

Board of Governors of the Federal Reserve System

# Annual Report of Holding Companies—FR

## 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

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

31/12/2014

Month / Day / Year

N/A

Reporter's Name, Street, and Mailing Address

First Green Bancorp, Inc.

Legal Title of Holding Company

18251 US Hwy 441

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

Mount Dora

FL

32757

City

State

Zip Code

I, Kenneth E. LaRoe

Name of the Holding Company Director and Official

First Green Bancorp, Inc.

Title of the Holding Company Director and Official

attest that the

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

Person to whom questions about this report should be directed:

Melissa Atkins

EVP/CFO/COO

Name

Title

352-483-9919

Area Code / Phone Number / Extension

352-483-9919

Area Code / FAX Number

melissa@firstgreenbank.com

E-mail Address

Signature of Holding Company Director and Official

30/3/2015

Date of Signature

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

### For holding companies

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

4440248

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:  
4(4)(c)
  - 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 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.

First Green Bank  
Legal Title of Subsidiary Holding Company  
18251 US Hwy 441  
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box  
Mount Dora FL 32757  
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)

Legal Title of Subsidiary Holding Company  
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box  
City State Zip Code

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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

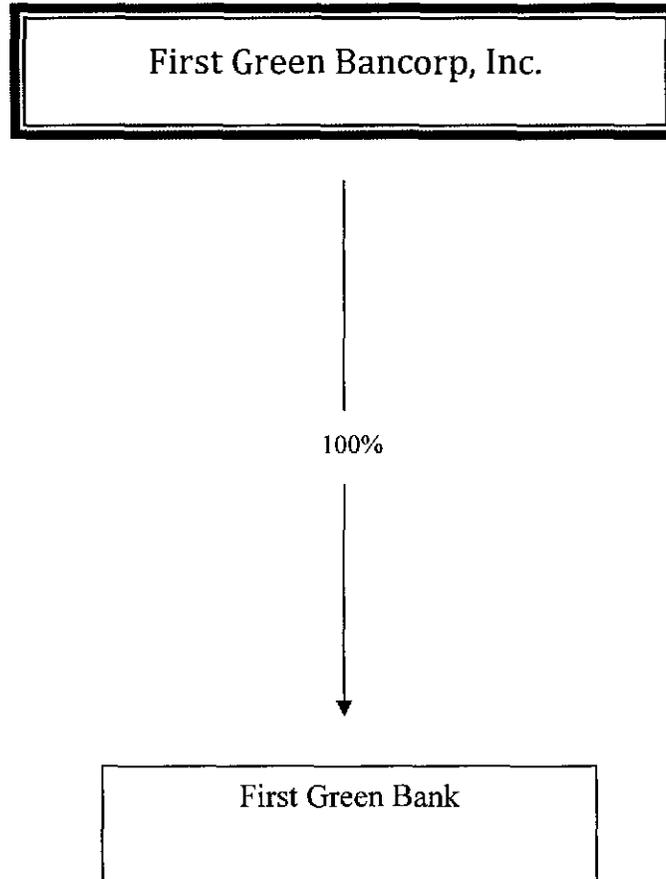
Physical location (if different from mailing address)

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)

Form FR Y-6

As of December 31, 2014  
First Green Bancorp, Inc.  
Mount Dora, FL  
Report Item 2(a): Organization Chart



Form FR Y-6  
 First Green Bancorp, Inc.  
 Mount Dora, FL  
 As of December 31, 2014  
 Report Item 2(b): Domestic Branch Listing

**Results:** A list of branches for your depository institution: First Green Bank (ID\_RSSD: \_\_\_\_\_).  
 This depository institution is held by First Green Bancorp, Inc. (3958988) of Mount Dora, FL.  
 The data are as of 12/31/2014. Data reflects information that was received and processed through 12/31/2014.

**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.

**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.

<b>Data Action</b>	<b>Effective Date</b>	<b>Branch Service Type</b>	<b>Branch ID_RSSD*</b>	<b>Popular Name</b>	<b>Street Address</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>	<b>County</b>	<b>FDIC UNINUM*</b>	<b>Office Number*</b>	<b>Head Office</b>	<b>Head Office ID_RSSD*</b>
OK		Full Service	3900950	First Green Bank	18251 US Hwy 441	Mount Dora	FL	32757	Lake	58874	1	Yes	3900950

Form FR Y-6  
 First Green Bancorp, Inc.  
 Mount Dora, FL  
 As of December 31, 2014  
 Report Item 3: Securities Holders

<b><u>Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending December 31, 2014</u></b>		
<b><u>1(a): Name, city and state/country (do not include the street address or social security number)</u></b>	<b><u>1(b): Country of citizenship (if an individual) or country of incorporation (if a company)</u></b>	<b><u>1(c): Number of securities and percentage of each class of voting securities owned, controlled, or held with power to vote (listing separately the number of options, warrants or other securities or rights) or, in the case of a partnership, the proportionate interest.</u></b>
Kenneth E. LaRoe Eustis, FL 32726	USA	185,637 - 5.54%

For purposes of all percentage ownership calculations included in this Form FR Y-6 for the year ended December 31, 2014, percentage ownership is based on 3,352,310 issued and outstanding shares as of December 31, 2014

First Green Bancorp, Inc.  
 Mount Dora, FL  
 As of December 31, 2014  
 Report Item 3: Securities Holders

<b><u>Shareholders not listed in Report Item 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 December 31, 2014</u></b>		
<b><u>2(a): Name, city and state/country (do not include the street address or social security number)</u></b>	<b><u>2(b): Country of citizenship (if an individual) or country of incorporation (if a company)</u></b>	<b><u>2(c): Number of securities and percentage of each class of voting securities owned, controlled, or held with power to vote (listing separately the number of options, warrants or other securities or rights) or, in the case of a partnership, the proportionate interest.</u></b>
N/A		

Form FR Y-6  
 First Green Bancorp, Inc.  
 Mount Dora, FL  
 As of December 31, 2014  
 Report Item 4: Insiders

**\* Confidential Exhibit**

<p>(1) Name, city and state/country (do not include street address or social security number)</p>	<p>(2) Principal occupation, if other than with the bank holding company</p>	<p>(3) Title or position with: (a) the banking holding company</p>	<p>(3) Title or position with: (b) all direct and indirect subsidiaries</p>	<p>(3) Title or position with: (c) any other company in which the person is a director, trustee, partner, or executive officer</p>	<p>(4) Percentage of each class of voting securities owned, controlled, or held with power to vote in: (a) the bank holding company</p>	<p>(4) Percentage of each class of voting securities owned, controlled, or held with power to vote in: (b) direct and indirect subsidiaries (including the name of the subsidiary(ies))</p>	<p>(4) Percentage of each class of voting securities owned, controlled, or held with power to vote in: (c) any other company, if 25 percent or more of its outstanding voting securities or proportionate interest in a partnership are held. List the name of the company and the percentage of voting securities owned, controlled, or held with power to vote.</p>
<p>Scott Ales, Eustis, FL, USA</p>	<p>Self-Employed – ThaList, LLC</p>	<p>Director</p>	<p>N/A</p>	<p><b>Hangar Ventures LLC - Member</b>  <b>Live List LLC - Member</b>  <b>ThaList LLC - Member</b>  <b>The Shop LLC -Member</b>  <b>S.D. Enterprises Inc. dba Scott Ales Inc. - President</b>  <b>Dawson Aviation Inc. – President/Director</b></p>	<p>.35%</p>	<p>N/A</p>	<p>*</p>
<p>Shannon McLin Carlyle, Leesburg, FL, USA</p>	<p>Attorney at The Carlyle Appellate Law Firm</p>	<p>Director</p>	<p>N/A</p>	<p><b>The Carlyle Appellate Law Firm - Shareholder</b>  <b>McCarlyle Holdings, LLC – Managing Member</b>  <b>Friendly Grouper Investments, LLC – Managing Member</b>  <b>BBC Land Company, LLC – Managing Member</b>  <b>Pinetree Lake, LLC</b>  <b>Hans &amp; Cay Jacobsen Foundation – Director</b>  <b>The McClin Family Foundation, Inc. - Director</b></p>	<p>.95%</p>	<p>N/A</p>	<p>*</p>

Joel Hunter, Casselberry, FL, USA	Senior Pastor	Director	N/A	N/A	.16%	N/A	N/A
Kenneth LaRoe, Eustis, FL, USA	CEO of First Green Bank	CEO/Director	CEO of First Green Bank	<b>The Shop, LLC – Member</b> <b>Land Grab, LLC – Member</b> <b>44 East, LLC – Managing Member</b> <b>Land Grab II, LLC – Managing Member</b> <b>1301 S. Bay, LLC – Managing Member</b> <b>Carter Jones Road, LLC – Managing Member</b> <b>Loanz Boyz – Managing Member</b> <b>Mellow Fellows, LLC – Member</b> <b>Mellow Mt. Dora, LLC – Member</b> <b>Enchanted Forest Property Owners Association, Inc. – Director</b> <b>Global Alliance on Banking and Values – Director</b> <b>Brain Injury Association - Director</b>	5.54%	N/A	*
C. Michael LaRoe, Mount Dora, FL, USA	Self-Employed	Director	N/A	<b>JayRay Properties, LLC – Managing Member</b> <b>The Shop, LLC – Member</b> <b>Land Grab, LLC – Member</b> <b>Land Grab II, LLC – Member</b> <b>Enchanted Forest Property Owners Association, Inc. – Director</b>	1.70%	N/A	*
Robert L. Purdon, M.D. Deland, FL USA	Radiation Oncologist at Florida Hospital Cancer Institute	Director	N/A	<b>Heartland Oncology Partners, LLC – Manager</b> <b>Lake Cancer Care Center, Inc. – President</b> <b>Florida Oncology Management Services, Inc. – President</b> <b>Green, Brown and Docs, LLC</b>	2.94%	N/A	*
Ted Haddock Orlando, FL USA	Executive Director for The Haddock Family Foundation	Director	N/A	N/A	3.58%	N/A	N/A
J. Brock McClane Orlando, FL USA	Attorney at Fisher Rushmer, P.A.	Director	N/A	<b>MTLF 1, LLC – Managing Member</b> <b>MTLF 2, LLP – Partner</b> <b>Glacier Equities, LLC – Managing Member</b> <b>Glacier Capital LLP – Partner</b> <b>Glacier Retreat LLP - Partner</b> <b>LTA Capital – Manager</b> <b>Rival Athletics – Manager</b> <b>Ocean Blue Securities – Manager</b> <b>Ocean Blue Capital I, II, III, IV, V, VI, VII, VIII – Manager</b> <b>Livingston Properties – Manager;</b> <b>Livingston Commons Condominium Association, Inc. – Director</b> <b>3N2, LLC – Manager</b> <b>McClane Partnership Law Firm, P.A. – Director;</b> <b>Sungate Florida, LLC – Manager</b>	3.25%	N/A	*

				<b>Sungate, Inc. – President</b> <b>Sungate Trust I – Trustee</b> <b>Sungate Trust II – Trustee</b> <b>Ulrike Hemmerich Qualified Domestic Trust – Trustee</b> <b>Haddock Family Insurance Trust - Trustee</b> <b>Global Connections Foundation, Inc. – Director</b> <b>Ocean Blue Foundation, Inc. - Director</b>			
Paul Rountree, Clermont, FL, USA	President at First Green Bank	Director/President	President at First Green Bank	<b>SLV13, LLC – Member</b> <b>Community Foundation of South Lake – Member</b> <b>South Lake Hospital District Board - Member</b>	.80%	N/A	*
John Schmid, Montverde, FL, USA	President at Schmid Construction	Director	N/A	<b>CSL Medical</b> <b>Schmid Construction, Inc.</b> <b>SLV13, LLC - Member</b> <b>SD Partnership, LLC – Managing Member</b> <b>University Village Clermont Developers, LLC</b> <b>Florida Plaza Property Owner's Association, Inc.</b> <b>Schmid Foundations, Inc. - Director</b>	1.06%	N/A	*
Randall Strode, Longwood, FL, USA	President at Agri-Starts	Director	N/A	<b>Agri-Starts, Inc. – President</b>	1.07%	N/A	*
David Weyn, Howey-in-the-Hills, FL, USA	Partner at Radiology Assoc. of Cent. FL	Director	N/A	<b>Whispering Winds, LLC – Member</b> <b>Imaging Real Estate One, LLC – Member</b> <b>Imaging Real Estate Five, Inc. – Member</b> <b>CD Links Properties, LLC – Member</b> <b>Mellow Fellows, LLC – Managing Member</b> <b>Mellow Mount Dora, LLC – Managing Member</b> <b>Enchanted Forest Property Owners Association, Inc. – Director</b> <b>Weyn's World Vehicle, LLC – Managing Member</b> <b>Weyn Family, LLC – Managing Member</b> <b>Weyn's World Properties, LLC – Managing Member</b>	2.54%	N/A	*
Melissa Atkins Mount Dora, FL USA	EVP/CFO/COO of First Green Bank	EVP/CFO	EVP/CFO/COO of First Green Bank	N/A	.18%	N/A	N/A