



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, 2013

Month / Day / Year

I, **BILLY GANN, PRESIDENT CEO**

Reporter's Name, Street, and Mailing Address

FIRST NORTHWEST FLORIDA HOLDING COMPANY

Legal Title of Holding Company

101 EAST 23RD STREET

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

PANAMA CITY FL 32405

City State Zip Code

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.

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:

CORISSA OYLER ACCOUNTING MANAGER

Name Title

8507693207

Area Code / Phone Number / Extension

8507857096

Area Code / FAX Number

COYLER@FNBFWFL.COM

E-mail Address

WWW.FNBFWFL.COM

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

Signature of Holding Company Director and Official

Billy Gann
01/31/2014

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 **1246784**
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

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.

Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)
Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
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City State Zip Code	City State Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)

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**First Northwest Florida Holding Company
Panama City, Florida
Fiscal Year Ending December 31, 2013**

Report Item 1:

- a. The BIIC is not required to prepare form 10K with the SEC.
- b. Please see attached financial statement.

Report Item 2:

- a. First Northwest Florida Holding Company owns 100% of First National Bank Northwest Florida. Both corporations are located at 101 East 23rd Street Panama City, Florida 32405 and Incorporated in the State of Florida.
- b. Please see attached Domestic Branch Listing.

Report Item 3:

1. Shareholders with 5% or more: Albert P. Qualls, Jr.
Fort Walton Beach, Florida
United States of America
U.S. Citizenship
Controls 1,500,737 shares (99.965%) common stock
2. None.

Report Item 4:

Please see attached table.

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First Northwest Florida Holding Company
Panama City, Florida
Fiscal Year Ending December 31, 2013

Report Item 4: Directors and Officers

(1) Name & Address	(2) Principal Occupation if other than with BHC	(3)(a) Title & Position with BHC	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with other Businesses	(4)(a) Percentage of Voting Shares in BHC	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) List names of other companies (include partnerships) if 25% or more voting securities held
Albert P. Qualls, Jr. Ft. Walton Bch., FL	Banker Real Estate Investor	Director, Chairman of the Board – First Northwest Florida Holding Company	Director, Chairman of the Board – First National Bank Northwest Florida	<ul style="list-style-type: none"> ◆ Conquistador R/E– President ◆ Blue Horizon R/E President ◆ Poldon – President ◆ Quallsco – President 	1,500,737 shares Common Stock 99.965%	NA	<ul style="list-style-type: none"> ◆ Conquistador R/E Investmentl – 100% ◆ Blue Horizon R/E Investmentl – 100% ◆ Poldon – 100% ◆ Quallsco Management– 100%
Billy L. Gann Panama City, FL	<p>Director, President & CEO of First Northwest Florida Holding Company</p> <p>Director, President & CEO of First National Bank Northwest Florida</p>	Director, President & CEO – First Northwest Florida Holding Company	Director, President & CEO – First National Bank Northwest Florida	None	105 Shares Common Stock 0.00699%	NA	None
Angie Barger Chipley, FL	Director, COO – First National Bank Northwest Florida	Secretary, Treasurer – First Northwest Florida Holding Company	<p>Director– First National Bank Northwest Florida Board</p> <p>COO – First National Bank Northwest Florida</p>	None	105 Shares Common Stock 0.00699%	NA	None