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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, 2015

Month / Day / Year

N/A

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

I, **Brian Abercrombie**

Name of the Holding Company Director and Official

VP, CFO, and Director

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
First Chatsworth Bankshares, Inc.

Legal Title of Holding Company

701 North Third Avenue

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

Chatsworth

GA

30705

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.

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:

Brian Abercrombie

VP, CFO, and Director

Name

Title

706-695-9646

Area Code / Phone Number / Extension

706-517-5148

Area Code / FAX Number

Brian.Abercrombie@fnbcga.cm

E-mail Address

N/A

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

Signature of Holding Company Director and Official

03/22/2016

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 1084491

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

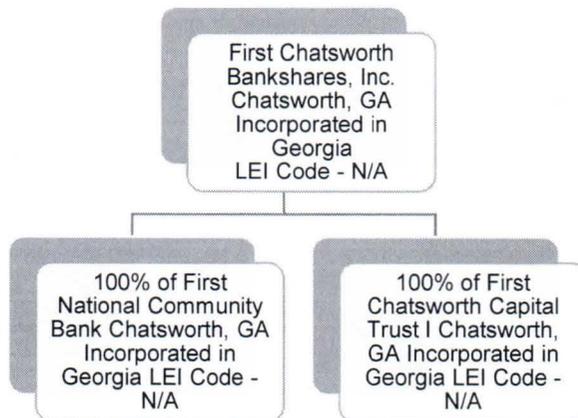
Form FR Y-6

First Chatsworth Bankshares, Inc.
Chatsworth, Georgia
Fiscal Year Ending December 31, 2015

Report Item 1

The bank holding company prepares an annual report for its securities holders. Mauldin & Jenkins, LLC audits and issues an opinion as to the fair representation of the financial position of First Chatsworth Bankshares, Inc. Copies of audited Financial Statements will follow.

Report Item 2a: Organizational Chart



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

Data Action	OK	OK	OK
Effective Date	3/15/2016	3/15/2016	3/15/2016
Branch Service Type	Full Service (Head Office)	Full Service	Limited Service
Branch ID_RSSD*	450632	2606536	328638
Popular Name	FIRST NATIONAL COMMUNITY BANK	DALTON OFFICE	ETON BRANCH, THE
Street Address	701 N THIRD AVE	362 NORTHGATE DRIVE	3400 HIGHWAY 411 NORTH
City	CHATSWORTH	DALTON	ETON
State	GA	GA	GA
Zip Code	30705	30721	30724
County	MURRAY	WHITFIELD	MURRAY
Country	UNITED STATES	UNITED STATES	UNITED STATES
FDIC UNINUM*	15342	254064	254062
Office Number*	0	3	1
Head Office	FIRST NATIONAL COMMUNITY BANK	FIRST NATIONAL COMMUNITY BANK	FIRST NATIONAL COMMUNITY BANK
Head Office ID_RSSD*	450632	450632	450632
Comments			

Report Item 3: Securities holders

Current securities holders with ownership, control, or holding 5% or more with power to vote as of 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
John H. Waters Chatsworth, GA, USA	USA	481,139 - 63.04% Common Stock (Personally) 33,270 - 4.36% Common Stock (Family) 514,409 - 67.40% Common Stock (Total)
Sun Investments, LLC Houston, TX, USA	USA	68,617 - 8.99% Common Stock

Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control, or holding 5 or more with power to vote during fiscal year ending 12-31-2015

(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
None	None	None



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First Chatsworth Bankshares, Inc.
Chatsworth, Georgia
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders

(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)
Bradford K. Rowe Chatsworth, GA USA	N/A	Director	Director (First National Community Bank)	N/A	0.11%	None	N/A
Brian Abercrombie Ellijay, GA USA	First National Community Bank	Director, Vice President, CFO, and Secretary	* Director (First National Community Bank) * CFO & SVP (First National Community Bank)	N/A	0.08%	None	N/A
J. Roland Harbin Chatsworth, GA USA	N/A	Chairman and Director	Director (First National Community Bank)	N/A	2.29%	None	N/A
James H. Phillips Dalton, GA USA	N/A	Director	N/A	* Partner of Ridgefield Properties, LLC * Partner of Fields Ferry Development	0.12%	None	* Ridgefield Properties, LLC - 33.3% * Fields Ferry Development - 50%
Jerry Petty Crandall, GA USA	Petty Dairy, Inc.	Director	Director (First National Community Bank)	Treasurer of Petty Dairy, Inc.	1.56%	None	N/A
Joey Lents Chatsworth, GA USA	Len Dal Carpets	Director	Director (First National Community Bank)	* Partner/VP of Sales for Len Dal Carpets * Partner of L & M Rentals * Owner of Lents Farms * Owner of Joey Lents Rentals	3.46%	None	* Len Dal Carpets - 26.55% * Lents Farms - 100% * Joey Lents Rentals - 100%
John H. Waters Chatsworth, GA USA	United Minerals & Properties DBA Cimbar Performance Minerals	Director	Chairman and Director (First National Community Bank)	* President of United Minerals & Properties DBA Cimbar Performance Minerals * Member of Cimbar Performance Minerals MV, LLC * Member of Cimbar Performance Minerals WV, LLC * Member of Cimbar Performance Minerals OH, LLC * President of Performatex, LLC * Member of C & A Grinding, LLC * President and Director of Badger Industries, Inc. * Member of Progreen Lime, LLC	63.04%	None	* United Minerals & Properties, Inc. - 100% * Peforma Tex, LLC - 52% * Cimbar Performance Minerals MV, LLC - 25% * Badger Industries, Inc. - 100%
K.W. Gong Chatsworth, GA USA	N/A	Director	Director (First National Community Bank)	N/A	2.36%	None	N/A
Lamar Dunn Chatsworth, GA USA	Insurance Service Corporation	Director	Director (First National Community Bank)	President & CEO of Insurance Service Corporation	1.98%	None	N/A

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First Chatsworth Bankshares, Inc.
Chatsworth, Georgia
Fiscal Year Ending December 31, 2015

Laurice Tatum Dalton, GA USA	First National Community Bank	Director, President, and CEO	* Director (First National Community Bank) * President & CEO (First National Community Bank)	* Owner of Venus Properties, LLC	1.23%	None	* Venus Properties, LLC - 100%
Mona G. Linder Chatsworth, GA USA	N/A	Director	Director (First National Community Bank)	N/A	0.26%	None	N/A
Stacy Tomblin Rydal, GA USA	United Minerals & Properties DBA Cimbar Performance Minerals	Director	Director (First National Community Bank)	* CFO of United Minerals & Properties DBA Cimbar Performance Minerals * CFO of Cimbar Performance Minerals MV, LLC * CFO of Cimbar Performance Minerals WV, LLC * CFO of Performatex, LLC * CFO of C & A Grinding, LLC * CFO of Cimbar Performance Minerals Inc. * Director of Cimbar Performance Minerals MV, LLC	0.31%	None	N/A

 **REVISED**
4/1/16