



Annual Report of Bank 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)). 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 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). 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 Bank Holding Companies* must be signed by one director of the top-tier bank holding company. This individual should also be a senior official of the top-tier bank holding company. In the event that the top-tier bank 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 bank holding company's fiscal year-end):
December 31, 2011
Month / Day / Year

I, Gregory W. Bryant
Name of the Bank Holding Company Director and Official
President
Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
Florida Business BancGroup, Inc.
Legal Title of Bank Holding Company
4301 W. Boy Scout Blvd., Suite 150
(Mailing Address of the Bank Holding Company) Street / P.O. Box
Tampa FL 33607
City State Zip Code

attest that the *Annual Report of Bank Holding Companies* (including the supporting attachments) for this report date have 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:
C. Peter Bardin EVP & CFO
Name Title
813-367-8142
Area Code / Phone Number / Extension
813-637-2817
Area Code / FAX Number
pbardin@bay-cities-bank.com
E-mail Address
N/A
Address (URL) for the Bank Holding Company's web page

Gregory W. Bryant
Signature of Bank Holding Company Director and Official
03/21/2012
Date of Signature

For bank 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 2805432
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:

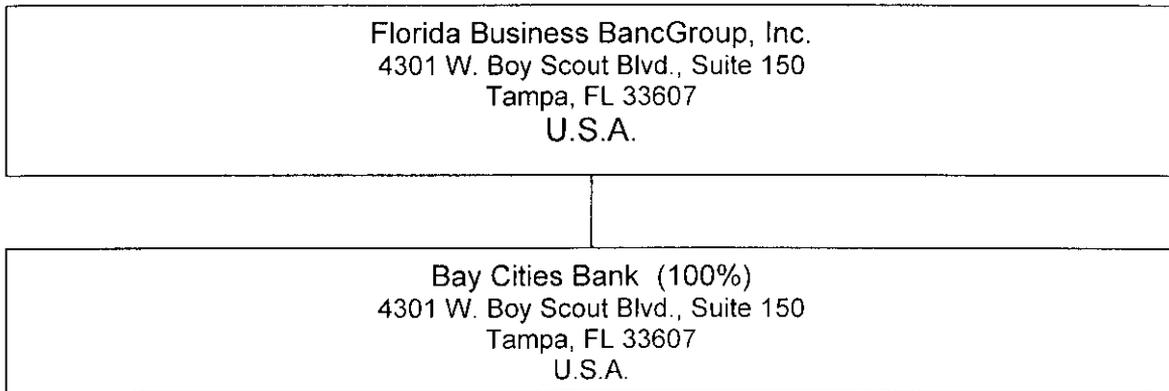
 In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
 The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

FORM FR Y-6

**FLORIDA BUSINESS BANCGROUP, INC.
TAMPA, FLORIDA
FISCAL YEAR ENDING DECEMBER 31, 2011**

- 1:
 - a. Florida Business BancGroup, Inc. is not required to prepare form 10-KSB with the SEC.
 - b. Florida Business BancGroup, Inc. provided its shareholders with an audited financial statement (attached). A copy of the annual report will be submitted under separate cover when it becomes available.
- 2: Organizational Chart



Results: A list of branches for your depository institution: BAY CITIES BANK (ID_RSSD: 2805441).
 This depository institution is held by FLORIDA BUSINESS BANCGROUP, INC. (2805432) of TAMPA, FL.
 The data are as of 12/31/2011. Data reflects information that was received and processed through 01/05/2012.

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)	2805441	BAY CITIES BANK	4301 WEST BOY SCOUT BOULEVARD, SUITE 150	TAMPA	FL	33607	HILLSBOROUGH	UNITED STATES	74371		0 BAY CITIES BANK	2805441	
OK		Full Service	3736458	HIGHWAY 41 LUTZ OFFICE	18315 US HWY 41 NORTH	LUTZ	FL	33549	HILLSBOROUGH	UNITED STATES	419081		1 BAY CITIES BANK	2805441	
OK		Full Service	3736478	4TH STREET OFFICE	4845 4TH STREET NORTH	SAINT PETERSBURG	FL	33703	PINELLAS	UNITED STATES	440713		3 BAY CITIES BANK	2805441	
OK		Full Service	3736489	CARROLLWOOD OFFICE	14877 NORTH DALE MABRY HWY.	TAMPA	FL	33618	HILLSBOROUGH	UNITED STATES	450334		5 BAY CITIES BANK	2805441	
OK		Full Service	3736494	SOUTH TAMPA OFFICE	3902 HENDERSON BLVD.	TAMPA	FL	33629	HILLSBOROUGH	UNITED STATES	465280		6 BAY CITIES BANK	2805441	

FR Y-6
DECEMBER 31, 2011

FLORIDA BUSINESS BANCGROUP, INC.

Report Item 3: Shareholders
(1)(a) (1)(b) (1)(c) (2)(a) (2)(b) (2)(c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12-31-11

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 12-31-11

(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
✓ Patriot Financial Partners LP Philadelphia, PA U.S.A.	USA	1,082,000 common 216,400 warrants 17.18%	NONE		
✓ The Burton Partnership (LP & QP-LP) Tampa, FL U.S.A.	USA	638,000 common 17,000 warrants 7.54%			
✓ Wellington Partners New York, NY U.S.A.	USA	718,000 common 143,600 warrants 9.77%			

Patriot percentage ownership INLCUDES the effect of a conversion of warrants into common stock at the election of the holder.

Burton Partnership percentage ownership INLCUDES the effect of a conversion of warrants into common stock at the election of the holder.

Wellington Partners percentage ownership DOES NOT INLCUDE the effect of a conversion of warrants into common stock. Their common ownership is restricted to a maximum 9.9%.

FLORIDA BUSINESS BANCGROUP, INC.
REPORT ITEM 4: DIRECTORS AND OFFICERS
(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1) Name & 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 name of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Co.	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of Subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
A. Bronson Thayer Thonotosassa, FL ✓ U.S.A.	Investments manager	Chairman & CEO	Chairman Bay Cities Bank	Director-Lykes Bros. Insurance	2.99%	N/A	N/A
John C. Bierley Tampa, FL ✓ U.S.A.	Attorney	Director	Director Bay Cities Bank	Partner Smith, Clark, Delesie, Bierley, Mueller, & Kadyk, P.A. Director International Business Group Director Cayman National Bank, LTD & associated companies Cayman Islands	1.49%	N/A	Dill Trust, Ltd. - 45%
Gregory W. Bryant Tampa, FL ✓ U.S.A.	Bank President & CEO	Director President	Director President CEO Bay Cities Bank	N/A	0.52%	N/A	N/A
Lawrence H. Dimmitt Clearwater, FL ✓ U.S.A.	Owner of auto dealership	Director	N/A	President Dimmitt Chevrolet	1.87%	N/A	Dimmitt Chevrolet-85% L&R Enterprises-100% LHD Properties, LTD-99%
Robert A. Monroe Tampa, FL ✓ U.S.A.	sales/marketing & diversity issues consultant	Director	N/A	President Leonine Workshop, Inc.	0.44%	N/A	Leonine Workshop, Inc. -100%
Eric M. Newman Tampa, FL ✓ U.S.A.	cigar manufacturing	Director	N/A	President Fuente & Newman Premium Cigars, Ltd.	1.29%	N/A	J.C. Newman Cigar Co. - 48% Luis Martinez Cigar Co.-48% SJN Enterprises, Ltd. - 48% Serco Co. - 50%
A. Joseph Borrell III Shippensburg, PA ✓ U.S.A.	Professor	Director	N/A	Chair of Communications/Journalism Dept Shippensburg University Shippensburg, PA	0.38%	N/A	
Chris A. Peifer Tampa, FL ✓ U.S.A.	Investment Manager	Director	Director Bay Cities Bank	President & CEO Tice Financial Services	1.76%	N/A	
Donald Burton Tampa, FL ✓ U.S.A.	Managing General Partner	Director	N/A	Managing General Partner The Burton Partnership, Limited Partnership	8.89%	N/A	
James Lynch Philadelphia, PA ✓ U.S.A.	Managing Partner	Director	N/A	Managing Partner Patriot Financial Partners	17.16%	N/A	

(1) Name & 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 name of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Co.	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of Subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Eiji Sadato St. Petersburg, FL U.S.A	EVP & Director of exporting company	Director	N/A	CEO Kenseisha, Inc. Director Daiichi Security, Inc. Vice Chairman Toyota Junior Golf Word Cup	0.91%	N/A	N/A
Susannah Thayer Boston, MA U.S.A	Real estate asset manager	Director	N/A	President-Porter Street Capital	2.81%	N/A	N/A
C. Peter Bardin St. Petersburg, FL U.S.A	Executive VP & CFO Bay Cities Bank	Chief Financial Officer	EVP/CFO Bay Cities Bank	N/A	0.08%	N/A	N/A
Wellington Partners New York, NY USA	N/A	N/A	N/A	N/A	9.77%	N/A	N/A

* (4)(a) includes Series D Preferred stock, Options and/or Warrants that are convertible into common at the securities holder direction.