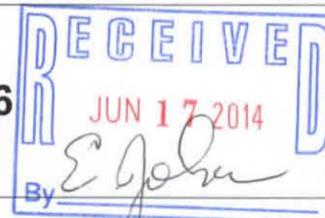


Revised

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, 2013**  
Month / Day / Year

I, William R. DeBerry  
Name of the Holding Company Director and Official  
Director, President and CEO  
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address  
Commerce Union Bancshares, Inc.  
Legal Title of Holding Company  
P. O. Box 548  
(Mailing Address of the Holding Company) Street / P.O. Box  
Springfield TN 37172  
City State Zip Code  
701 South Main Street  
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:  
Roger W. Dorris SVP/Controller  
Name Title  
6154337225  
Area Code / Phone Number / Extension  
6153842175  
Area Code / FAX Number  
roger.dorris@commerceunionbank.com  
E-mail 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.

W.R. DeBerry  
Signature of Holding Company Director and Official  
6-12-14  
Date of Signature

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

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

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

For Federal Reserve Bank Use Only  
RSSD ID 3729S62  
C.I. \_\_\_\_\_

## For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

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City State Zip Code

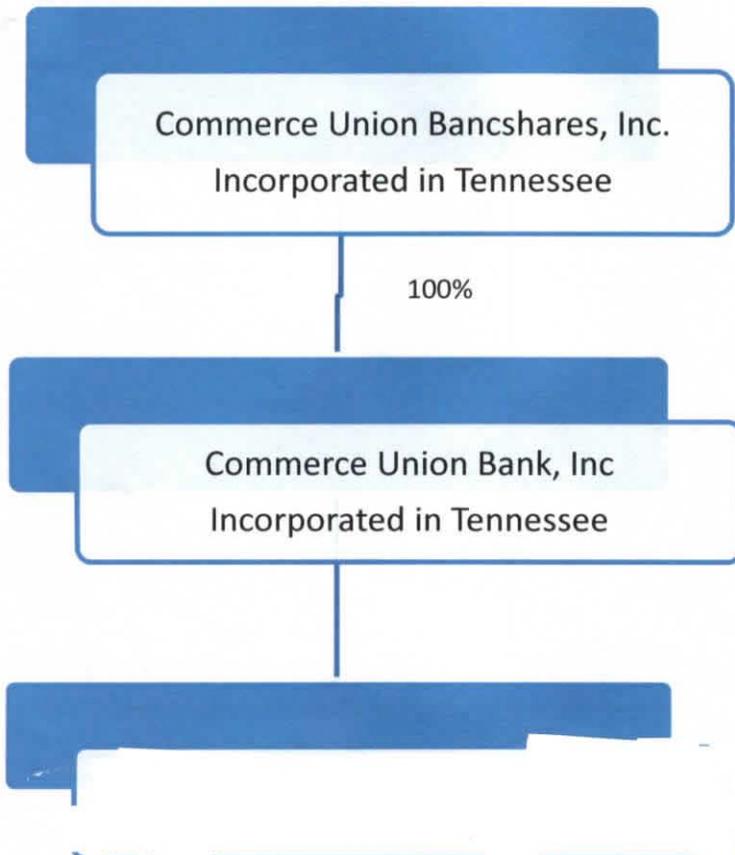
Physical location (if different from mailing address)

**Form FR Y-6**  
**Commerce Union Bancshares, Inc.**  
**Springfield, Tennessee**  
**Fiscal Year Ending December 31, 2013**

APR 17 REC'D

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 copy is enclosed.
2. Organizational Chart



Review

**Results:** A list of branches for your depository institution, COMMERCE UNION BANK (ID\_RSSD: 3415463).  
 This depository institution is held by COMMERCE UNION BANK (SHARES), INC. (3729562) at SPRINGFIELD, TN.  
 The data are as of 12/31/2014. Data reflects information that was received and processed through 04/07/2014.

**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.  
 The instructions are located at: <http://www.frb.org/branches/submit> and path in the top right corner of the email.

For more information on the FDIC Branch Reporting process, visit [www.frb.org/branches](http://www.frb.org/branches) or call 1-800-937-3231. For more information on the FDIC Branch Reporting process, visit [www.frb.org/branches](http://www.frb.org/branches) or call 1-800-937-3231. For more information on the FDIC Branch Reporting process, visit [www.frb.org/branches](http://www.frb.org/branches) or call 1-800-937-3231.

\* FDIC UN NUM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is not required.

Branch ID	Branch Name	ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UN/NUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
ok	Full Service Head Office	3415463	COMMERCE UNION BANK	701 SOUTH MAIN STREET	SPRINGFIELD	TN	37172	ROBERTSON	UNITED STATES	447876	0	COMMERCE UNION BANK	3415463	
ok	Full Service	4246456	EAST MAIN STREET BRANCH	425 EAST MAIN STREET	GALLATIN	TN	37066	SUMNER	UNITED STATES	511769	2	COMMERCE UNION BANK	3415463	
ok	Full Service	3662393	GALLATIN BRANCH	1204 NASHVILLE PIKE	GALLATIN	TN	37066	SUMNER	UNITED STATES	479364	1	COMMERCE UNION BANK	3415463	
ok	Full Service	3733420	MOBILE BRANCH	701 SOUTH MAIN STREET	SPRINGFIELD	TN	37172	ROBERTSON	UNITED STATES	Not Required	Not Required	COMMERCE UNION BANK	3415463	

Revised

FR Y-6  
Commerce Union Bancshares, Inc.  
Fiscal Year Ended December 31, 2013

Report item 3: Securities holders

(1)(a) Name City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities
William H Latimer III Union City, Tennessee, USA	USA	270,375 8.83%

Revised

FR Y-6  
 Commerce Union Bancshares, Inc.  
 Fiscal Year Ended December 31, 2013

Report Item 4: Insiders

(1) Name City, State, Country	(2) Principal Occupation	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with Other Business	(4)(a) Percentage of Voting Shares in Holding Co	(4)(b) Percentage Voting Shares in Subsidiary	(4)(c) Names of Other Companies if >25% Held and % Owned
Charles Trimble Beasley Goodlettsville, Tn	Self employed	Director	Director & Chairman	N/A	0.9%	0%	N/A
Jane Belar Springfield, Tn	Retired	Director	Director	N/A	0.4%	0%	N/A
Ron DeBerry Gallatin, Tn	N/A	Director & Chairman	Director	N/A	1.6%	0%	0
John Bourne Cedar Hill, Tn	Retired	Director	Director	N/A	0.4%	0%	N/A
James Hodges Portland, Tn	Construction Company	Director	Director	Owner - Hodges Group Construction	0.2%	0%	Hodges Group Construction 100%
Gwendolius Martin Springfield, Tn	Bail Bond Company	Director	Director	Owner - Martin Bonding	0.9%	0%	Martin Bonding 100%
Nancy Jo Martin Gallatin, Tn	Rea. Estate Agent	Director	Director	Owner - Martin Realty	0.1%	0%	Martin Realty 100%
William R. McKinney Springfield, Tn	Real Estate Agent	Director & Secretary	Director & Secretary	N/A	0.5%	0%	N/A
Leland Scott Springfield, Tn	Retired	Director	Director	N/A	0.8%	0%	N/A
Don Sloan Springfield, Tn	Pharmacist	Director	Director	N/A	0.5%	0%	Southside Drug Company 100%
Maryn Smith III Springfield, Tn	Manufacturer	Director	Director	N/A	0.7%	0%	Better Block Company 100%
B. Scott Bagwell Goodlettsville, Tn	N/A	None	Chief Lending Officer	N/A	1.0%	0%	N/A
Paula DeBerry Gallatin, Tn	N/A	None	Chief Retail Officer	N/A	0.0%	0%	N/A
Deborah Olds Gallatin, Tn	N/A	None	Chief Credit Officer	N/A	0.0%	0%	N/A
William R. Murray Hendersonville, Tn	N/A	None	Chief Financial Officer	N/A	0.0%	0%	N/A