

Board of Governors of the Federal Reserve System

MAR 24 2016



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

I, Stephen M. Prielozny
 Name of the Holding Company Director and Official
President & CEO
 Title of the Holding Company Director and Official

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

Reporter's Name, Street, and Mailing Address
Belle Glade Bank Corporation
 Legal Title of Holding Company
108 S.E. Avenue D
 (Mailing Address of the Holding Company) Street / P.O. Box
Belle Glade FL 33430
 City State Zip Code

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.

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:
Yusimy D. Silva Secretary / EVP
 Name Title
561-996-6711
 Area Code / Phone Number / Extension
561-996-6558
 Area Code / FAX Number
yusimy@bankbg.com
 E-mail Address

Signature of Holding Company Director and Official

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

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 1138272
 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



BELLE GLADE BANK CORPORATION

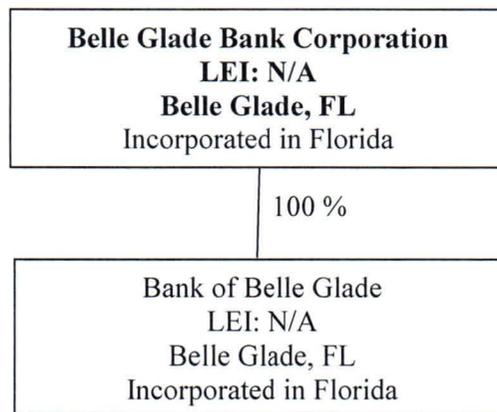
Fiscal Year Ending December 31, 2015

Report Item:

1: Form 10-K filed with the Securities and Exchange Commission

Not Applicable

2a:



Supplemental Information

There are no other direct, indirect or foreign subsidiaries, companies or banks affiliated with the parent company or its subsidiary as shown on this chart.

Results: A list of branches for your holding company: BELLE GLADE BANK CORPORATION (1138272) of BELLE GLADE, FL. The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

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 Date	Branch Service Type	Branch ID	RSSD*	Popular Name	Street Address	City	State	Zip	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID	RSSD*	Comment
OK		Full Service (Head)		302030	BANK OF BELLE	108 SOUTHEAST AVENUE	BELLE	FL	33430	PALM	UNITED	12777	0	BANK OF BELLE		302030	

OK

BELLE GLADE BANK CORPORATION

December 31, 2015

Report Item 3: (1)

SHAREHOLDERS

<u>Name and Address</u>	<u>Country</u>		<u>Number of Shares</u>	<u>Percent</u>
Frances R. Hand or Homer J. Hand Belle Glade, Florida 33430	USA	2572		
Frances R. Hand		100		
Homer J. Hand		387	3059	19.1%
Marjorie Joanne Royal Revocable Trust Belle Glade, Florida 33430 Controlled By: Marjorie Joanne Royal	USA		2694	16.8%
Wedgworth Family Limited Partnership Belle Glade, Florida 33430	USA	2718		
Wedgworth Farms, Inc. Belle Glade, Florida 33430 Controlled By: George H. Wedgworth		477	3195	19.9%

Report Item 3: (2)

N/A

Note: All above shareholders are U.S. Citizens.

Marjorie Joanne Royal Revocable Trust and Marjorie Joanne Royal are the same person

BELLE GLADE BANK CORPORATION
December 31, 2015

REVISED
5/18/16

Report Item 4: Director and Officers

NAME AND ADDRESS	PRINCIPAL OCCUPATION	TITLE OR POSITION		SHARES	PERCENT	TITLE/POSITION		COMPANY NAME	SHARES OWNED	PERCENT	SHARES CONTROLLED		SHARES VOTING	PERCENT
		(1) Belle Glade Bank Corp.	(2) Bank of Belle Glade			with other Business Companies								
Frances R. Hand Belle Glade, FL 33430 USA	Housewife	(1) Director/Chairperson	(2) Director/Chairperson	3059 0	19.1% 0.0%	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
William R. Kennedy Pahokee, FL 33476 USA	Farmer	(1) Director	(2) Director	305 0	1.9% 0.0%	President President / CED President President President General Partner Managing Member	William Kennedy Farm Inc. A.N. Kennedy & Sons, Inc. William & Robert Kennedy Farms Inc. Kennedy Farms Inc. Sugar Cane Services Inc. Kennedy Enterprises Kennedy Family RE Holding, LLC	510 100 255 51 306 0 0	51 50 25.5 25.5 51 50 50	1000 101 500 100 600 0 0	100 50.5 50 50 100 50 100	1000 101 500 100 600 0 0	100 50.5 50 50 100 50 100	
Dennis G. Wedgworth Wellington, FL 33414 USA	Farming	(1) Director	(2) Director	0 0	0.0% 0.0%	Director / Treasurer President / Director President / Director Director	Sugar Cane Growers Coop of FL Wedgworth's Inc. Wedgworth Farms, Inc. Florida Sugar & Molasses Exchange	0 0 720 0	0 0 9.21 0	0 0 0 0	0 0 0 0	0 200 26 0	0 25 52 0	
Stephen M. Prielozny Belle Glade, FL 33430 USA	Banker	(1) President/Director	(2) President/Director	0 0	0.0% 0.0%	Director Director / Treasurer Director Director Director Advisory Board	Glades ARC Black Gold Committee Farm Bureau - Western PBC LORE Belle Glade Chamber of Commerce Dolly Hand Cultural Arts Center	0 0 0 0 0 0	0 0 0 0 0 0	0 0 0 0 0 0	0 0 0 0 0 0	0 0 0 0 0 0	0 0 0 0 0 0	
Paul R. Orsenigo Belle Glade, FL 33430	Farmer	(1) Director	(2) Director	505	3.1% 0.0%	Owner / President VP / Co-Owner Red Sky Ranch	Orsenigo Farm, Inc. Grower's Management Owner	1000 500 100	100 50 100	1000 500 100	100 50 100	1000 500 100	100 50 100	
James M. Herring, Jr. Belle Glade, FL 33430 USA	Comptroller	(1) Director	(2) Director	145 0	0.9% 0.0%	President Partner / Treasurer Manager Secretary / Treasurer Secretary / Treasurer Trustee Secretary / Treasurer Treasurer VP / Secretary / Treasurer	Herring Farms, Inc. CPH Properties, LLC Herring and Thornton, LLC Action Business Popeyes Royal's Inc. Royal's Trust Royal's OK Lunch, Inc. Belle Glade Alliance Church Purah Spring Water, Inc.	1000 33 10 0 0 0 0 0 0	20 33 20 0 0 0 0 0 0	1000 33 10 0 0 0 0 0 0	20 33 10 0 0 0 0 0 0	1000 33 20 0 0 0 0 0 0	20 33 20 0 0 0 0 0 0	
Yusimy D. Silva Royal Palm Beach, FL 33411 USA	Banker	(1) Secretary	(2) Exec. VP	0 0	0.0% 0.0%	Member Member Member Member	Black Gold Committee ELKS Club Belle Glade Lions Club Glades Leadership	0 0 0 0	0 0 0 0	0 0 0 0	0 0 0 0	0 0 0 0	0 0 0 0	
Wedgworth FLP Wedgworth Farms, Inc. Belle Glade, FL 33430 Trustee: Dennis G. Wedgworth USA	N/A	(1) Principal Shareholder	(2) N/A	2718 477 3195		N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Mary J. Royal Revocable Trust Belle Glade, FL 33430 Trustee: Mary J. Royal USA	Housewife	(1) Principal Shareholder	(2) N/A	2694 0	16.8% 0.0%	President / Trustee	Susan Roeyl Wurth Foundation	0	0	0	0	0	0	

** Bank of Belle Glade is wholly by Belle Glade Bank Corporation **