

FEB 04 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, 2015

Month / Day / Year

N/A

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

I, Harold R. Reynolds

Name of the Holding Company Director and Official

President and CEO

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

BankSouth Holding Company

Legal Title of Holding Company

PO Box 730

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

Greensboro

GA

30642

City

State

Zip Code

6340 Lake Oconee Pkwy., Greensboro, Ga. 30642

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

David Cowles

EVP/COO

Name

Title

706-454-2444

Area Code / Phone Number / Extension

706-664-2841

Area Code / FAX Number

dcowles@banksouth.com

E-mail Address

No H/C Website. Bank site is www.banksouth.com

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

Signature of Holding Company Director and Official

12/31/2015

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 1134313 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

FR Y-6

BankSouth Holding Company

Greensboro, Ga. 30642

Fiscal Year Ending December 31, 2015

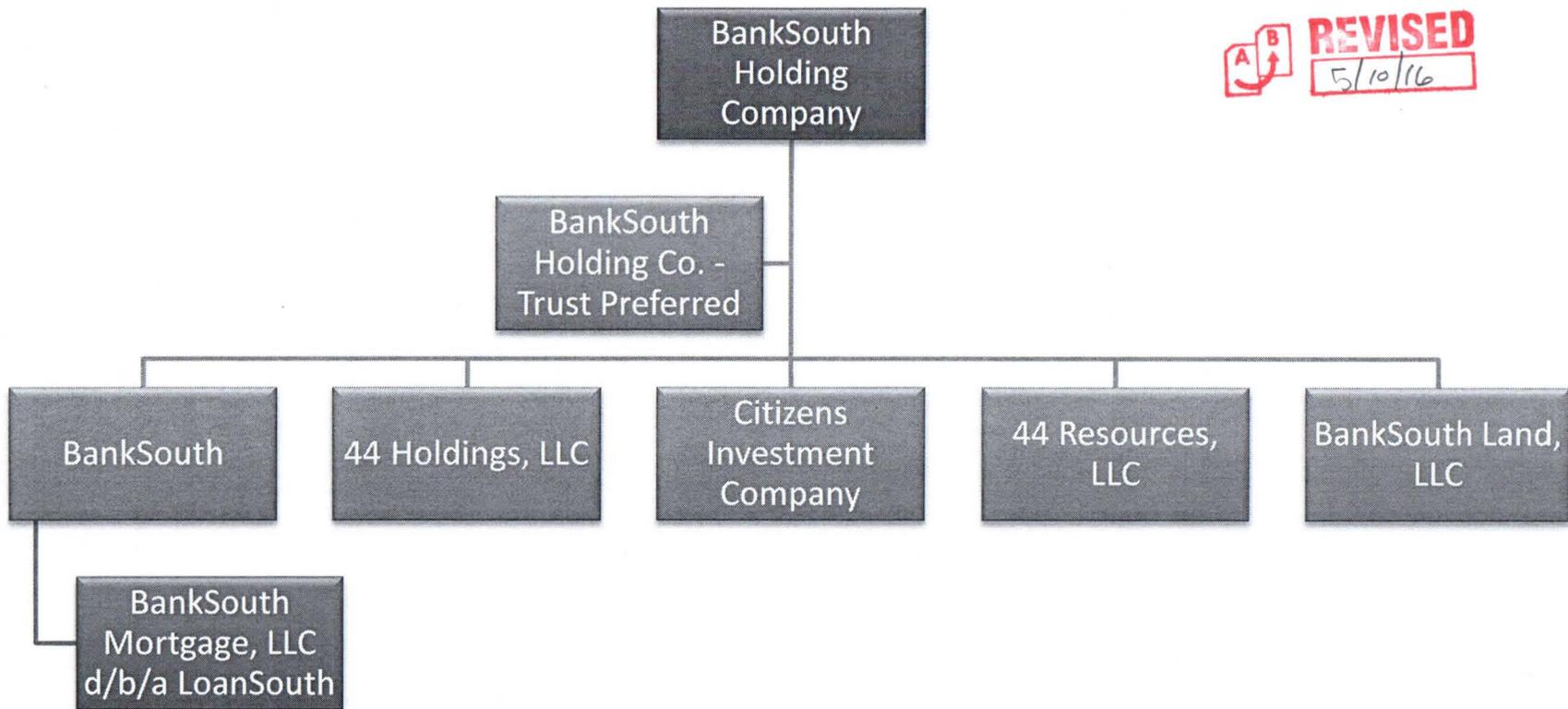
REPORT ITEM

1. Audited financial statements are not available at this time. When complete, two copies will be forwarded to the Federal Reserve Bank of Atlanta.

2. a. Org Chart - See Attached
b. Branch Listing:
 - ✓ Lake Oconee (Home Office), 6340 Lake Oconee Parkway, Greensboro, Greene, Georgia, 30642; Full Service
 - ✓ Greensboro Office, 200 North East Street, Greensboro, Greene, Georgia, 30642; Full Service
 - ✓ Watkinsville Office, 7911 Macon Highway, Watkinsville, Oconee, Georgia, 30677; Full Service
 - ✓ Hammond Dr. Office, 990 Hammond Dr., Suite 200, Atlanta, Georgia 30328; Full Service
 - ✓ Johnson Square Office, 18 West Bryan Street, Savannah, Georgia 31401; Full Service

3. See Attached

4. See Attached



REVISED
5/10/16

All upstream owners of LLC are Sole and Managing Members of the subsidiary.

FR Y-6 Report Item 2a. All entities are located at 6340 Lake Oconee Parkway, Greensboro, Georgia, 30642 with the exception of BankSouth Mortgage, LLC that is located at 990 Hammond Dr., Suite 210, Atlanta, Georgia, 30328. All are 100% owned by the upstream entity and are incorporated in the State of Georgia. No companies under BankSouth Holding Company have LEI to report.

Contact: David Cowles, EVP/COO, BankSouth
706-454-2444; dcowles@banksouth.biz

Form FR Y-6

BankSouth Holding Company
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders

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

(1) Name, City, State, Country	(2) Principal Occupation if other with Holding Compa Company	(3)(a) Title & Position with Holding	(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)
Marguerite McInteer Greensboro GA, USA	N/A	Chairman	N/A	Jackson Quarter - Partner Ward Place - Partner Timber Ridge - Partner	23.60%	N/A	25% 25% 33%
Harold Reynolds Greensboro GA, USA	N/A	Director	44 Holdings-Chairman Citizens Inv - Chairman Cit Financial - Chair	Reynolds Development Company-President Timber Ridge Properties, Inc.-Director Ward Place Partners, LLC-Managing Member Linger Longer Road Investors, LLC-Managing Member Vintage Land, LLC - Member Meadowcrest Construction, LLC-Member Soldiers Crossing, LLC-Managing Member Atkinson Development-Managing Member ReMur Properties, LLC-Managing Member	32.34%	N/A	50% 33% 25% 65% 50% 33% 100% 51% 100%
James Reynolds IV Greensboro GA, USA	N/A	Director	N/A		15.92%	N/A	
Frances Strickland Greensboro GA, USA	Developer	Director & Secretary	N/A	Jackson Quarter - Partner Ward Place - Partner Timber Ridge - Partner	17.76%	N/A	25% 25% 33%

Form FR Y-6
BankSouth Holding Company
Fiscal Year Ending December 31, 2014

Report Item 4: Insiders

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

(1) Name, City, State, Country	(2) Principal Occupation if other with Holding Compa Company	(3)(a) Title & Position with Holding	(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)
James Reynolds III Greensboro GA, USA	N/A	Vice President	N/A	American Real Estate Investment Company, Ltd., LP -Limited Partner Bent Tree, LLC-Single Member Rooty Creek, LLC (Bent Tree, LLC is Member)-Member Cedar Ridge Properties, LLC Flatrock Management, LLC-Managing Member H & R Development, Inc.-President Ironwood Family Holdings, LLC-Managing Member *Flatrock, LLC (50% owned by Ironwood) *Long Shoals, LLC (100% owned by Ironwood) *Broadlands Drive, LLC (33 1/3% Owned by Ironwood) *Parkside Main Investments, LLC (100% Ironwood) Lake Oconee Land and Home, LLC-Managing Member Meadowcrest Construction, LLC-Managing Member Pinnacle Pointe Properties, LLC/GA Rain Barrel Investments, LLC - Single Member Carey Station, LLC (Rain Barrel is the Member) Vintage Land, LLC-Managing Member	3.29%	N/A	39% 100% 50% 100% 50% 60% 50% 50% 33% 94% 100% 50% 50%