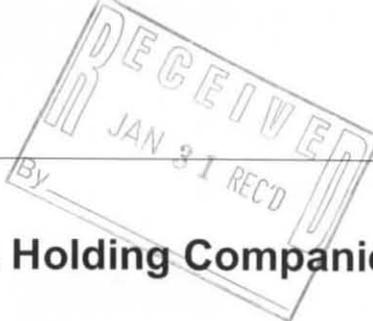


Board of Governors of the Federal Reserve System



# Annual Report of Bank 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)). 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 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). 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 Bank Holding Companies* must be signed by one director of the top-tier bank holding company. This individual should also be a senior official of the top-tier bank holding company. In the event that the top-tier bank 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 bank holding company's fiscal year-end):  
12/31/2011  
Month / Day / Year

I, RAUL GARCIA  
Name of the Bank Holding Company Director and Official  
PRESIDENT AND CEO  
Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address  
FIRST BANK OF MIAMI SHARES, INC.  
Legal Title of Bank Holding Company  
255 ARAGON AVE., 3RD FLOOR  
(Mailing Address of the Bank Holding Company) Street / P.O. Box  
LOREAL GABLES, FLORIDA 33134  
City State Zip Code

attest that the *Annual Report of Bank Holding Companies* (including the supporting attachments) for this report date have 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:  
WALSON LAM CEO OF SUBSIDIARY  
Name Title  
305-459-5279  
Area Code / Phone Number / Extension  
305-476-9258  
Area Code / FAX Number  
WLAM@FIRSTBANKMIAMI.COM  
E-mail Address  
NONE

[Signature]  
Signature of Bank Holding Company Director and Official  
1/25/12  
Date of Signature

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

For bank 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 3048768  
C.I. \_\_\_\_\_

# For Use By Tiered Bank Holding Companies

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

NONE

Legal Title of Subsidiary Bank Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

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**Form FR Y-6  
FIRST BANK OF MIAMI SHARES, INC.  
FISCAL YEAR ENDING DECEMBER 31, 2011**

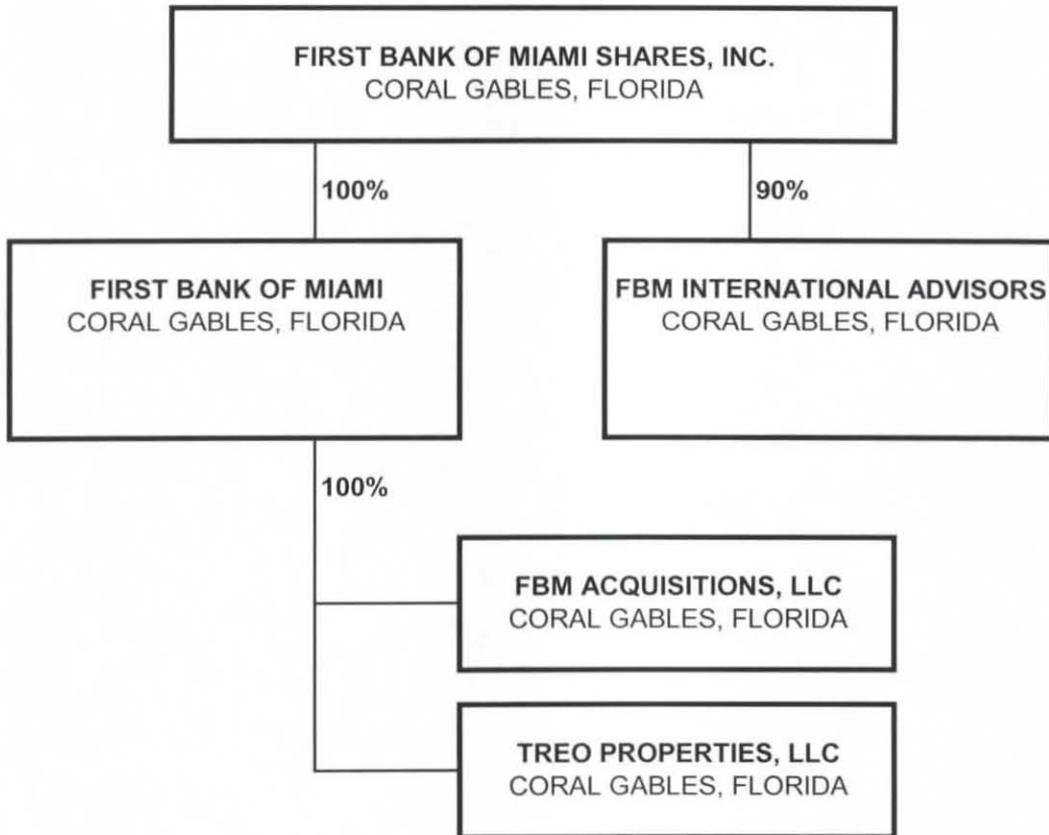
**REPORT ITEM 1: ANNUAL REPORT TO SHAREHOLDERS**

The bank holding company prepares an annual report for its securities holders. Two copies will be submitted under separate cover as soon as they are available.

*M*

**Form FR Y-6**  
**FIRST BANK OF MIAMI SHARES, INC.**  
**FISCAL YEAR ENDING DECEMBER 31, 2011**

**REPORT ITEM 2a: ORGANIZATION CHART**



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**Form FR Y-6  
FIRST BANK OF MIAMI SHARES, INC.  
FISCAL YEAR ENDING DECEMBER 31, 2011**

**REPORT ITEM 2b: DOMESTIC BRANCH LISTING**

The Domestic Branch Listing has been submitted via email on 1/23/2012.

*M*

**Form FR Y-6**  
**FIRST BANK OF MIAMI SHARES, INC.**  
**FISCAL YEAR ENDING DECEMBER 31, 2011**

**REPORT ITEM 3: SECURITIES HOLDERS**

**3(1) - Securities holders that directly or indirectly own, control or hold with power to vote 5% or more of any class of voting securities as of fiscal year ending 12/31/2011:**

<u>(1)a - Name of security holder</u>	<u>(1)a - Address</u>	<u>(1)b - Citizenship</u>	<u>(1)c - Nbr of Shares</u>	<u>(1)c - % Ownership</u>	<u>Certificate #</u>
Rene de Picciotto ✓	Geneva, Switzerland	Switzerland	480,724	65.86%	01,13,20,32,34+41
Philippe Setton ✓	Geneva, Switzerland	Italy	136,286	18.67%	4,22,30,33+40
Catherine de Picciotto ✓	Geneva, Switzerland	Switzerland	50,559	6.93%	2,21+31
Raul Garcia ✓ (including shares constructively owned for which he has voting power)	Miami, Florida, USA	USA	62,338	8.54%	9,10,15,16,17,18,19,27,28,35,36,37+38
			<b>729,907</b>	<b>100%</b>	

**3(2) - Securities holders not listed in 3(1) above that owned or controlled 5% or more of any class of voting securities during the fiscal year:**

<u>(1)a - Name of security holder</u>	<u>(1)a - Address</u>	<u>(1)b - Citizenship</u>	<u>(1)c - Nbr of Shares</u>	<u>(1)c - % Ownership</u>	<u>Certificate #</u>
Aquatic International Holding Ltd.	Tortola, BVI	BVI	31,620	5.1%	5

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Form FR Y-6  
**FIRST BANK OF MIAMI SHARES, INC.**  
**FISCAL YEAR ENDING DECEMBER 31, 2011**

REPORT ITEM 4: INSIDERS

(1)a Name	(1)b City & State  Country	(2) Principal Occupation	Title or position				Voting shares owned/controlled or held with power to vote		
			(3)a	(3)b	(3)c - Other Companies		(4)a -Bank Holding Co.	(4)c -Other Companies	
			Bank Holding Co.	Subsidiary	Company	Title	% Shares	Company	% Shares
Rene de Picciotto	Geneva, Switzerland	Banker	Chairman of the Board	Chairman of the Board (First Bank of Miami)	Cofis Holding S.A. Strader S.A. Kanoba S.A.	Director Chairman of the Board Director	65.86%	Fransad Gestion S.A. Cofis Holding S.A. Strader S.A. Kanoba SA	59.26% 33.33% 56.58% 80.00%
Raul Garcia	Miami, FL USA	Banker	President & CEO Secretary & Treasurer	Director & Chairman of Exec.Comm. (First Bank of Miami)  Director & President (FBM International Advisors, Inc.)  Manager (FBM Acquisitions, LLC)	Rolling Hills Development LLC DLGN Holdings, LLC Delagana Corporation	Manager Manager Director	8.54%	Rolling Hills Development LLC FBM International Advisors, Inc	100.00% 10.00%
Philippe Setton	Geneva, Switzerland	Banker	None	None	Cofis Holding S.A. Long Wave S.A.	Director Director	18.67%	Fransad Gestion S.A. Cofis Holding S.A. Long Wave SA	29.63% 33.33% 100.00%

# 531 SHG / ES

Results: A list of branches for your depository institution. FIRST BANK OF MIAMI, INC. (FDIC 2468097).  
 This depository institution is held by FIRST BANK OF MIAMI, INC. (FDIC 2468097).  
 The data are as of 12/31/2011. Data reflects information that was received and processed through 01/26/2012.

**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 the 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.

**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	Country	FDIC UNINUM*	Office Number*	Head Office	Comments
OK		Full Service (Head Office)	2468097	FIRST BANK OF MIAMI	1255 ARAGON AVENUE	CORAL GABLES	FL	33134	MIAMI-DADE	56840	Not Required	FIRST BANK OF MIAMI	2468097
OK		Full Service	3742226	CORAL GABLES BRANCH	1255 ARAGON AVENUE	CORAL GABLES	FL	33134	MIAMI-DADE	365555	Not Required	FIRST BANK OF MIAMI	2468097
OK		Full Service	3742244	HIALEAH BRANCH	1255 WEST 49TH STREET	HIALEAH	FL	33012	MIAMI-DADE	43199	Not Required	FIRST BANK OF MIAMI	2468097
OK		Full Service	3742235	DOWNTOWN BRANCH	245 SE 1ST STREET	MIAMI	FL	33131	MIAMI-DADE	Not Required	Not Required	FIRST BANK OF MIAMI	2468097
OK		Full Service	4281928	KENDALL BRANCH	9851 NORTH KENDALL DRIVE	MIAMI	FL	33176	MIAMI-DADE	Not Required	Not Required	FIRST BANK OF MIAMI	2468097
OK		Full Service	3742217	WESTCHESTER BRANCH	1701 SW 8TH STREET	MIAMI	FL	33144	MIAMI-DADE	290438	Not Required	FIRST BANK OF MIAMI	2468097