

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

AUG 01 2016

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.

I, Melissa Atkins

Name of the Holding Company Director and Official

EVP/COO

Title of the Holding Company Director and Official

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.

Signature of Holding Company Director and Official

07/28/2016

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 4440248
C.I. _____

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)

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

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Melissa Atkins EVP/COO

Name Title

352-483-9919

Area Code / Phone Number / Extension

352-483-9919

Area Code / FAX Number

melissa@firstgreenbank.com

E-mail Address

www.firstgreenbank.com

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

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)

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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

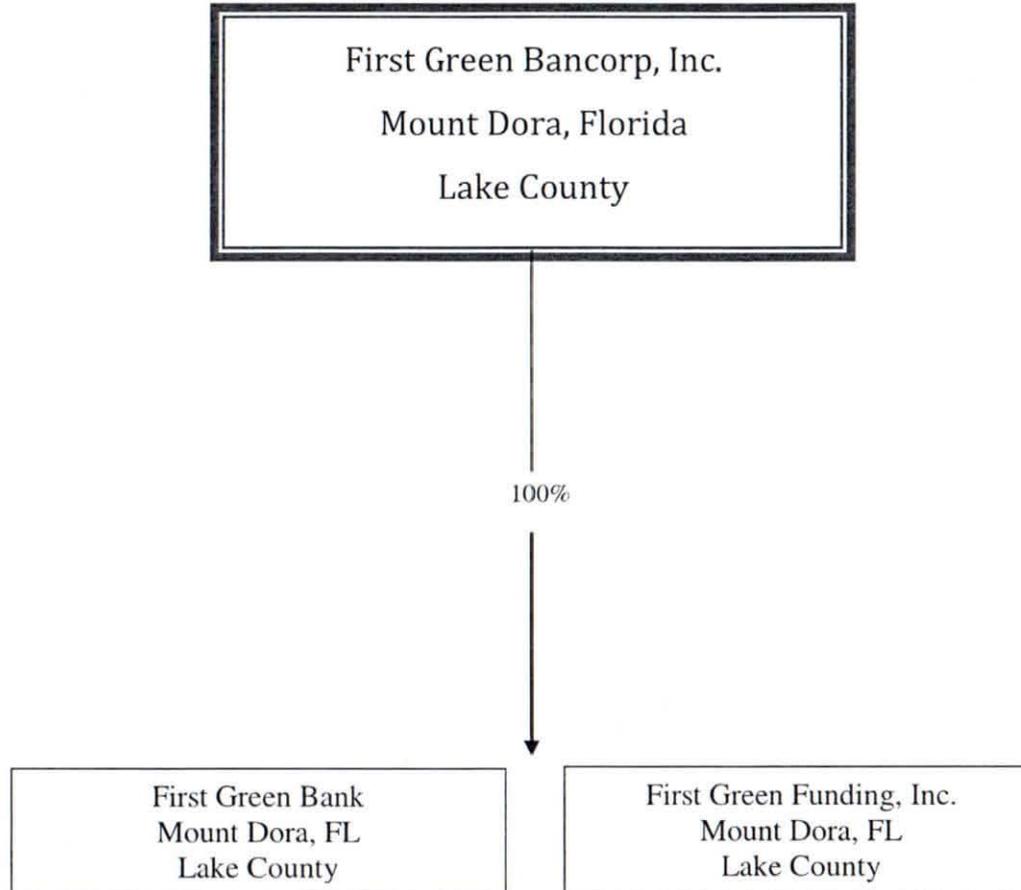
City

State

Zip Code

Physical Location (if different from mailing address)

Form FR Y-6
As of December 31, 2015
First Green Bancorp, Inc.
Mount Dora, Florida
No LEI
Report Item 2(a): Organization Chart



Form FR Y-6
 First Green Bancorp, Inc.
 Mount Dora, Florida
 As of December 31, 2015
 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 12/31/2015. Data reflects information that was received and processed through 12/31/2015.

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.

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	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*
OK		Full Service	3900950	First Green Bank	18251 US Hwy 441	Mount Dora	FL	32757	Lake	58874	1	No	3900950

Form FR Y-6
 First Green Bancorp, Inc.
 Mount Dora, FL
 As of December 31, 2015
 Report Item 3: Securities Holders

<u>Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending December 31, 2015</u>		
<u>I(a): Name, city and state/country (do not include the street address or social security number)</u>	<u>I(b): Country of citizenship (if an individual) or country of incorporation (if a company)</u>	<u>I(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>
First Green Trust Winter Park, FL	USA	307,390 - 7.69%
Ocean Blue Capital LLC IV Orlando, FL	USA	218,000 – 5.45%

For purposes of all percentage ownership calculations included in this Form FR Y-6 for the year ended December 31, 2015, percentage ownership is based on 3,997,945 issued and outstanding shares as of December 31, 2015



First Green Bancorp, Inc.
 Mount Dora, FL
 As of December 31, 2015
 Report Item 3: Securities Holders

<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, 2015</u>		
<u>2(a): Name, city and state/country (do not include the street address or social security number)</u>	<u>2(b): Country of citizenship (if an individual) or country of incorporation (if a company)</u>	<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>
Kenneth E. LaRoe Eustis, FL	USA	183,347 – 4.59%

*** See Confidential Exhibit ***

Form FR Y-6
 First Green Bancorp, Inc.
 Mount Dora, FL
 As of December 31, 2015
 Report Item 4: Insiders

(1) Name, city and state/country (do not include street address or social security number)	(2) Principal occupation, if other than with the bank holding company	(3) Title or position with: (a) the banking holding company	(3) Title or position with: (b) all direct and indirect subsidiaries	(3) Title or position with: (c) any other company in which the person is a director, trustee, partner, or executive officer	(4) Percentage of each class of voting securities owned, controlled, or held with power to vote in: (a) the bank holding company	(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(s))	(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.
Scott Ales, Eustis, FL, USA	Self-Employed – ThaList, LLC	Director	Director First Green Bank	Hangar Ventures LLC - Member Live List LLC - Member ThaList LLC - Member S.D. Enterprises Inc. dba Scott Ales Inc. - President Dawson Aviation Inc. – President/Director East Crooked Lake Club, Inc. – President Orlando – Apopka South Condo Association Inc. - Director	.35%	N/A	*
Shannon McLin Carlyle, Leesburg, FL, USA	Attorney at The Carlyle Appellate Law Firm	Director	Director First Green Bank	The Carlyle Appellate Law Firm - Shareholder McCarlyle Holdings, LLC – Managing Member Friendly Grouper Investments, LLC – Managing Member BBC Land Company, LLC – Managing Member Hans & Cay Jacobsen Foundation – Director The McClin Family Foundation, Inc. - Director	.95%	N/A	*

REVISED
 7/29/16

** See Confidential Exhibit **

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



*** See Confidential Exhibit ***

				<p align="center"> Sungate, Inc. – President Sungate Trust I – Trustee Sungate Trust II – Trustee Ulrike Hemmerich Qualified Domestic Trust – Trustee Haddock Family Insurance Trust - Trustee Global Connections Foundation, Inc. – Director Ocean Blue Foundation, Inc. – Director Legal Holdings, P.A. - President </p>			
<p>Randall Strode, Longwood, FL, USA</p>	<p>President at Agri-Starts</p>	<p>Director</p>	<p>Director First Green Bank</p>	<p align="center"> Agri-Starts, Inc. – President Richgene LLC – Member </p>	<p>1.07%</p>	<p>N/A</p>	<p align="center">*</p>
<p>David Weyn, Howey-in-the- Hills, FL, USA</p>	<p>Partner at Radiology Assoc. of Cent. FL</p>	<p>Director</p>	<p>Director First Green Bank</p>	<p align="center"> Imaging Real Estate One, LLC – Managing Member Imaging Real Estate Five, Inc. – Managing Member CD Links Properties, LLC – Managing Member Mellow Fellows, LLC – Managing Member Mellow Mount Dora, LLC – Managing Member Enchanted Forest Property Owners Association, Inc. – Director Weyn’s World Vehicle, LLC – Managing Member Weyn Family, LLC – Managing Member Weyn’s World Properties, LLC – Managing Member </p>	<p>2.54%</p>	<p>N/A</p>	<p align="center">*</p>
<p>Melissa Atkins Mount Dora, FL USA</p>	<p>EVP/CFO/ COO of First Green Bank</p>	<p>EVP/CFO</p>	<p>EVP/CFO/ COO of First Green Bank</p>	<p align="center"> First Green Funding, Inc. - Officer </p>	<p>.18%</p>	<p>N/A</p>	<p align="center">*</p>