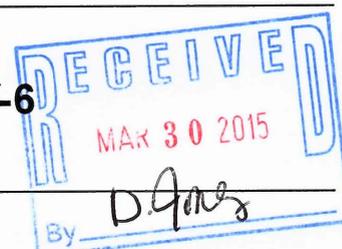


Board of Governors of the Federal Reserve System



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, Patti W. Steele

Name of the Holding Company Director and Official

President and Chief Executive Officer

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address  
 First Volunteer Corporation

Legal Title of Holding Company

728 Broad Street

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

Chattanooga	TN	37402
City	State	Zip Code

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:  
 Sarah E. Myers Vice President

Name Title  
 423-668-4670  
 Area Code / Phone Number / Extension  
 423-668-4675  
 Area Code / FAX Number  
 sarah.myers@firstvolunteer.com  
 E-mail Address

*Patti W. Steele*

Signature of Holding Company Director and Official

3-25-15

Date of Signature

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

For Federal Reserve Bank Use Only

RSSD ID 108716  
 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.

Not Applicable

Legal Title of Subsidiary Holding Company

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(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)

---

Legal Title of Subsidiary Holding Company

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

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City State Zip Code

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Physical Location (if different from mailing address)

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City State Zip Code

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Physical Location (if different from mailing address)

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City State Zip Code

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Physical Location (if different from mailing address)

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City State Zip Code

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Physical Location (if different from mailing address)

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Legal Title of Subsidiary Holding Company

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

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City State Zip Code

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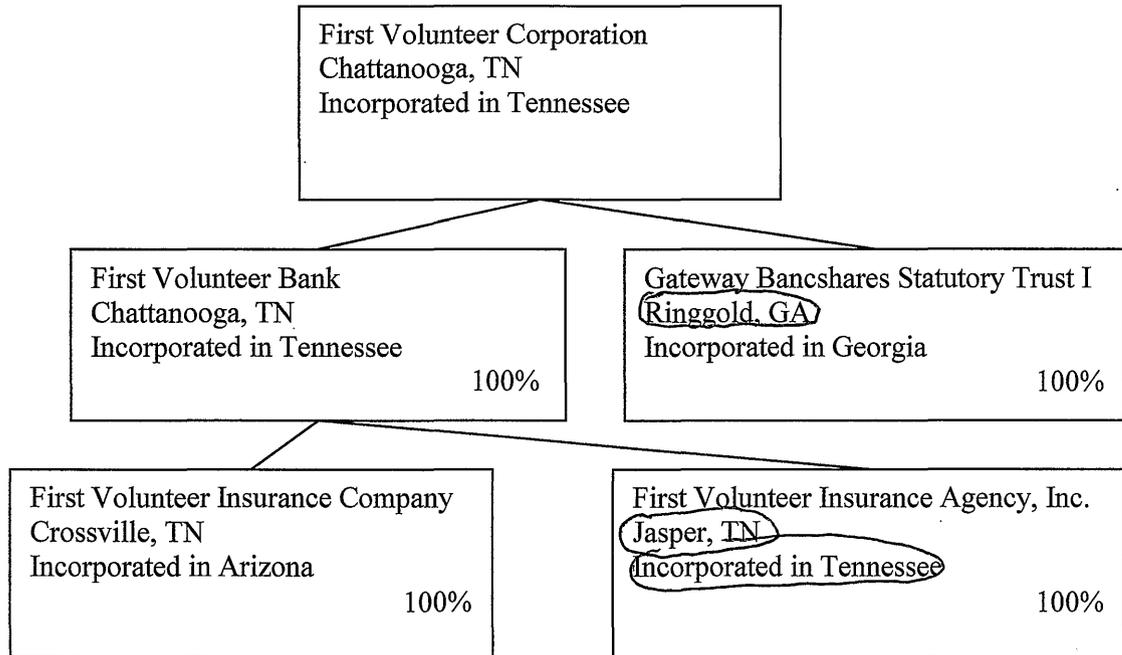
Physical Location (if different from mailing address)

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**Form FRY-6**  
**First Volunteer Corporation**  
**Chattanooga, Tennessee**  
**Fiscal Year Ending December 31, 2014**

Report Item

- 1: The bank holding company prepares an annual report for its shareholders and is not registered with the SEC. Copies of the annual report will be sent under a separate cover.
- 2a: Organizational Chart



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

Results: A list of branches for your depository institution: FIRST VOLUNTEER BANK (ID\_RSSD: 234739).  
 This depository institution is held by FIRST VOLUNTEER CORPORATION (1081716) of CHATTANOOGA, TN.  
 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)	234739	FIRST VOLUNTEER BANK	728 BROAD STREET	CHATTANOOGA	TN	37402	HAMILTON	UNITED STATES	6601		0	FIRST VOLUNTEER BANK	234739	
Change	NA - Correction	Full Service	2968878	FORT OGLETHORPE BRANCH	769 BATTLEFIELD PARKWAY	FORT OGLETHORPE	GA	30742	CATOOSA	UNITED STATES	364113		30	FIRST VOLUNTEER BANK	234739 Removed "office" in popular name	
Change	NA - Correction	Full Service	3611797	LAFAYETTE BRANCH	2329 NORTH MAIN STREET	LAFAYETTE	GA	30728	WALKER	UNITED STATES	467488		31	FIRST VOLUNTEER BANK	234739 Removed "office" in popular name and space between "La Fayette" in city name	
OK		Full Service	2388784	RINGOLD BRANCH	5102 ALABAMA HIGHWAY	RINGOLD	GA	30736	CATOOSA	UNITED STATES	56998		29	FIRST VOLUNTEER BANK	234739	
OK		Full Service	675239	BENTON BRANCH	219 WARD STREET	BENTON	TN	37307	POLK	UNITED STATES	6863		23	FIRST VOLUNTEER BANK	234739	
OK		Limited Service	4106133	BENTON MOTOR BANK BRANCH	6219 HIGHWAY 411	BENTON	TN	37307	POLK	UNITED STATES	Not Required	Not Required			FIRST VOLUNTEER BANK	234739
OK		Full Service	2783754	GUNBARREL ROAD BRANCH	1834 GUNBARREL ROAD	CHATTANOOGA	TN	37421	HAMILTON	UNITED STATES	222182		7	FIRST VOLUNTEER BANK	234739	
OK		Full Service	3174135	HIGHWAY 58 BRANCH	4757 HIGHWAY 58	CHATTANOOGA	TN	37416	HAMILTON	UNITED STATES	366119		22	FIRST VOLUNTEER BANK	234739	
OK		Full Service	1216965	SHALLOWFORD BRANCH	6825 SHALLOWFORD ROAD	CHATTANOOGA	TN	37421	HAMILTON	UNITED STATES	257680		6	FIRST VOLUNTEER BANK	234739	
OK		Full Service	386535	CLARKRANGE BRANCH	6882 SOUTH YORK HIGHWAY	CLARKRANGE	TN	38553	FENTRESS	UNITED STATES	252337		13	FIRST VOLUNTEER BANK	234739	
OK		Full Service	2978381	COOKEVILLE BRANCH	351 SOUTH WILLOW AVENUE	COOKEVILLE	TN	38501	PUTNAM	UNITED STATES	359635		15	FIRST VOLUNTEER BANK	234739	
OK		Full Service	780535	ETOWAH BRANCH	515 N. TENNESSEE AVENUE	ETOWAH	TN	37331	MCMINN	UNITED STATES	1576		8	FIRST VOLUNTEER BANK	234739	
Change	NA - Correction	Full Service	755739	HIXSON BRANCH	5109 HIXSON PIKE	HIXSON	TN	37343	HAMILTON	UNITED STATES	257679		5	FIRST VOLUNTEER BANK	234739 Removed "Northgate" in popular name	
OK		Full Service	417635	JACKSBORO BRANCH	301 MAIN STREET	JACKSBORO	TN	37757	CAMPBELL	UNITED STATES	964		16	FIRST VOLUNTEER BANK	234739	
OK		Full Service	509334	JAMESTOWN BRANCH	318 NORTH MAIN STREET	JAMESTOWN	TN	38556	FENTRESS	UNITED STATES	14616		12	FIRST VOLUNTEER BANK	234739	
OK		Full Service	3727205	JASPER BRANCH	105 BETSY PACK DRIVE	JASPER	TN	37347	MARION	UNITED STATES	17215		4	FIRST VOLUNTEER BANK	234739	
OK		Full Service	2236942	JELICO BRANCH	189 FIFTH STREET	JELICO	TN	37762	CAMPBELL	UNITED STATES	3283		17	FIRST VOLUNTEER BANK	234739	
Change	NA - Correction	Full Service	3075700	CALLAHAN DRIVE BRANCH	2367 CALLAHAN DRIVE	KNOXVILLE	TN	37912	KNOX	UNITED STATES	362445		20	FIRST VOLUNTEER BANK	234739 Removed "office" in popular name and added "branch"	
OK		Full Service	2578987	LAFOLLETTE BRANCH	244 EAST CENTRAL AVENUE	LA FOLLETTE	TN	37766	CAMPBELL	UNITED STATES	189538		19	FIRST VOLUNTEER BANK	234739	
OK		Full Service	2740038	NORTH LOCUST BRANCH	1401 NORTH LOCUST AVENUE	LAWRENCEBURG	TN	38464	LAWRENCE	UNITED STATES	257928		11	FIRST VOLUNTEER BANK	234739	
OK		Full Service	3727214	MONTEREY BRANCH	210 EAST COMMERCIAL AVENUE	MONTEREY	TN	38574	PUTNAM	UNITED STATES	190020		21	FIRST VOLUNTEER BANK	234739	
OK		Full Service	975733	OCOEE BRANCH	137 HIGHWAY 64	OCOEE	TN	37361	POLK	UNITED STATES	222902		24	FIRST VOLUNTEER BANK	234739	
Change	NA - Correction	Full Service	300830	SOUTH PITTSBURG BRANCH	131 SOUTH CEDAR AVENUE	SOUTH PITTSBURG	TN	37380	MARION	UNITED STATES	222181		3	FIRST VOLUNTEER BANK	234739 Removed "h" in the spelling of the popular name "Pittsburg"	
OK		Full Service	279833	SUMMERTOWN BRANCH	106 HIGHWAY 20	SUMMERTOWN	TN	38483	LAWRENCE	UNITED STATES	250468		10	FIRST VOLUNTEER BANK	234739	
OK		Full Service	418137	WHITWELL BRANCH	13108 HIGHWAY 28	WHITWELL	TN	37397	MARION	UNITED STATES	222179		1	FIRST VOLUNTEER BANK	234739	

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**First Volunteer Corporation**  
**Form FR Y-6**  
**12/31/2014**  
**Report Item 3: Shareholders**

(1a) Name	(1b) Country	(1c)		(2a)
		# Voting Shares	% Voting Shares	
Anderson, Robert R. Longboat Key, FL 34228	USA	76,023	15.22%	None
Anderson, Doralynn G. Longboat Key, FL 34228	USA	76,023	15.22%	None
Anderson Volunteer Holding, Limited Partnership Longboat Key, FL 34228	USA	100,000	20.02%	None
Mosteller, Bobby T/Betty Chatsworth, GA 30705	USA	45,269	9.06%	None
Mosteller, Michelle Chatsworth, GA 30720	USA	33,631	6.73%	None
Bartley, Maria Chatsworth, GA 30720	USA	33,631	6.73%	None
Mosteller, Randy C./Suzanne Dalton, GA 30720	USA	42,350	8.48%	None
Watts, Jr., G. H. & Family Dalton, GA 30722	USA	56,206	11.25%	None

**First Volunteer Corporation**

Form FR Y-6

12/31/2014

**Report Item 4: Directors and Officers**

Name	Occupation	Title with First Volunteer Corporation / First Volunteer Bank of Tennessee	Title with Subsidiaries	Title & Position with Other Businesses	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries	Business Interest (+25%)
Anderson, Doralynn G. Longboat Key, FL 34228 USA	Investor	Director, First Volunteer Bank Director, First Volunteer Corporation	None	None	15.22%	0.00%	None
Anderson, Robert R. Longboat Key, FL 34228 USA	Banker	Chairman of the Board, First Volunteer Corporation Chairman of the Board, First Volunteer Bank Principal Shareholder	None	None	15.22%	0.00%	None
Anderson Volunteer Holding, Limited Partner Longboat Key, FL 34228 USA	Investor	Principal Shareholder	None	None	20.02%	0.00%	None
Bartley, Maria Chatsworth, GA 30720 USA	Investor	Principal Shareholder	None	None	6.73%	0.00%	50% Mosteller Investments
Berry, Michael P. Signal Mountain, TN 37377 USA	Construction	Director, First Volunteer Bank	None	President & Owner Berry Construction & Affiliated Companies	0.14%	0.00%	100% Berry Construction 50% DG Enterprises
Cartwright, Judy G. Jasper, TN 37347 USA	Banker Executive Officer	Executive Vice President Chief Information Officer Secretary, First Volunteer Corporation Secretary, First Volunteer Bank	None	None	0.00%	0.00%	None
Clark, Delilah S. Jamestown, TN 38556 USA	Banker Executive Officer	Executive Vice President Retail Area Manager	None	None	0.06%	0.00%	None
Gallant, Thomas G. III Chattanooga, TN 37405 USA	Environmental Assessment/Clean- Up	Director, First Volunteer Bank	None	None	0.00%	0.00%	48% Marion Environmental 29.4% MEA/Aqual Treat, Inc. 50% T & E Leasing

Name	Occupation	Title with First Volunteer Corporation / First Volunteer Bank of Tennessee	Title with Subsidiaries	Title & Position with Other Businesses	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries	Business Interest (+25%)
Griffin, Donald W. Chattanooga, TN 37412 USA	Banker Executive Officer	Executive Vice President Human Resources Executive	None	None	0.00%	0.00%	None
Harrison, Mark Chattanooga, TN 37412 USA	Banker Executive Officer	Executive Vice President Chief Credit Officer	None	None	0.00%	0.00%	None
Hewgley, John A. South Pittsburg, TN 37380 USA	Insurance Agent	Director, First Volunteer Bank Director, First Volunteer Corporation	President, & CEO First Volunteer Insurance Agency, Inc. Chairman of the Board, First Volunteer Insurance Agency, Inc.	None	0.00%	0.00%	None
Hutcherson, James D. Chattanooga, TN 37402 USA	CPA	Director, First Volunteer Bank	None	Partner - Henderson, Hutcherson & McCullough, PC	0.00%	0.00%	33.40% Henderson, Hutcherson & McCullough, PC 37.56% Freight Depot Partners, LLC
Jackson, Danny Ringgold, GA 30736 USA	Auto Dealer	Director, First Volunteer Bank	None	President - Walter Jackson Chevrolet	0.00%	0.00%	100% Walter Jackson Chevrolet
Johnson, Michael P. Jellico, TN 37762 USA	Banker Executive Officer	Senior Vice President Retail Area Manager	None	None	0.00%	0.00%	None
Jones, Ronald C. Signal Mountain, TN 37377 USA	Banker Executive Officer	Executive Vice President Commercial Lending Executive	Director, First Volunteer Insurance Company Director, First Volunteer Insurance Agency, Inc.	None	0.00%	0.00%	None
Morgan, John R. Wildwood, GA 30757 USA	Attorney	Director, First Volunteer Bank	None	Partner - Thornbury, Morgan & Richardson	0.00%	0.00%	33.33% Thornbury, Morgan, & Richardson
Mosteller, Betty Chatsworth, GA 30720 USA	Investor	Principal Shareholder	None	None	8.37%	0.00%	None

Name	Occupation	Title with First Volunteer Corporation / First Volunteer Bank of Tennessee	Title with Subsidiaries	Title & Position with Other Businesses	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries	Business Interest (+25%)
Mosteller, Bobby T. Chatsworth, GA 30705 USA	Retired - Carpet Industry	Director, First Volunteer Corporation	None	None	0.70%	0.00%	None
Mosteller, Michelle Chatsworth, GA 30720 USA	Investor, School Teacher	Principal Shareholder	None	None	6.73%	0.00%	None
Mosteller, Randy C. Dalton, GA 30720 USA	Sales - Carpet Industry	Director, First Volunteer Bank Director, First Volunteer Corporation	None	None	8.48%	0.00%	None
Potts, W. Bruce Ringgold, GA 30736 USA	Sales - Real Estate & Antiques	Director, First Volunteer Bank	None	Co-Owner - Potts Brothers Land and Auction, LLC	0.00%	0.00%	50.0% Potts Brothers Land and Auction, LLC
Steele, Patti W. Whitwell, TN 37397 USA	Banker Executive Officer	President & CEO, First Volunteer Corporation President & CEO, First Volunteer Bank	President & Director, First Volunteer Insurance Co. Director, First Volunteer Insurance Agency, Inc.	None	0.18%	0.00%	None
Stiner, Tommy C. LaFollette, TN 37766 USA	Retired - Campbell County Executive	Director, First Volunteer Bank	None	None	0.00%	0.00%	None
Tucker, Teddy B. Signal Mountain, TN 37377 USA	Banker Executive Officer	Executive Vice President Retail Area Manager	None	None	0.00%	0.00%	None
Waters, Joe J. Benton, TN 37307 USA	Banker Executive Officer	Senior Vice President Retail Area Manager	Director, First Volunteer Insurance Agency, Inc.	None	0.00%	0.00%	None
Watts, Jr. G. H. Dalton, GA 30722 USA	Property Management	Director, First Volunteer Bank Director, First Volunteer Corporation	None	President, Watts Enterprises & Related Companies	9.62%	0.00%	100% Watts Enterprises
Webb, Donald Y. Etowah, TN 37331 USA	Owner & Operator, Johnson's Department Store	Director, First Volunteer Bank	None	Owner, Johnson's Department Store	0.00%	0.00%	100% Johnson's Department Store
Wilson, Sue A. Tenna, GA 30751 USA	Banker Executive Officer	Executive Vice President Chief Administrative Officer	Director, First Volunteer Insurance Company	None	0.00%	0.00%	None