

DEC 28 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.

I, Robert L. Johnson
Name of the Holding Company Director and Official
Chief Executive Officer
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. Johnson
Signature of Holding Company Director and Official

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 4459839
C.I. _____

Date of Report (top-tier holding company's fiscal year-end):

9 30 2015
Month / Day / Year

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

Reporter's Name, Street, and Mailing Address
Charter Financial

Legal Title of Holding Company
1233 OG Skinner Drive

(Mailing Address of the Holding Company) Street / P.O. Box
West Point GA 31833
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Anita Mallory Bank Officer
Name Title

706 645-3218
Area Code / Phone Number / Extension

706 645-1370
Area Code / FAX Number

amallory@charterbank.net
E-mail Address

www.charterbank.net
Address (URL) for the Holding Company's web page

Does the reporter request confidential treatment for any portion of this submission?

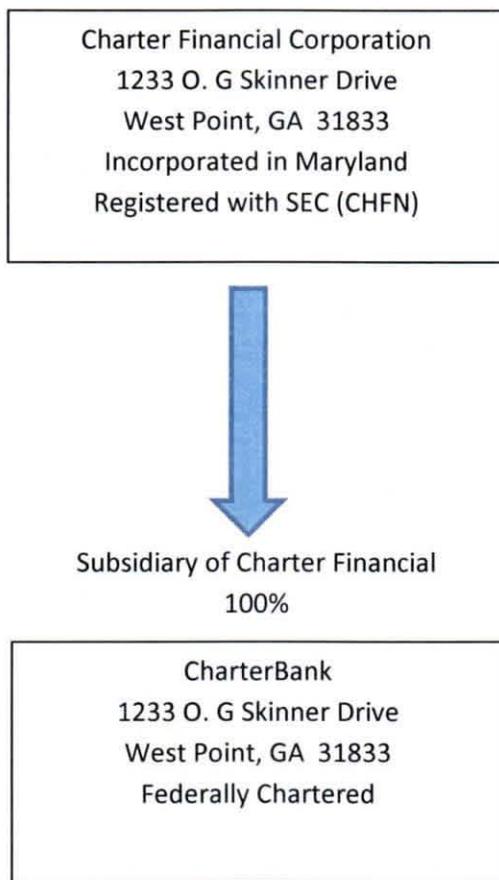
Yes Please identify the report items to which this request applies:

- 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

Charter Financial Corp
1233 O. G. Skinner Drive
West Point, GA 31833

ORG CHART
FRY-6 (December 2015)
Fiscal Year Ending 09.30.2015



Results: A list of branches for your depository institution: **CHARTERBANK (ID_RSSD: 551070)**.
 This depository institution is held by **CHARTER FINANCIAL CORPORATION (4459839)** of **WEST POINT, GA**.
 The data are as of **09/30/2015**. Data reflects information that was received and processed through **10/06/2015**.

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 Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	UNINUM*	Office Number*	Head Office	Office ID_RSSD*	Comments
OK		Head Office	551070	CHARTERBANK	1233 O. G. SKINNER DRIVE	WEST POINT	GA	31833	TROUP	UNITED	43554	0	CHARTERBANK	551070	
OK		Full Service	4158552	EAST UNIVERSITY BRANCH	1605 EAST UNIVERSITY DRIVE	AUBURN	AL	36830	LEE	UNITED	425199	109	CHARTERBANK	551070	
OK		Full Service	2666053	SOUTH COLLEGE BRANCH	1684 SOUTH COLLEGE STREET	AUBURN	AL	36832	LEE	UNITED	464051	110	CHARTERBANK	551070	
OK		Full Service	4158570	SECOND AVENUE BRANCH	701 SECOND AVENUE	OPELIKA	AL	36801	LEE	UNITED	288374	107	CHARTERBANK	551070	
OK		Full Service	239631	SHAWMUT BRANCH	3500 20TH AVE	VALLEY	AL	36854	CHAMBERS	UNITED	359260	105	CHARTERBANK	551070	
OK		Full Service	4325000	MILTON BRANCH	6512 CAROLINE STREET	MILTON	FL	32570	SANTA ROSA	UNITED	N/A	N/A	CHARTERBANK	551070	
OK		Full Service	1192827	PACE BRANCH	4104 HIGHWAY 90	PACE	FL	32571	SANTA ROSA	UNITED	257887	126	CHARTERBANK	551070	
OK		Full Service	2640763	PENSACOLA OFFICE	1289 AIRPORT BOULEVARD	PENSACOLA	FL	32504	ESCAMBIA	UNITED	257890	129	CHARTERBANK	551070	
OK		Full Service	4106124	CARROLLTON BRANCH	820 DIXIE STREET	CARROLLTON	GA	30117	CARROLL	UNITED	363136	120	CHARTERBANK	551070	
OK		Full Service	4159492	LAGRANGE BRANCH	300 CHURCH STREET	LAGRANGE	GA	30240	TROUP	UNITED	281854	1	CHARTERBANK	551070	
OK		Full Service	4159513	LEE'S CROSSING BRANCH	1861 ROANOKE RD	LAGRANGE	GA	30240	TROUP	UNITED	495458	117	CHARTERBANK	551070	
OK		Full Service	4159531	SOUTH DAVIS ROAD BRANCH	555 S DAVIS RD	LAGRANGE	GA	30241	TROUP	UNITED	464052	111	CHARTERBANK	551070	
OK		Full Service	3641646	NEWNAN BRANCH	145 MILLARD FARMER INDUSTRIAL BLVD	NEWNAN	GA	30263	COWETA	UNITED	N/A	N/A	CHARTERBANK	551070	
OK		Full Service	3223743	SALBIDE BRANCH	60 SALBIDE STREET	NEWNAN	GA	30263	COWETA	UNITED	441785	113	CHARTERBANK	551070	
OK		Full Service	4804288	WEST POINT BRANCH	600 3RD AVENUE	WEST POINT	GA	31833	TROUP	UNITED	N/A	N/A	CHARTERBANK	551070	
ADD	2007	Limited Service	N/A	NORCROSS	5448 Spalding Dr Bldg. 100 Suite C	NORCROSS	GA	30092	Gwinnett	UNITED	N/A	N/A	CHARTERBANK	551070	

Stock Ownership

The following table provides information as of December 31, 2015, with respect to persons known by the Company to be the beneficial owners of more than 5% of the Company's outstanding common stock. A person may be considered to own any shares of common stock over which he or she has, directly or indirectly, sole or shared voting or investing power. Percentages are based on 16,962,609 shares of Company common stock outstanding as of December 31, 2015.

Name and Address	Number of Shares Owned ⁽¹⁾	Percent of Common Stock Outstanding
Private Capital Management 8889 Pelican Bay Blvd., Ste 500 Naples, FL 34108	875,602	5.5%
Renissance Technologies Co. 800 Third Avenue New York, NY 10022	864,459	5.4%

(1) Based on information contained in a Schedule 13-F filed with the Securities and Exchange Commission as of September 30, 2015.

Charter Financial
1233 OG Skinner Drive
West Point, GA 31833

Charter Financial 1233 O. G. Skinner Drive West Point, GA 31833		Insider Stock Ownership			(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)	
-1 Principal Name, City, State, Country	-2 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 Subsidiaries (include names of subsidiaries)	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)

Robert L. Johnson, Lanett, AL, USA	N/A	CEO, Chairman	CEO & Chairman, CharterBank	N/A	2.92%	N/A	Guinea Branch Properties (33.3%)	408,493	2.24%
Jane W. Darden, Lanett, AL, USA	Homemaker	Director	Director, CharterBank	N/A	0.56%	N/A	Grady Webb Jr. Marital Deduction Trust (25%); Edith K. Webb Trust (25%); Webb Family Properties, LLC (33.3%); Webb Family Properties II, LLC (33.3%); Sneakers Group, Inc. (50%)	74,377	0.41%
David L. Strobel, Auburn, AL, USA	Engineer/Owner, Commercial Construction Company	Director	Director, CharterBank	Owner, Shannon, Strobel & Weaver	0.32%	N/A	Mihada, Inc. (33.3%); Shannon, Strobel & Weaver (33.3%); Ozark Assoc SC (33.3%); Andalusia Assoc SC (33.3%); Land Locators, Inc. (33.3%); Manchester Assoc, LLC (33.3%); Etran, LLC (33.3%); Richmond Road Apart, LP (25%); Richmond Road Apart II, LLC (25%); MHD Partners, LLC (33.3%)	36,567	0.20%
Thomas M. Lane, Auburn, AL, USA	CFO, EAMC-Lanier	Director	Director, CharterBank	N/A	0.50%	N/A	N/A	64,897	0.36%
David Z. Cauble, III, LaGrange, GA, USA	Retired	Director	Director, CharterBank	N/A	0.47%	N/A	N/A	60,319	0.33%
Curti M. Johnson, Valley, AL, USA	In-house counsel, CharterBank	Director	SVP, CharterBank	N/A	0.82%	N/A	Guinea Branch Properties (33.3%)	102,197	0.56%

Edward O. Smith, Esq. LaGrange, GA, USA	Owner, Insurance Agency	Director	Director, CharterBank	Owner, Hutchinson-Taylor Insurance	0.22% N/A	Hutchinson-Taylor Insurance Agency (50%); Hutchinson-Taylor Properties (25%); Another Road (50%)
Guth R. Keller, Esq. LaGrange, GA, USA	N/A	CFO	CFO, CharterBank	N/A	1.46% N/A	N/A
Lee W. Washburn, Esq. LaGrange, GA, USA	Financial Services Executive	N/A	President, CharterBank	N/A	1.53% N/A	Marge, LLC (50%)

25,894 0.14%

196,329 1.08%

203,190 1.11%

1,172,163 6.42%

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