

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

MAR 29 REC'D

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, 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.

Signature of Holding Company Director and Official

03/24/2016

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 3069633  
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

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

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."

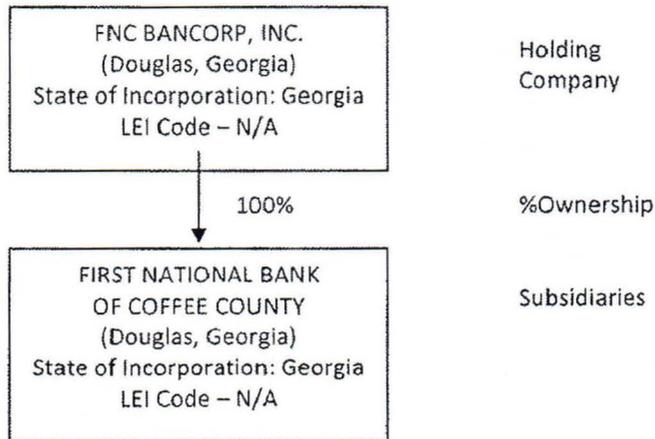
No

**FNC BANCORP, INC.  
FR Y-6 REPORT ITEMS  
YEAR ENDED DECEMBER 31, 2015**

**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**

First National Bank of Coffee County  
420 S Madison Avenue  
Douglas, GA 31533  
Opened: September 23, 1991  
Full Service

 **REVISED**  
5/18/16

**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	USA	25.959	9.479%	0	25.959	9.479%
William C. Ellis, Jr. Douglas, GA. USA	USA	27.000	9.859%	0	27.000	9.859%
Ralph G. Evans Douglas, GA. USA	USA	28.000	10.224%	0	28.000	10.224%
Arthur C. Farrar, Jr. Douglas, GA. USA	USA	26.209	9.570%	0	26.209	9.570%
Norman E. Fletcher Douglas, GA. USA	USA	25.475	9.302%	0	25.475	9.302%
Jeffery W. Johnson Cordele, GA. USA	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.

 **REVISED**  
4/27/16

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
Robert L. Cation Fernandina Beach, FL. USA	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. USA	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. USA	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%  100.00% 100.00%  100.00%  50.00% 50.00%	President  President President  President  V President V President
Ralph G. Evans Douglas, GA. USA	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

**REVISED**  
4/27/16

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
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. USA							
	Retired	Director of FNC Bancorp, Inc.	26.209	9.570%	None		
Norman E. Fletcher Douglas, GA. USA							
	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	50.00%	Partner
					Fletcher-Allen Properties LLC	50.00%	Partner

**REVISED**  
9/27/16

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. USA	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. USA	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. USA	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. USA	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

**REVISED**  
4/27/16