



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, 2014

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

I, John M. Barrett
Name of the Holding Company Director and Official
President / Chief Executive Officer
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
First Citrus Bancorporation, Inc.
Legal Title of Holding Company
10824 N Dale Mabry Highway
(Mailing Address of the Holding Company) Street / P.O. Box
Tampa FL 33618
City State Zip Code
N/A

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.

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:
John T. Linton EVP/CFO
Name Title

[Signature]
Signature of Holding Company Director and Official
3/31/15
Date of Signature

813-792-7177
Area Code / Phone Number / Extension
N/A
Area Code / FAX Number
jinton@firstcitrus.com
E-mail Address
www.firstcitrus.com
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

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C.I. _____

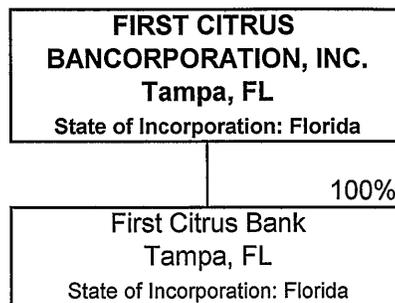
Form FR Y-6

**First Citrus Bancorporation, Inc.
Tampa, Florida
Fiscal Year Ending December 31, 2014**

Report Item

1: The bank holding company prepares an annual report for its securities holders.
The annual report will be sent under separate cover when completed.

2a: Organizational Chart



2b: Submitted via email on 3/31/2015

Results: A list of branches for your depository institution: FIRST CITRUS BANK (ID_RSSD: 2765602).
 This depository institution is held by FIRST CITRUS BANCORPORATION, INC. (3547841) of TAMPA, FL.
 The data are as of 12/31/2014. Data reflects information that was received and processed through 01/07/2015.

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	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	2765602	FIRST CITRUS BANK	10824 NORTH DALE MABRY HIGHWAY	TAMPA	FL	33618	HILLSBOROUGH	UNITED STATES	61962	0	FIRST CITRUS BANK	2765602	
OK		Full Service	3723056	BRANDON BRANCH	1314 OAKFIELD DRIVE	BRANDON	FL	33511	HILLSBOROUGH	UNITED STATES	363078	2	FIRST CITRUS BANK	2765602	
OK		Full Service	3723047	CITRUS PARK BRANCH	13850 SHELDON ROAD	TAMPA	FL	33626	HILLSBOROUGH	UNITED STATES	447866	4	FIRST CITRUS BANK	2765602	
OK		Full Service	3952959	KENNEDY OFFICE	4302 WEST KENNEDY BLVD	TAMPA	FL	33609	HILLSBOROUGH	UNITED STATES	492919	5	FIRST CITRUS BANK	2765602	
OK		Full Service	3722992	SOUTH TAMPA BRANCH	4240 HENDERSON BOULEVARD	TAMPA	FL	33629	HILLSBOROUGH	UNITED STATES	440148	3	FIRST CITRUS BANK	2765602	

OK
 -SPR

Form FR Y-6

**First Citrus Bancorporation, Inc.
Tampa, Florida
Fiscal Year Ending December 31, 2014**

Report Item 3: Securities holders
(1) (a)(b)(c) and (2) (a)(b)(c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12/31/2014			Shareholders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12/31/2014		
(1) (a) Name & Address (City, State, Country)	(1) (b) Country of Citizenship or Incorporation	(1) (c) Number and Percentage of Each Class of Voting Securities	(2) (a) Name & Address (City, State, Country)	(2) (b) Country of Citizenship or Incorporation	(2) (c) Number and Percentage of Each Class of Voting Securities
John M. Barrett Tampa, FL, USA	USA	58,001 4% - Common Stock 48,724 3% - Options on Common Stock	NONE		

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First Citrus Bancorporation, Inc.
Tampa, Florida
Fiscal Year Ending December 31, 2014

Report Item 4: Insiders
(1), (2), (3) (a)(b)(c)

(1) Names & Address (City, State Country)	(2) Principal Occupation if other than with Bank Holding Company	(3) (a) Title & Position with Bank 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 Bank Holding Company	(4) (b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4) (c) List of other companies (includes partnerships) if 25% or more of voting securities are held (list names of companies and percentage of voting securities held)
C. Russell Adams Land O' Lakes, FL, USA	Business Owner Realtor	Director	Director (First Citrus Bank)	President Russell Adams Realty, Inc.	1%	N/A	50% Russell Adams Realty, Inc.
Michael Adcock Tampa, FL, USA	Business Owner Insurance	Director & Chairman	Director & Chairman (First Citrus Bank)	President Adcock-Adcock Insurance Agency, Inc.	2%	N/A	90% Adcock-Adcock Insurance Agency, Inc.
John M. Barrett Tampa, FL, USA	N/A	Director President & CEO	Director President & CEO (First Citrus Bank)	N/A	7%	N/A	N/A
Jack Geller Clearwater, FL, USA	Attorney	Director	Director (First Citrus Bank)	Partner Harper, Kynes, Geller Buford, P.A.	3%	N/A	N/A
James G. Hatton Tampa, FL, USA	Business Owner Construction/Engineering	Director	Director (First Citrus Bank)	President & CEO BCI Industries, Inc. Sun Metals Systems, Inc.	2%	N/A	100% BCI Industries, Inc. Sun Metals Systems, Inc.
Rodney O. Horton Oldsmar, FL, USA	Business Owner Manufacturer	Director	Director (First Citrus Bank)	President Med Ops, Inc.	3%	N/A	100% MedOp, Inc.
Gerald L. Kolar Tampa, FL, USA	Business Owner Computer Equipment	Director	Director (First Citrus Bank)	President Kolar Systems International	4%	N/A	100% Kolar Systems International
John T. Linton Tampa, FL, USA	N/A	Executive Officer CFO	Director EVP & CFO (First Citrus Bank)	N/A	2%	N/A	N/A
J. Roger Moyer	Retired Banker	Director	Director (First Citrus Bank)	N/A	0.50%	N/A	N/A
Scott M. Shimberg Tampa, FL, USA	Business Owner Builder	Director	Director (First Citrus Bank)	President & CEO Hyde Park Builders, Inc.	1%	N/A	100% Hyde Park Builders, Inc.