

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, 2013

Month / Day / Year

I, Gregory W. Bryant

Reporter's Name, Street, and Mailing Address

Florida Business BancGroup, Inc.

Legal Title of Holding Company

4301 W. Boy Scout Blvd., Suite 150

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

Tampa

FL

33607

City

State

Zip Code

Name of the Holding Company Director and Official

President

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:

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 Holding Company's web page

Signature of Holding Company Director and Official

03/26/2014

Date of Signature

Does the reporter request confidential treatment for any portion of this submission?

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 2805482
C.I. _____

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.

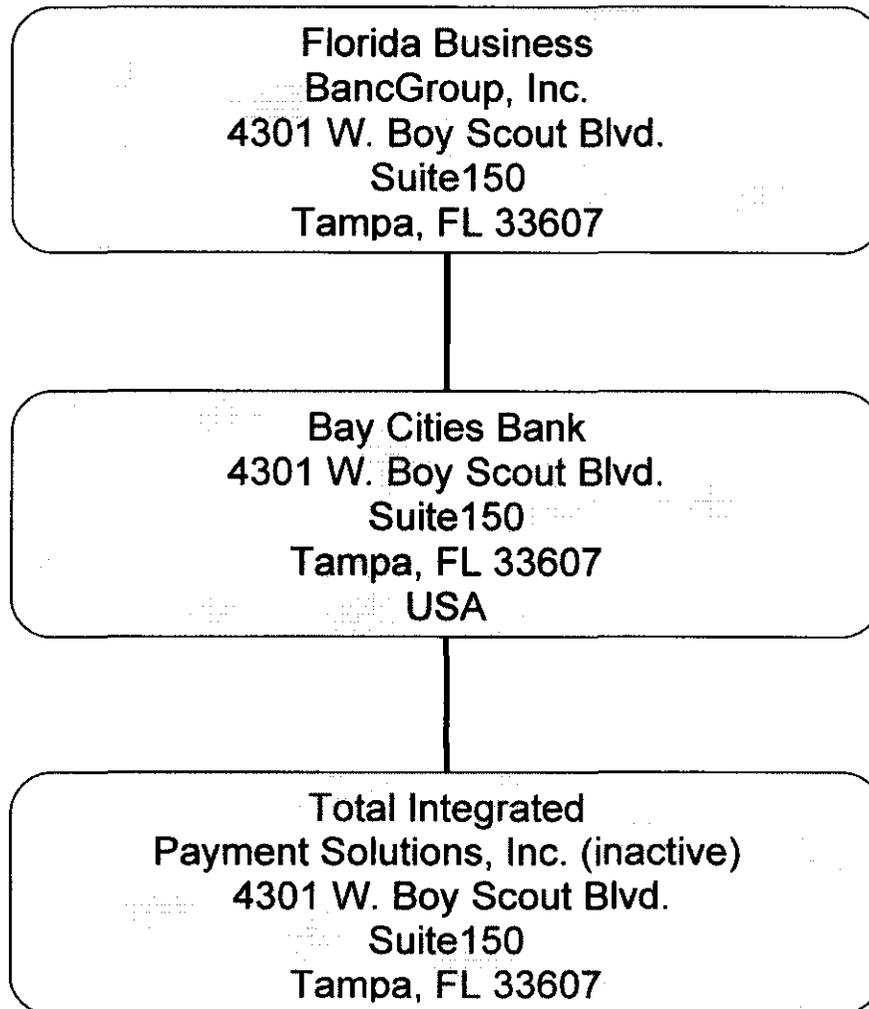
The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

FORM FR Y-6

FLORIDA BUSINESS BANCGROUP, INC.
TAMPA, FLORIDA
FISCAL YEAR ENDING DECEMBER 31, 2013

- 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 (copy enclosed). In addition, a copy of the annual report to shareholders will be sent under separate cover.
- 2: Organizational Chart – all entities incorporated in the State of Florida and all subsidiaries are 100% owned:



Results: A list of branches for your holding company FLORIDA BUSINESS BANC GROUP, INC. (2805432) of TAMPA, FL
 The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014

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	3736476	4TH STREET OFFICE	4845 4TH STREET NORTH	SAINT PETERSBURG	FL	33703	PINELLAS	UNITED STATES	440713	3	BAY CITIES BANK	2805441	
OK		Full Service	3736485	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	

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FLORIDA BUSINESS BANGROUP, 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 12-31-2013

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 12-31-2013

(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 14.64%	NONE		
The Burton Partnership (LP & QP-LP) Tampa, FL U.S.A.	USA	638,000 common 17,000 warrants 8.84%			
Wellington Partners New York, NY U.S.A.	USA	718,000 common 143,600 warrants 9.71%			

Patriot percentage ownership EXCLUDES the effect of a conversion of warrants into common stock at the election of the holder. Director James Lynch is a Managing Partner.

Burton Partnership percentage ownership INCLUDES the effect of a conversion of warrants into common stock at the election of the holder. Director Donald Burton is the Managing General Partner.

Wellington Partners percentage ownership EXCLUDE the effect of a conversion of warrants into common stock. Their common ownership is restricted to a maximum 9.9%.

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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	3.00%	N/A	N/A
John C. Bierley Tampa, FL U.S.A	Attorney	Director	Director Bay Cities Bank	Partner Clark, Mueller & Bierley PLLC Director International Business Group Director Cayman National Bank, LTD Cayman Islands	1.35%	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	0.83%	N/A	N/A
Lawrence H. Dimmitt Clearwater, FL U.S.A	Owner of auto dealership	Director	N/A	President Dimmitt Chevrolet	1.75%	N/A	Dimmitt Chevrolet-61% Dynasty Trust-100% LHD Properties, LTD-99%
Christopher C. Lykes Tampa, FL U.S.A	Investor	Director	Director Bay Cities Bank	N/A	2.84%	N/A	MJJA LLC - General Partner
Eric M. Newman Tampa, FL U.S.A	Cigar manufacturing	Director	N/A	President J.C. Newman Cigar Company	1.29%	N/A	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	0.30%	N/A	N/A
Chris A. Peifer Tampa, FL U.S.A.	Investment Manager	Director	Director Bay Cities Bank	President & CEO APF Foundation Inc.	1.75%	N/A	N/A
Donald Burton Tampa, FL U.S.A.	Managing General Partner	Director	N/A	Managing General Partner The Burton Partnership, Limited Partnership	8.84%	N/A	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)
James Lynch Philadelphia, PA U.S.A.	Managing Partner	Director	N/A	Managing Partner Patriot Financial Partners	14.64%	N/A	N/A
Eiji Sadato St. Petersburg, FL U.S.A	CEO of Real Estate & Facility Mgt Company	Director	N/A	CEO Kenseisha, Inc. Director Daiichi Security, Inc. Vice Chairman Toyota Junior Golf Word Cup	0.91%	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	0.18%	N/A	N/A
Wellington Partners New York, NY USA	N/A	Principal Shareholder	N/A	N/A	9.71%	N/A	N/A

Mr. Lynch is a Managing Partner of Patriot Financial Partners

Mr. Burton is the General Managing Partner of The Burton Partnership, Limited Partnership

*(4)(a) includes Options and/or Warrants that are convertible into common at the securities holder direction if regulatory approval not required.