

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

MAR 28 2016 RECD

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, William G. Smith, Jr.

Name of the Holding Company Director and Official

Chairman & CEO / President

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Capital City Bank Group, Inc.

Legal Title of Holding Company

217 N. Monroe Street / P.O. Box 11248

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

Tallahassee FL 32301

City State Zip Code

N/A

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.

Person to whom questions about this report should be directed:

Christopher Cherry Reporting Manager

Name Title

850-402-8453

Area Code / Phone Number / Extension

850-402-8459

Area Code / FAX Number

cherry.christopher@ccbgroup.com

E-mail Address

www.ccbgroup.com

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

Signature of Holding Company Director and Official

W.G.S.
3.21.2016

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 1085509

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

Capital City Bank Group, Inc.

217 N. Monroe Street
Tallahassee, Florida 32302
State Incorporated in: Florida
LEI = None

100% ownership of Capital City Bank
Tallahassee, Florida
State Incorporated in: Florida

19.76% ownership First Peoples Bankshares, Inc.*
Pine Mountain, Georgia
State Incorporated in: Georgia

*Not consolidated-Files own FR-Y6 report



CCBG Capital Trust I
304 E. Tennessee St.
Tallahassee, Florida 32302
LEI = None

CCBG, Inc. owns 100%
Est: November 1, 2004
State Incorporated in: Florida

Capital City Bank
217 N. Monroe Street
Tallahassee, Florida 32302
LEI = None

100% ownership of all
Subsidiaries
Est: December 21, 1983
State Incorporated in: Florida

CCBG Capital Trust II
304 E. Tennessee St.
Tallahassee, Florida 32302
LEI = None

CCBG, Inc. owns 100%
Est: May 20, 2005
State Incorporated in: Florida

Capital City Services Company
1860 Capital Circle NE
Tallahassee, Florida 32308
LEI = None
Est: July 26, 1994
State Incorporated in: Florida

Capital City Trust Company
304 E. Tennessee St.
Tallahassee, Florida 32302
LEI = None
Est: November 16, 1994
State Incorporated in: Florida

Capital City Banc Investments, Inc.
304 E. Tennessee St.
Tallahassee, Florida
LEI = None
Est: August 15, 2006
State Incorporated in: Florida

Capital City Mortgage Company
Tallahassee, Florida
(inactive)
LEI = None
Est: December 13, 1994
State Incorporated in: Florida

Southeastern Oaks, LLC.
217 N. Monroe Street.
Tallahassee, FL 32301
LEI = None
Est: January 1, 2013
Managing Member
State Incorporated in: Florida

**First Insurance Agency of Grady
County, Inc.**
420 N. Broad Street
Cairo, Georgia 39828
LEI = None
Est: January 14, 1997
State Incorporated in: Georgia

FNB Financial Services, LLC.
217 N. Monroe Street.
Tallahassee, FL 32301
LEI = None
Est: January 1, 2013
Managing Member
State Incorporated in: Florida

Results: A list of branches for your holding company: CAPITAL CITY BANK GROUP, INC. (1085509) of TALLAHASSEE, FL.
 The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

| 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 |
|-------------|----------------|----------------------------|-----------------|-----------------------------------|-----------------------------------|------------------|-------|----------|------------|---------------|--------------|----------------|-------------------|----------------------|-----------------------------------------|
| | | Full Service (Head Office) | 876634 | CAPITAL CITY BANK | 217 NORTH MONROE STREET | TALLAHASSEE | FL | 32301 | LEON | UNITED STATES | 6149 | 0 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 2997878 | FOB JAMES BRANCH | 375 FOB JAMES DRIVE | VALLEY | AL | 36854 | CHAMBERS | UNITED STATES | 181339 | 54 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 2997869 | SHAWMUT BRANCH | 3503 20TH AVENUE | VALLEY | AL | 36854 | CHAMBERS | UNITED STATES | 181338 | 53 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 294331 | ALACHUA BRANCH | 15000 N.W. 140TH STREET | ALACHUA | FL | 32615 | ALACHUA | UNITED STATES | 440692 | 79 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 1931138 | BELL BRANCH | 690 S. U.S. HWY. 129 | BELL | FL | 32619 | GILCHRIST | UNITED STATES | 226313 | 31 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 113535 | BRANFORD BRANCH | 814 SUWANNEE AVENUE | BRANFORD | FL | 32008 | SUWANNEE | UNITED STATES | 3857 | 38 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 123730 | BRONSON BRANCH | 140 EAST HATHAWAY AVENUE | BRONSON | FL | 32621 | LEVY | UNITED STATES | 238684 | 34 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 4445346 | BROOKSVILLE BRANCH | 7153 BROAD STREET | BROOKSVILLE | FL | 34601 | HERNANDO | UNITED STATES | 478847 | 84 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 2520883 | SUNSHINE GROVE BRANCH | 14001 CORTEZ BOULEVARD | BROOKSVILLE | FL | 34613 | HERNANDO | UNITED STATES | 283795 | 25 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 158639 | CEDAR KEY BRANCH | 2ND AND B STREET | CEDAR KEY | FL | 32625 | LEVY | UNITED STATES | 238685 | 35 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 123338 | CHIEFLAND BRANCH | 2012 NORTH YOUNG BLVD | CHIEFLAND | FL | 32626 | LEVY | UNITED STATES | 10854 | 32 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 377038 | CHIPLEY BRANCH | 1242 JACKSON AVENUE | CHIPLEY | FL | 32428 | WASHINGTON | UNITED STATES | 9589 | 49 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 1221231 | CITRUS SPRINGS BRANCH | 10241 NORTH FLORIDA AVENUE. | CITRUS SPRINGS | FL | 34434 | CITRUS | UNITED STATES | 258204 | 6 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 3398276 | CRAWFORDVILLE OFFICE | 2592 CRAWFORDVILLE HIGHWAY | CRAWFORDVILLE | FL | 32327 | WAKULLA | UNITED STATES | 452526 | 80 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 2650360 | CROSS CITY BRANCH | 294 NE 210TH AVENUE | CROSS CITY | FL | 32628 | DIXIE | UNITED STATES | 270960 | 40 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 2357061 | CRYSTAL RIVER OFFICE | 101 SOUTHEAST U.S. HIGHWAY 19 | CRYSTAL RIVER | FL | 34429 | CITRUS | UNITED STATES | 220713 | 28 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 571733 | FANNING SPRINGS BRANCH | 7240 U.S. HWY. 19 | FANNING SPRINGS | FL | 32693 | GILCHRIST | UNITED STATES | 226312 | 30 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 884031 | FLORAL CITY BRANCH | 7697 SOUTH FLORIDA AVENUE | FLORAL CITY | FL | 34436 | CITRUS | UNITED STATES | 201418 | 7 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 4053246 | MAIN STREET OFFICE | 1417 NORTH MAIN STREET | GAINESVILLE | FL | 32601 | ALACHUA | UNITED STATES | 261179 | 76 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 1976081 | MILLHOPPER OFFICE | 4040 N.W. 16TH BLVD | GAINESVILLE | FL | 32605 | ALACHUA | UNITED STATES | 200921 | 74 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 3602870 | WEST NEWBERRY ROAD OFFICE | 5200 NEWBERRY ROAD | GAINESVILLE | FL | 32607 | ALACHUA | UNITED STATES | 465254 | 81 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 783732 | HASTINGS BRANCH | 207 NORTH MAIN STREET | HASTINGS | FL | 32145 | ST. JOHNS | UNITED STATES | 10961 | 75 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 4445337 | HAVANA BRANCH | 102 SOUTH MAIN STREET | HAVANA | FL | 32333 | GADSDEN | UNITED STATES | 3853 | 1 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 360030 | HIGH SPRINGS BRANCH | 660 N.E. SANTA FE BLVD | HIGH SPRINGS | FL | 32643 | ALACHUA | UNITED STATES | 200920 | 73 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 315236 | INGLIS BRANCH | HWY 40 & INGLIS AVENUE | INGLIS | FL | 34449 | LEVY | UNITED STATES | 238683 | 33 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 2210821 | INVERNESS OFFICE | 1500 NORTH US HWY 41 | INVERNESS | FL | 34450 | CITRUS | UNITED STATES | 207963 | 8 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 1965209 | JONESVILLE BRANCH | 14009 WEST NEWBERRY ROAD | JONESVILLE | FL | 32669 | ALACHUA | UNITED STATES | 261180 | 77 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 1880704 | KEYSTONE HEIGHTS BRANCH | 500 GREEN WAY | KEYSTONE HEIGHTS | FL | 32656 | CLAY | UNITED STATES | 269356 | 48 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 2520865 | MADISON BRANCH | 603 WEST BASE STREET | MADISON | FL | 32340 | MADISON | UNITED STATES | 283790 | 23 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 269834 | MONTICELLO OFFICE | 800 SOUTH JEFFERSON STREET | MONTICELLO | FL | 32344 | JEFFERSON | UNITED STATES | 15901 | 19 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 2920625 | NEWBERRY BRANCH | 24202 WEST NEWBERRY ROAD, SUITE F | NEWBERRY | FL | 32669 | ALACHUA | UNITED STATES | 356511 | 78 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 208132 | PALATKA MAIN BRANCH | 200 REID STREET | PALATKA | FL | 32177 | PUTNAM | UNITED STATES | 2273 | 43 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 624639 | PALATKA MALL BRANCH | 400 HIGHWAY 19 NORTH | PALATKA | FL | 32077 | PUTNAM | UNITED STATES | 201326 | 44 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 3398584 | PALATKA WEST OFFICE | 4120 CRILL AVENUE | PALATKA | FL | 32177 | PUTNAM | UNITED STATES | Not Required | Not Required | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 2520874 | PERRY BRANCH | 115 WEST GREEN STREET | PERRY | FL | 32347 | TAYLOR | UNITED STATES | 220712 | 27 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 3267327 | PORT RICHEY OFFICE | 10290 REGENCY PARK BLVD | PORT RICHEY | FL | 34668 | PASCO | UNITED STATES | 283793 | 24 | CAPITAL CITY BANK | 876634 | |
| Close | 12/31/2004 | Full Service | 2520892 | REGENCY PARK BRANCH | 9222 REGENCY PARK BOULEVARD | PORT RICHEY | FL | 34668 | PASCO | UNITED STATES | Not Required | Not Required | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 709835 | PORT SAINT JOE BRANCH | 504 MONUMENT AVENUE | PORT SAINT JOE | FL | 32456 | GULF | UNITED STATES | 9981 | 45 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 778532 | QUINCY BRANCH | 4 EAST WASHINGTON STREET | QUINCY | FL | 32351 | GADSDEN | UNITED STATES | 14736 | 65 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 3204153 | SUNCOAST SPRING HILL DRIVE BRANCH | 14302 SPRING HILL DRIVE | SPRING HILL | FL | 34609 | HERNANDO | UNITED STATES | 423161 | 63 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 669733 | STARKE BRANCH | 350 N. TEMPLE AVENUE | STARKE | FL | 32091 | BRADFORD | UNITED STATES | 9772 | 46 | CAPITAL CITY BANK | 876634 | |
| | | Limited Service | 3220582 | APALACHEE PARKWAY EAST OFFICE | 3515 APALACHEE PARKWAY | TALLAHASSEE | FL | 32311 | LEON | UNITED STATES | 430266 | 67 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 70030 | APALACHEE PARKWAY OFFICE | 1801 APALACHEE PARKWAY | TALLAHASSEE | FL | 32301 | LEON | UNITED STATES | 15129 | 13 | CAPITAL CITY BANK | 876634 | |
| Close | 9/30/2006 | Full Service | 2517016 | BANK AND SHOP BRANCH | 6753 THOMASVILLE ROAD | TALLAHASSEE | FL | 32312 | LEON | UNITED STATES | 220714 | 42 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 3220591 | BRADFORDVILLE BRANCH | 6691 THOMASVILLE ROAD | TALLAHASSEE | FL | 32312 | LEON | UNITED STATES | 423425 | 64 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 2874232 | CAPITAL CIRCLE NORTHWEST BRANCH | 1456 CAPITAL CIRCLE NW | TALLAHASSEE | FL | 32303 | LEON | UNITED STATES | 356814 | 51 | CAPITAL CITY BANK | 876634 | |
| | | Limited Service | 69838 | CENTERVILLE ROAD OFFICE | 2375 CENTERVILLE ROAD | TALLAHASSEE | FL | 32308 | LEON | UNITED STATES | 253599 | 14 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 71635 | LAKE JACKSON BRANCH | 3815 NORTH MONROE STREET | TALLAHASSEE | FL | 32303 | LEON | UNITED STATES | 238067 | 18 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 1191763 | MAHAN DRIVE BRANCH | 3255 MAHAN DRIVE | TALLAHASSEE | FL | 32308 | LEON | UNITED STATES | 253601 | 16 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 830270 | METROPOLITAN BOULEVARD BRANCH | 1301 METROPOLITAN BOULEVARD | TALLAHASSEE | FL | 32308 | LEON | UNITED STATES | 44028 | 22 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 72137 | NORTH MONROE OFFICE | 2111 NORTH MONROE | TALLAHASSEE | FL | 32303 | LEON | UNITED STATES | 10599 | 17 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 59633 | SOUTH MONROE STREET BRANCH | 3404 SOUTH MONROE STREET | TALLAHASSEE | FL | 32301 | LEON | UNITED STATES | 207960 | 2 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 58038 | THOMASVILLE ROAD BRANCH | 3528 THOMASVILLE ROAD | TALLAHASSEE | FL | 32309 | LEON | UNITED STATES | 220711 | 26 | CAPITAL CITY BANK | 876634 | |
| | | Limited Service | 4445298 | TRUST BRANCH | 304 EAST TENNESSEE STREET | TALLAHASSEE | FL | 32301 | LEON | UNITED STATES | 510740 | 87 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 55439 | WEST TENNESSEE BRANCH | 1828 WEST TENNESSEE | TALLAHASSEE | FL | 32304 | LEON | UNITED STATES | 13491 | 9 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 289832 | TRENTON BRANCH | 109 WEST WADE STREET | TRENTON | FL | 32693 | GILCHRIST | UNITED STATES | 7674 | 29 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 284837 | WILLISTON BRANCH | 144 EAST NOBLE AVENUE | WILLISTON | FL | 32696 | LEVY | UNITED STATES | 238686 | 36 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 121138 | CAIRO DRIVE IN BRANCH | 397 38TH BLVD N.E. | CAIRO | GA | 39828 | GRADY | UNITED STATES | 248395 | 62 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 173838 | CAIRO MAIN BRANCH | 420 NORTH BROAD STREET | CAIRO | GA | 39828 | GRADY | UNITED STATES | 13258 | 60 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 57134 | DUBLIN MAIN OFFICE | 600 BELLEVUE AVENUE | DUBLIN | GA | 31021 | LAURENS | UNITED STATES | 6431 | 68 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 59231 | WESTGATE BRANCH | 1957 MACON ROAD | DUBLIN | GA | 31021 | LAURENS | UNITED STATES | 221768 | 70 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 484338 | EAST DUBLIN BRANCH | 220 CENTRAL DRIVE | EAST DUBLIN | GA | 31027 | LAURENS | UNITED STATES | 221767 | 69 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 3559778 | BASS ROAD OFFICE | 1601 BASS ROAD | MACON | GA | 31210 | BIBB | UNITED STATES | 465255 | 82 | CAPITAL CITY BANK | 876634 | |
| | | Limited Service | 4421498 | HARTLEY BRIDGE OFFICE | 6200 SKIPPER ROAD | MACON | GA | 31216 | BIBB | UNITED STATES | Not Required | Not Required | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 874032 | MACON MAIN OFFICE | 325 FIFTH STREET | MACON | GA | 31201 | BIBB | UNITED STATES | 13511 | 55 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 2050849 | MACON MALL/ROSS PLAZA BRANCH | 3535 MERCER UNIVERSITY DRIVE | MACON | GA | 31204 | BIBB | UNITED STATES | 250370 | 58 | CAPITAL CITY BANK | 876634 | |
| Change | 10/1/2015 | Limited Service | 721033 | NORTHSIDE BRANCH | 3710 NORTHSIDE DRIVE | MACON | GA | 31210 | BIBB | UNITED STATES | 249295 | 56 | CAPITAL CITY BANK | 876634 | Changed to Limited Service on Eff date. |
| | | Full Service | 3807509 | ZEBULON ROAD OFFICE | 5981 ZEBULON ROAD | MACON | GA | 31210 | BIBB | UNITED STATES | 480106 | 85 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 171731 | WAYNESBORO DRIVE-IN BRANCH | 243 EAST 6TH STREET | WAYNESBORO | GA | 30830 | BURKE | UNITED STATES | Not Required | Not Required | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 208039 | WAYNESBORO MAIN OFFICE | 615 LIBERTY STREET | WAYNESBORO | GA | 30830 | BURKE | UNITED STATES | 3881 | 57 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 30632 | WEST POINT BRANCH | 3RD AVENUE & WEST 10TH STREET | WEST POINT | GA | 31833 | TROUP | UNITED STATES | 154 | 52 | CAPITAL CITY BANK | 876634 | |
| | | Full Service | 32739 | WHIGHAM BRANCH | 126 EAST BROAD AVE. | WHIGHAM | GA | 39897 | GRADY | UNITED STATES | 248394 | 61 | CAPITAL CITY BANK | 876634 | |

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Form FR Y-6
 Capital City Bank Group, Inc.
 Tallahassee, Florida
 Fiscal Year Ended December 31, 2015

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 12-31-2015: | | | Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control of holdings of 5% or more with power to vote during the fiscal year ending 12-31-2015: | | |
|-------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|--------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|--------------------------------------------------------------------------|
| (1)(a) Name, City, State, Country | (1)(b) Country of Citizenship or Incorporation | (1)(c) Number and Percentage of Each Class of Voting Securities | (2)(a) Name, City, State, Country | (2)(b) Country of Citizenship or Incorporation | (2)(c) Number and Percentage of Each Class of Voting Securities |
| Estate of Robert H. Smith Tallahassee, FL, USA | USA | 3,053,181, - 17.80% Common Stock | | | |
| William G. Smith, Jr. Tallahassee, FL, USA | USA | 3,776,490 - 21.95% Common Stock | | | |
| 2S Partnership Tallahassee, FL, USA | USA | 1,049,361 - 6.12% Common Stock | | | (1) |

⁽¹⁾ Includes:

(i) of the 1,049,361 shares held by 2S partnership, all are also beneficially owned by the Estate of Robert H. Smith and William G. Smith, Jr.

Form FR Y-6
 Capital City Bank Group, Inc.
 Tallahassee, Florida
 Fiscal Year Ended December 31, 2015



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 Holding Company | (3)(a) Title & Position with Holding Company | (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) | % | |
|-------------------------------------------|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------|---------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------|-------------|
| J. Everitt Drew Tallahassee, FL, USA | President SouthGroup Equities, Inc | Director | N/A | Georgetown Properties, Inc. SouthGroup Equities, Inc. SouthGroup Holdings, Inc. SouthGroup Development, Inc. Heritage Park Partners, Inc. SouthGroup Management, Inc. SouthGroup Mortgage LLC Sweetleaf Farm North, LLC Sweetleaf Farm South I, II, III LLC Commonwealth Business Center LLC Northwest Center LLC Northwest Passage LLC John Knox Road 250 LLC Hartsfield Service Center LLC JEDILD, LLC Capital Quad, Inc. Londontown Partners, Inc. Community Foundation of North Florida Southeast Community Health Services, Inc. Tallahassee Memorial Health Ventures, Inc. Young Life of Tallahassee Southgroup Acquisitions, LLC Game Products, LLC Game Products, Inc. | President President/Director President/Director President/Director Vice President President President/Managing Partner President/Managing Partner President/Managing Partner President/Managing Partner President/Managing Partner President/Managing Partner President/Managing Partner President President Board Member Board Member Board Member Board/Committee Member Managing Member Managing Member President/Board Member | Less than 1% | N/A | N/A | |
| John K. Humphress Tallahassee, FL, USA | Vice President Wadsworth Humphress Hollar & Konrad, PA Chartered Certified Public Accountants | Director | N/A | Wadsworth, Humphress & Hollar, P.A. Humphress & Wadsworth McKinney Family Limited Partnership | Vice President Partner General Partner | Less than 1% | N/A | Wadsworth, Humphress, Hollar & Konrad | 37% |
| Lina Knox Tallahassee, FL, USA | Community Volunteer | Director | N/A | Smith Interests General Partnership Florida House | Partner Trustee | Less than 1% | N/A | N/A | |
| Henry Lewis III Tallahassee, FL, USA | Tuskegee Homes, LLC President | Director | N/A | Tuskegee Homes, LLC NACIRGA, LLC National Library of Medicine | President Director Director | Less than 1% | N/A | Tuskegee Homes LLC NACIRFA, LLC | 100% 33% |
| Allan Bense Tallahassee, FL, USA | President, CEO Bense Enterprises Inc. | Director | N/A | Bense Enterprises, Inc. Bense Investments, LLC Bense Properties, LLC Bense Corporate Holdings, LLC Bay West Developers, LLC Brown Insurance Services, LLC Econfinna Timber Company GAC Contractors, Inc. & Affiliates Holiday Golf & Racquet Club, Inc. Roussos Refrigeration, Heating & Air T.D.W. Inc. Bense Farms, LLC Emerald Coast Striping, LLC Emerald Coast Investment Properties, LLC Bayou George Farms, LLC Bass, Bense, Hall & Bozarth Gulf Power Company Capital City Bank Group Florida State University James Madison Institute Bay Economic Development Council Florida Chamber of Commerce Gulf Coast Medical Center LEAD Coalition of Bay County Robert Starr Johnson Trust Woodland Heights Associates, LLC Triumph Gulf Coast, Inc. | President/CEO Managing Partner Managing Partner Managing Partner Partner Partner Stockholder President President Stockholder Secretary Partner Partner Partner Partner Partner Director/Comp Committee/Controls & Compliance Committee Director Board Member Director/Chairman Director/Past Chairman Director/Past Chairman Director/Chairman Director Trustee Managing Partner Chairman/Board Member | Less than 1% | N/A | N/A | |

Form FR Y-6
 Capital City Bank Group, Inc.
 Tallahassee, Florida
 Fiscal Year Ended December 31, 2015

REVISED
 4/27/16

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 Holding Company | (3)(a) Title & Position with Holding Company | (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) | % |
|----------------------------------------------|----------------------------------------------------------------------|---------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|
| Beth Corum Tallahassee, FL, USA | N/A | Designated an Executive Officer by virtue of position with Capital City Bank | Executive Vice President (Capital City Bank) | 1118, LLC | Less than 1% | N/A | 1118, LLC | 50% |
| Brooke Hallock Tallahassee, FL, USA | N/A | Designated an Executive Officer by virtue of position with Capital City Bank | Executive Vice President Chief Brand Officer (Capital City Bank) | N/A | Less than 1% | N/A | N/A | |
| William L. Moor, Jr. Tallahassee, FL, USA | N/A | Designated an Executive Officer by virtue of position with Capital City Bank | President, Capital City Banc Investments, President Capital City Trust Company, both are wholly owned subsidiaries | Managing Partner - Moor Family Partnership, LLP | Less than 1% | N/A | Moor Family Partnership, LLP | 100% |
| Edward G. Canup Tallahassee, FL, USA | N/A | Designated an Executive Officer by virtue of position with Capital City Bank | Executive Vice President (Capital City Bank) | Adiron, LLC Bull Run Residential, LLC Tupelo Development Company, LLC Crockett Mountain, LLC BLRD 13 LLC CSLLC Tupelo Plus Two, LLC Ghost Investments, LLC North Hampton Dixie Property, LLC | Less than 1% | N/A | CSLLC1 | 50% |
| Dale A. Thompson Tallahassee, FL, USA | N/A | Designated an Executive Officer by virtue of position with Capital City Bank | Executive Vice President (Capital City Bank) | N/A | Less than 1% | N/A | N/A | |

* Allen owns >25% of some of the entities listed in (3) c. However, he does not control any of these and is not in a day-to-day management role. All are passive investments.