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REVISED

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)

Reporter's Name, Street, and Mailing Address

FNC Bancorp, Inc.

Legal Title of Holding Company

PO Box 1679

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

Douglas GA 31534

City State Zip Code

420 S Madison Avenue, Douglas, GA 31533

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Dawn W. Bridges CFO

Name Title

912-384-2265 132

Area Code / Phone Number / Extension

912-383-0460

Area Code / FAX Number

dawn.bridges@fnbcc.com

E-mail Address

www.fnbcc.com

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

I, Dale W. Morris

Name of the Holding Company Director and Official

President/CEO

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.

Dale W. Morris

Signature of Holding Company Director and Official

03/27/2015

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 and will be sent under separate cover
is not prepared

For Federal Reserve Bank Use Only

RSSD ID 3069633
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

(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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City State Zip Code

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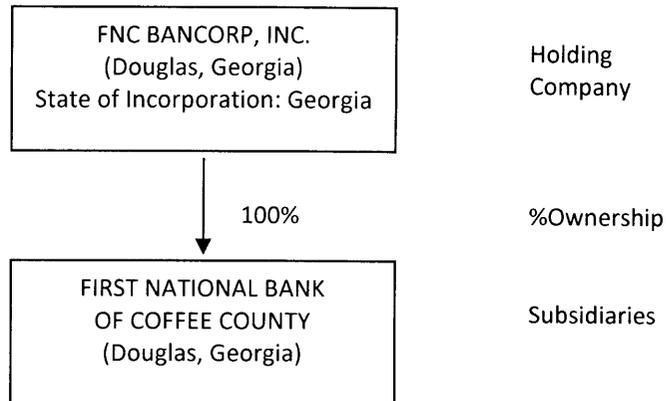
Physical Location (if different from mailing address)

FNC BANCORP, INC.
FR Y-6 REPORT ITEMS
YEAR ENDED DECEMBER 31, 2014

REPORT ITEM 1: ANNUAL REPORTS TO SHAREHOLDERS

Will be sent once completed.

REPORT ITEM 2a: ORGANIZATION CHART



The supplemental disclosures required in the instructions for this report item are not applicable.

REPORT ITEM 2b: BRANCH LISTING

Submitted via email on 3/27/2015

Results: A list of branches for your depository institution: FIRST NATIONAL BANK OF COFFEE COUNTY (ID_RSSD: 1892154).
 This depository institution is held by FNC BANCORP, INC. (3069633) of DOUGLAS, GA.
 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)	1892154	FIRST NATIONAL BANK OF COFFEE COUNTY	420 SOUTH MADISON AVE.	DOUGLAS	GA	31533	COFFEE	UNITED STATES	47254	0	FIRST NATIONAL BANK OF COFFEE COUNTY	1892154	

REPORT ITEM 3: SHAREHOLDERS

The following is a list of shareholders of record that directly or indirectly owns, controls, or holds power to vote five percent or more of any class of voting securities of the bank holding company:

<u>Shareholder and Address</u>	<u>Country Of Citizenship</u>	<u>Number Shares</u>	<u>Percent Shares</u>	<u>Warrants Issued</u>	<u>Total Number</u>	<u>Total Percent</u>
Robert L. Cation Fernandina Beach, FL	USA	25.959	9.479%	0	25.959	9.479%
William C. Ellis, Jr. Douglas, GA	USA	27.000	9.859%	0	27.000	9.859%
Ralph G. Evans Douglas, GA	USA	28.000	10.224%	0	28.000	10.224%
Arthur C. Farrar, Jr. Douglas, GA	USA	26.209	9.570%	0	26.209	9.570%
Norman E. Fletcher Douglas, GA	USA	25.475	9.302%	0	25.475	9.302%
Jeffery W. Johnson Cordele, GA	USA	33.513	12.237%	0	33.513	12.237%

REPORT ITEM 3, Part 2: Not Applicable**REPORT ITEM 4: DIRECTORS AND OFFICERS**

The listing of the principal shareholders, directors, and executive officers of the bank holding company is on the following three pages.



Name and Address	Principal Occ. Other than Holding Co.	Title or Position	Holding Co. Options, Warrants, Shares Owned	Percent of Holding Co. Options, Warrants, Shares Owned	Other Companies if 25% Share or More	Share Percentage	Other Company Position
Robert L. Cation Fernandina Beach, FL	Retired	Director & Chairman of the Board of FNC Bancorp, Inc. and First National Bank of Coffee County	25.959	9.479%	None	N/A	N/A
Milton G. Clements Douglas, GA	CPA	Director of FNC Bancorp, Inc. and First National Bank of Coffee County	12.050	4.400%	Clements, Purvis & Stewart Properties	33.33%	Partner
William C. Ellis, Jr. Douglas, GA	Executive	Director of FNC Bancorp, Inc.	27.000	9.859%	Esco Industries, Inc. Panel Craft, Inc. Esco Laminating Texas, Inc. Ellis & Ellis, Inc. E & E Timberlands Mallory S. Smith, Inc.	100.00%	President President President President V President V President
Ralph G. Evans Douglas, GA	Executive	Director of FNC Bancorp, Inc. and First National Bank of Coffee County; Secretary of FNC Bancorp, Inc.	28.000	10.224%	R.W. Griffin Feed, Seed, & Fertilizer, Inc.	100.00%	President

Name and Address	Principal Occ. Other than Holding Co.	Title or Position	Holding Co. Options, Warrants, Shares Owned	Percent of Holding Co. Options, Warrants, Shares Owned	Other Companies if 25% Share Percentage	Other Company Position
Ralph G. Evans continued					Coffee County Gin Co., Inc.	100.00% President
					Four Corners Gin, Inc.	100.00% President
					Diversified Ag Service, Inc.	100.00% President
					E & E Timberlands	50.00% President
					R.W. Griffin Industries, LLC	100.00% President
				Dover Hall Plantation	50.00% Partner	
Arthur C. Farrar, Jr. Douglas, GA	Retired	Director of FNC Bancorp, Inc.	26.209	9.570%	None	
Norman E. Fletcher	Executive	V Chairman of FNC Bancorp, Inc.	25.475	9.302%	N.F. Properties, Inc.	100.00% President
					A & N Investments	50.00% Partner
					Douglas Metal Inc.	30.00% N/A
					Fletcher & Stone Fletcher-Allen	50.00% Partner
					Properties LLC	50.00% Partner

Name and Address	Principal Occ. Other than Holding Co.	Title or Position	Holding Co. Options, Warrants, Shares Owned	Percent of Holding Co. Options, Warrants, Shares Owned	Other Companies if 25% or More	Share Percentage	Other Company Position
Dawn Bridges Hazlehurst, GA	N/A	Assistant Secretary of FNC Bancorp, Inc. and VP/CFO of First National Bank of Coffee County	0.259	0.094%	H & P Ice Co., Inc.	26.00%	N/A
Dale W. Morris Douglas, GA	N/A	President, CEO and Director of FNC Bancorp, Inc. and First National Bank of Coffee County	0.017	0.006%	N/A	N/A	N/A
Rose Pope Douglas, GA	N/A	Assistant Secretary of FNC Bancorp, Inc. and VP of First National Bank of Coffee County	0.05525	0.202%	N/A	N/A	N/A
Jeffery W. Johnson Cordele, GA	Retired	N/A	33.513	12.237%	N/A	N/A	N/A

Item 4b. Percentage of Voting Shares in First National Bank of Coffee County N/A