

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

MAR 30 REC'D

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, Robert L. McDonald
 Name of the Holding Company Director and Official
President & CEO
 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.

Robert L. McDonald
 Signature of Holding Company Director and Official
 03/29/2016
 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 4463126
 C.I. _____

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)

Reporter's Name, Street, and Mailing Address
CedarStone Financial, Inc.
 Legal Title of Holding Company
P. O. Box 724
 (Mailing Address of the Holding Company) Street / P.O. Box
Lebanon TN 37088
 City State Zip Code
900 West Main Street, Lebanon TN 37087
 Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Ken Mattox SVP & CFO
 Name Title
615-547-5600
 Area Code / Phone Number / Extension
615-547-5599
 Area Code / FAX Number
kmattox@cedarstonebank.com
 E-mail Address
www.cedarstonebank.com
 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

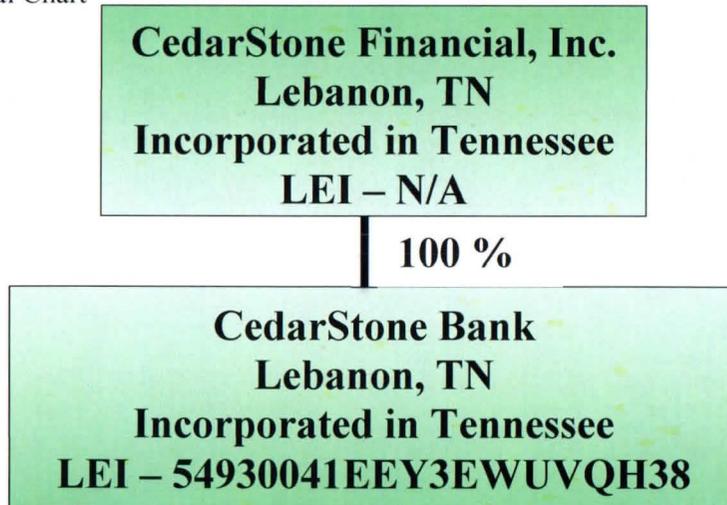
Form FR Y-6

**CedarStone Financial, Inc.
Lebanon, Tennessee
Fiscal Year Ending December 31, 2015**

Report Item:

1: The bank holding company prepares an annual report for its securities holders and is not registered with the SEC. As specified by the appropriate Reserve Bank, one original and four copies are enclosed.

2a: Organizational Chart



2b: Domestic branch listing provided to the Federal Reserve Bank.

3: Securities Holder(s), of record, that directly or indirectly own, control or hold power to vote 5% or more:

Jacqueline W. Cowden
Lebanon, Tennessee, USA
United States Citizen
Percentage of shares: 6.2%

Results: A list of branches for your depository institution: CEDARSTONE BANK (ID_RSSD: 3262788).
 This depository institution is held by CEDARSTONE FINANCIAL, INC. (4463126) of LEBANON, TN.
 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 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
OK		Full Service (Head Office)	3262788	CEDARSTONE BANK	900 WEST MAIN STREET	LEBANON	TN	37087	WILSON	UNITED STATES	419627	0	CEDARSTONE BANK	3262788	
OK		Full Service	3262827	MOUNT JULIET BRANCH	4140 NORTH MOUNT JULIET ROAD	MOUNT JULIET	TN	37122	WILSON	UNITED STATES	487487	3	CEDARSTONE BANK	3262788	
Change	8/10/2015	Full Service	3442683	DONELSON BRANCH	2800 LEBANON ROAD	NASHVILLE	TN	37214	DAVIDSON	UNITED STATES	449792	2	CEDARSTONE BANK	3262788	changed street address



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4: Directors and executive officers of holding company and subsidiary:

1. Name & Address	2. Principal Occupation	3.a&b. Title/Position with Holding Co. & Subsidiary*	3.c. Director Positions in other Companies	4.a. % of Shares	4.b. % of Shares	4.c. 25% or more Other Companies
Kevin D. Bay Lebanon, TN USA	President of Bread Manufacturer	Director	President - Bay's Southern Bread Chief Manager - Specialty Breads LLC	3.3%	0.0%	Specialty Breads LLC – 25%
Jacqueline W. Cowden Lebanon, TN USA	CEO of Corrugated Display & Package Manufacturer	Director	CEO – Custom Packaging Partner – Westchase Partners Partner – Tristar Farms Partner – Tristar of W.C.	6.2%	0.0%	Custom Packaging – 50% Westchase Partners – 48% Tristar Farms – 25%
Robert L. McDonald Sr. Old Hickory, TN USA	N/A	Director/President/CEO	N/A	2.1%	0.0%	N/A
Donald E. Moser Murfreesboro, TN USA	Retired Banker	Director	N/A	0.3%	0.0%	N/A
Bancroft O'Quinn, Jr. Lebanon, TN USA	Medical Doctor / Real Estate Investor	Director	Owner – Bancroft O'Quinn MD	3.1%	0.0%	Bancroft O'Quinn MD – 100%
Nelson Steed Lebanon, TN USA	Retired General Contractor	Director/Chairman	Partner – Cloverdell Properties Partner – Circle S Farms Secretary/Treasurer – Thompson-Steed, LLC	2.5%	0.0%	Cloverdell Properties – 50% Circle S Farms – 25%
Paul B. Vantrease, Jr. Lebanon, TN USA	CPA	Director	Partner – Dempsey, Vantrease & Follis, PLLC Partner – Church Street Enterprises Partner – Church Street II Partner – West Main Street Properties Partner – United Investors Partner – Plain Grove Investors Partner – Pinnacle Partners Partner – Progressive Properties	3.5%	0.0%	Church Street Enterprises – 33 1/3 % West Main Properties – 25% United Investors – 50% Plain Grove Investors – 50% Progressive Partners – 33 1/3%
Kenneth K. Mattox Mt. Juliet, TN USA	N/A	SVP & CFO	N/A	0.5%	0.0%	N/A
William H. Stuart Brentwood, TN USA	N/A	EVP & Sr. Credit Officer	N/A	0.5%	0.0%	N/A
Tina M. Winfree Watertown, TN USA	N/A	SVP & Operations Manager	N/A	0.2%	0.0%	N/A

*All Directors and Executive Officers hold the same position with both the Holding Company, CedarStone Financial, Inc. and the Subsidiary, CedarStone Bank.