is common stock. Total outstanding shares at 12-31-14 amounts to 3,465,391 shares.

Item 1(a)-1(c)

Dr. J.J. Shah, Duluth, Georgia - U.S. Citizen

Total shares owned: 1,101

Beneficial shares owned: 451,500

% of total outstanding – 12/31/14, including beneficial shares: 13.44%

Warrants owned: 65,000

Total shares owned/controlled if exercised: 530,601

Total % of shares owned/controlled if warrants exercised: 15.03%



TOUCHMARK
BANCSHARES, INC.

Dr. Meena Shah, Duluth, Georgia - U.S. Citizen

Total shares owned: 1,101

Beneficial shares owned: 151,500

% of total outstanding – 12/31/14, including beneficial shares 4.40%

Warrants owned: 25,000

Total shares owned/controlled if exercised: 177,601

Total % of shares owned/controlled if warrants exercised: 5.09%

Item 2(a)-2(c) Not applicable

Item 4: Insiders

See attached Exhibit I committed

Results: A list of branches for your depository institution: TOUCHMARK NATIONAL BANK (ID_RSSD: 3645840).
 This depository institution is held by TOUCHMARK BANCSHARES, INC. (3645886) of ALPHARETTA, GA.
 The data are as of 12/31/2014. Data reflects information that was received and processed through 01/07/2015.

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	Effective	Branch Service Type	Branch	Popular Name	Street Address	City	Stat	Zip	County	Country	FDIC	Office	Head Office	Head Office	Comment
OK		Full Service (Head)	3645840	TOUCHMARK NATIONAL	3651 OLD MILTON	ALPHARETT	GA	30005	FULTO	UNITED	462873	0	TOUCHMARK NATIONAL	3645840	

Form FR Y6
Touchmark Bancshares, Inc.
Fiscal Year Ending 12/31/2014

Ref #	1) Director / Executive Officer	City, State	2) Principal Occupation	3a) Title & Position with Bank Holding Company	3b) Title & Position with Subsidiary	4a) % Voting	4b) % Voting
						Shares Owned or Controlled in Holding Company	Shares in Subsidiary
1	William D Crosby	Atlanta, GA	USA Banking consultant	Director	Director	0.72%	n/a
2	Jorge L. Forment	Woodstock, GA	USA President & CEO	Director, President & CEO	Director, President & CEO	0.19%	n/a
3	Yuling Hayter	Suwanee, GA	USA Credit Card Processing Executive	Director	Director	2.40%	n/a
4	Dr. Sudhirkumar Patel	Greer, SC	USA Physician	Director	Director	0.63%	n/a
5	Kellie Pressnall	Atlanta, GA	USA Chief Financial Officer	EVP, Chief Financial Officer	EVP, Chief Financial Officer	0.01%	n/a
6	Dr. Mukund C. Raja	Atlanta, GA	USA Surgeon	Director	Director	2.89%	n/a
7	H.P. Rama	Greenville, SC	USA Hotel Executive	Director	Director	1.79%	n/a
8	Dr. JJ Shah	Duluth, GA	USA Physician	Director, Chairman	Director	13.44%	n/a
9	Dr. Meena Shah	Duluth, GA	USA Physician	Director	Director	4.40%	n/a
10	Vivian Wong	Greenville, SC	USA Real Estate Development	Director, Vice Chair	Director, Vice Chair	2.41%	n/a
	Total Shares Outstanding:	3,465,391			% owned/controlled by insiders	<u>28.87%</u>	

TOUCHMARK INSIDER RELATED INTERESTS-3C

Insider	Name of Company/Related Interest	Position Held
William D. Crosby	Bank Organization & Structure, LLC	Owner
Jorge L. Forment	None	N/A
Yuling R. Hayter	Mary's Chapel, LLC	Partner
	Hwy 441, LLC	Partner
	Mt. Olive, LLC	Partner
Dr. Sudhirkumar Patel	1208 Properties	Owner
	Heritage Gemstone Investors	Partner
Kellie Pressnall	None	NA
Dr. Mukund Raja	None	NA

Insider	Name of Company/Related Interest	Position Held
H.P. Rama	JHM Enterprises, Inc.	Chairman/CEO
	JHM Florida, Inc.	Chairman/CEO

Insider	Name of Company/Related Interest	Position Held
Dr. J.J. Shah	475 Trust	Trustee
	EHM Inc	Owner
	GCJT1, LLC	Owner
	GCMT1, LLC	Owner
	GCMT11, LLC	Owner
	GCMT12, LLC	Owner
	GCMT13, LLC	Owner
	GCMT14, LLC	Owner

TOUCHMARK INSIDER RELATED INTERESTS-3C

Dr. Meena J. Shah	455 Trust	Trustee
	EHM Inc	Owner
	GCJT1, LLC	Owner
	GCMT1, LLC	Owner
	GCMT11, LLC	Owner
	GCMT12, LLC	Owner
	GCMT13, LLC	Owner
	GCMT14, LLC	Owner

Vivian A. Wong	Southeastern Development	Partner
	Mall Property, LLC	Partner
	South County, LLC	Partner
	Fairforest of Greenville, LLC	Partner
	International Properties, LLC	Partner
	Four Seasons, LLC	Partner
	WAL Lodging, LLC	Partner
	Rebound Health Int'l Inc.	Partner
	Heritage Gemstone Investors	Partner
Focus Investment, LLC	Partner	

TOUCHMARK INSIDER RELATED INTERESTS-4C

Insider	Name of Company/Related Interest	Position Held	% Ownership
William D. Crosby	Bank Organization & Structure, LLC	Owner	100%
Jorge L. Forment	None	N/A	N/A
Yuling R. Hayter	EZ Pay, Inc.	Secretary	50%
	Formosa Rose, LLC	Secretary	50%
	Mary's Chapel, LLC	Partner	50%
	Hwy 441, LLC	Partner	50%
	Mt. Olive, LLC	Partner	50%
Dr. Sudhirkumar Patel	Carolina Internal Medicine	President	50%
	1208 Properties	Owner	50%
	Heritage Gemstone Investors	Partner	33%
Kellie Pressnall	None	NA	NA
Dr. Mukund Raja	Dr. M. Raja & Associates, Inc.	President	70%

TOUCHMARK INSIDER RELATED INTERESTS-4C

Insider	Name of Company/Related Interest	Position Held	% Ownership
H.P. Rama	Augusta National Hotel Manager, Inc.	Vice President	33.330%
	Auro Augusta National Hotel, LLC	Managing Member	33.340%
	Auro Druid Hills Hotel, LLC	Member	33.330%
	Auro Hotel Columbia, LLC	Member	33.330%
	Auro Hotel Greenville, LLC	Member	33.330%
	Auro Republic Hotel, LLC	Managing Member	33.330%
	Auro Sand Lake Hotel, LLC	Member	33.330%
	Druid Hills Hotel Manager, LLC	Managing Member	33.330%
	Druid Hills JHM, Inc.	Managing Member	50.910%
	Forbes Place Hotel, LLC	Managing Member	33.000%
	Forbes Place Hotel II, LLC	Member	32.835%
	Forbes Place Hotel Manager, Inc.	President	33.000%
	Greenville City Center, LLC	Member	30.000%
	Greenville Main Street Office, LLC	Member	30.000%
	Horizon Hotel, LLC	Managing Member	33.340%
	JHM Enterprises Associates	Partner	33.330%
	JHM Enterprises, Inc.	Chairman/CEO	33.330%
	JHM Florida, Inc.	Chairman/CEO	25.000%
	Lake Buena Vista Hotel Manager, LLC	Managing Member	33.000%
	Piedmont Hospitality Services, LLC	Manager	25.000%
US Hospitality Development, Inc.	President	33.330%	
Washington Road Hotel, LLC	Member	33.000%	
Washington Road Hotel Manager, LLC	Member	33.340%	

Insider	Name of Company/Related Interest	Position Held	% Ownership
Vivian A. Wong	Pacific Gateway Capital, LLC	Chairwoman	50%
	Southeastern Development	Partner	50%
	Mall Property, LLC	Partner	50%
	South County, LLC	Partner	40%
	Fairforest of Greenville, LLC	Partner	34%
	International Properties, LLC	Partner	25%
	Four Seasons, LLC	Partner	25%
	WAL Lodging, LLC	Partner	25%
	Rebound Health Int'l Inc.	Partner	30%
	Heritage Gemstone Investors	Partner	33%
	Focus Investment, LLC	Partner	25%