

REVISED
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FR Y-6
OMB Number 7100-0297
Approval expires September 30, 2018
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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, 2015

Month / Day / Year

N/A

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

I, **David K. Maholias**

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.

Reporter's Name, Street, and Mailing Address

Gateway Financial Holdings of Florida, Inc.

Legal Title of Holding Company

P.O. Box 731619

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

Ormond Beach

FL

32173

City

State

Zip Code

1950 West Intl Speedway Blvd Daytona Beach FL 32114

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:

Tucker A. Longabach

EVP, CFO

Name

Title

386-947-5411

Area Code / Phone Number / Extension

386-255-3824

Area Code / FAX Number

tlongabach@gatewaybankfl.com

E-mail Address

www.gatewaybankfl.com

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

Signature of Holding Company Director and Official

05/19/2016

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 **3367074**

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

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

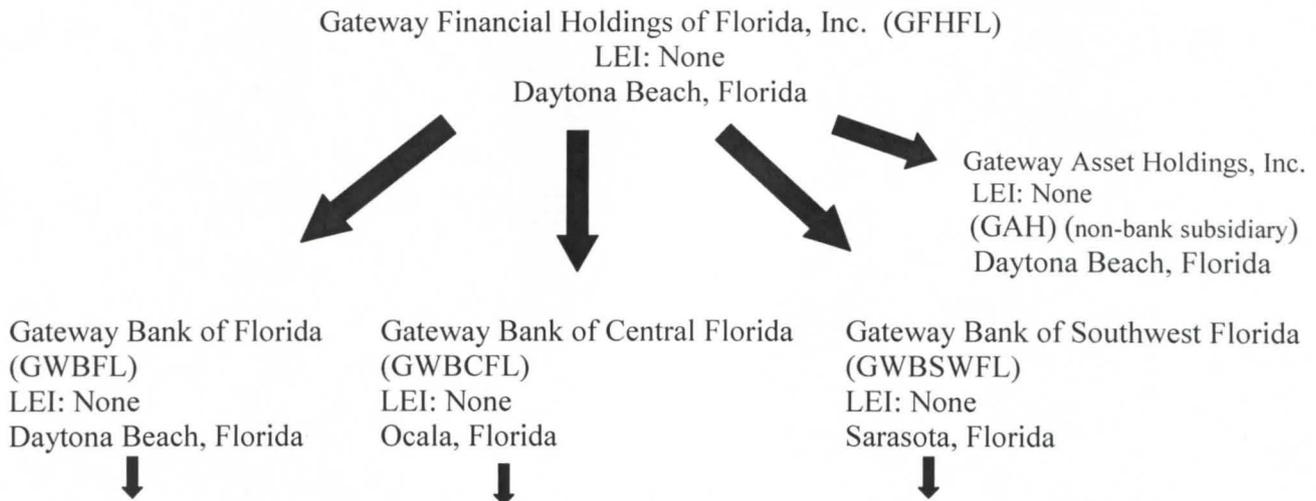


Item 1: Annual Report to Shareholders

The annual report to shareholders will be sent under a separate cover as indicated on the cover page.

Item 2a: Organization Chart

Gateway Financial Holdings of Florida, Inc., PO Box 731619, Ormond Beach, Florida, owns and controls 100% of the stock of Gateway Bank of Florida, Gateway Bank of Central Florida, Gateway Bank of Southwest Florida, and Gateway Asset Holdings, Inc., a non-bank subsidiary. The physical headquarters of Gateway Financial Holdings of Florida, Inc., is located at 1950 West International Speedway Boulevard, Daytona Beach, Florida. All entities are incorporated in the state of Florida.



Item 2b: Domestic Branch Listing

Three Branches:

- 1) GWBFL Main Office
02/14/2007
1950 W. Int'l Speedway Blvd
Daytona Beach, Volusia
FL, United States 32114
Full Service Branch
- 2) GWBFL Ormond Beach Branch
01/26/2006
112 North Nova Road
Ormond Beach, Volusia
FL, United States 32174
Full Service Branch
- 3) GWBFL Port Orange Branch
04/07/2008
3741 South Nova Road
Port Orange, Volusia
FL, United States 32129

Three Branches:

- 1) GWBCFL Main Office
10/14/2008
1632 East Silver Springs Blvd
Ocala, Marion
FL, United States 34470
Full Service Branch
- 2) GWBCFL Gainesville Branch
12/04/2009
4100 NW 37th Place
Gainesville, Alachua
FL, United States 32606
Full Service Branch
- 3) GWBCFL Alachua Branch
12/14/2015
14480 NW 152nd Lane
Alachua, Alachua
FL, United States 32615

Three Branches:

- 1) GWBSWFL Main Office
10/26/2009
1100 S. Tamiami Trail
Sarasota, Sarasota
FL, United States 34236
Full Service Branch
- 2) GWBSWFL Manatee Avenue Branch
08/27/2008
2100 Manatee Avenue West
Bradenton, Manatee
FL, United States 34205
Full Service Branch
- 3) GWBSWFL University Pkwy Branch
03/12/2009
6204 N. Lockwood Ridge Road
Sarasota, Sarasota
FL, United States 34243

Full Service Branch

Full Service Branch

Full Service Branch

Item 3: Securities Holders

(1) No shareholder, directly or indirectly, together with any stock options, owns, controls, or has the power to vote 5% or more of any class of voting securities of the bank holding company as of fiscal year end.

(2) No shareholder, directly or indirectly, together with any stock options, owns, controls, or has the power to vote 5% or more of any class of voting securities of the bank holding company during the fiscal year 2015.



Item 4. INSIDERS

| Name City/State | Occupation | Title or Position | | | Percentage of voting securities | | |
|--|--|-------------------------------|---|---|---------------------------------|---------|---|
| | | In BHC | In Subs | Other Company | In BHC | In Subs | Other Company |
| Philip T. Fleuchaus Ormond Beach, FL USA | Retired Oral Surgeon | Chairman | Chairman GWBFL | None | 1.68% stock 0.64% options | N/A | None |
| Timothy Phillips Ormond Beach, FL USA | P & S Paving | Director | Director GWBFL | P & S Paving Owner | 2.00% stock 0.53% options | N/A | 50% |
| Charles S. Lichtigman Ormond Beach, FL USA | Real Estate Investor/ Manager | Director | Director GWBFL | Charles Wayne Properties Chairman/Owner | 1.15% stock 0.58% options | N/A | 100% |
| Sanford Miller Ormond Beach, FL USA | Investor | Vice Chairman | Vice Chairman GWBFL | Basin Street Partners Managing Partner | 1.62% stock 0.61% options | N/A | 100% |
| Robert Dale Ocala, FL USA | CPA Partner | Director | Chairman GWBCFL | Purvis, Gray and Company, CPA's | 0.15% stock 0.26% options | N/A | 7.8% |
| Tom D. Ingram Ocala, FL USA | Bank Executive Officer CEO | Director | CEO, Director GWBCFL | 441 Land Trust Managing Partner | 0.68% stock 0.82% options | N/A | 25% |
| David K. Maholias Ormond Beach, FL USA | Bank Executive Officer President | Director/Executive Officer | President, CEO, Director GWBFL Director GWBCFL & GWBSWFL Chairman, President, CEO GAH | None | 0.18% stock 0.82% options | N/A | None |
| Tucker A. Longabach Ormond Beach, FL USA | Bank Executive Officer EVP, CFO & COO | Executive Officer | Executive Officer GWBFL Director, EVP, CFO, COO GAH | None | 1.15% stock 0.50% options | N/A | None |
| Shaun P. Merriman Sarasota, FL USA | Bank Executive Officer CEO | Director/Executive Officer | President, CEO, Director GWBSWFL | None | 0.60% stock 0.82% options | N/A | None |
| Charles Bartlett Sarasota, FL USA | Senior Partner | Director | Director GWBSWFL | Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A. Attorney & Partner CBF of Venice LLC Co-Manager/ Partner CBF, LLC c/o Icard, Merrill Et Al Owner Creekwood Hotel Investors, LLC Co-Manager / Partner | 0.67% stock 0.55% options | N/A | 6.00% 50% 100% 15% |
| Richard A. Hicks Sarasota, FL USA | Bank Executive Officer EVP, CFO & COO | Executive Officer | Executive Officer GWBSWFL | None | 0.52% stock 0.32% options | N/A | None |