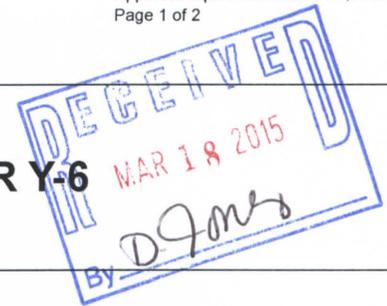


Board of Governors of the Federal Reserve System



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)

I. C. W. DURRENCE, III

Name of the Holding Company Director and Official

VICE-CHAIRMAN

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

GB BANK GROUP, INC.

Legal Title of Holding Company

102 E. BARNARD ST.

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

GLENNVILLE

GA

30427

City

State

Zip Code

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:

WILL J. SHEFFIELD

SVP/CFO/SEC

Name

Title

9126543471

Area Code / Phone Number / Extension

9126541517

Area Code / FAX Number

wills@glennvillebank.com

E-mail Address

www.glennvillebank.com

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

Signature of Holding Company Director and Official

03/17/2015

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
- will be sent under separate cover
- is not prepared

For Federal Reserve Bank Use Only

RSSD ID 3343897
 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.

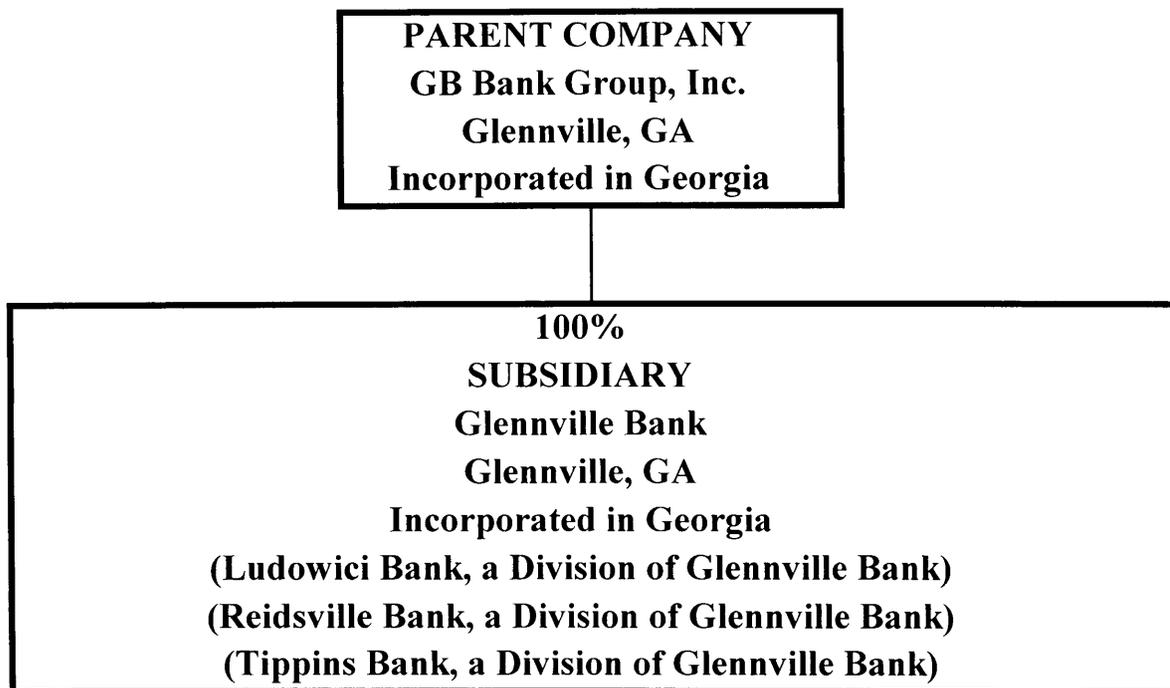
<hr/> <p>Legal Title of Subsidiary Holding Company</p> <hr/> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <hr/> <p>City State Zip Code</p> <hr/> <p>Physical Location (if different from mailing address)</p>	<hr/> <p>Legal Title of Subsidiary Holding Company</p> <hr/> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <hr/> <p>City State Zip Code</p> <hr/> <p>Physical Location (if different from mailing address)</p>
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Form FRY-6
GB BANK GROUP, INC.
Glennville, GA
Fiscal Year Ending December 31, 2014

Report Item

- 1: GB Bank Group, Inc. prepares an annual report for its shareholders and is not registered with the SEC. Two (2) copies are enclosed.

- 2: a. Organizational Chart



- 2: b. Domestic branch listing attached.

Results: A list of branches for your depository institution: GLENNVILLE BANK (ID_RSSD: 439132).
 This depository institution is held by GB BANK GROUP, INC (3348897) of GLENNVILLE, 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>.

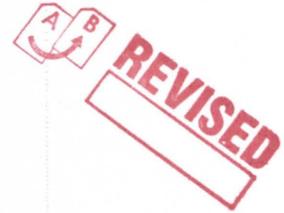
* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

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)	439132	GLENNVILLE BANK	102 EAST BARNARD STREET	GLENNVILLE	GA	30427	TATTNALL	UNITED STATES	5915	0	GLENNVILLE BANK	439132	
OK		Full Service	576037	CLAXTON BRANCH	101 NORTH DUVAL STREET	CLAXTON	GA	30417	EVANS	UNITED STATES	10016	5	GLENNVILLE BANK	439132	
OK		Full Service	453231	WEST MAIN STREET BRANCH	15 WEST MAIN STREET	CLAXTON	GA	30417	EVANS	UNITED STATES	235248	6	GLENNVILLE BANK	439132	
OK		Limited Service	218636	DRIVE THRU BRANCH	712 NORTH MAIN STREET, HIGHWAY 301 NORTH	GLENNVILLE	GA	30427	TATTNALL	UNITED STATES	219779	1	GLENNVILLE BANK	439132	
OK		Full Service	2949680	LUDOWICI BRANCH	131 E CYPRESS STREET	LUDOWICI	GA	31316	LONG	UNITED STATES	363459	3	GLENNVILLE BANK	439132	
OK		Full Service	4115313	REIDSVILLE BRANCH	246 SOUTH MAIN STREET, SUITE F	REIDSVILLE	GA	30453	TATTNALL	UNITED STATES	505908	4	GLENNVILLE BANK	439132	

Form FRY-6
GB BANK GROUP, INC.

Glennville, GA

Fiscal Year Ending December 31, 2014



Report Item 3: Securities holders

(1)[a][b][c] and (2)[a][b][c]

Current shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2014

(1)[a] Name, City, State, Country	(1)[b] Country of Citizenship or Incorporation	(1)[c] Number and Percentage of Each Class of Voting Securities
C.W. Durrence, Jr. Family Glennville, GA, USA	USA	12,105 - 8% Common Stock
Durrence Family Ruby Jo Durrence Jesse J. Durrence W.F. "Bill" Durrence, Jr. Glennville, GA, USA	USA	27,090 - 19% Common Stock
Anderson Family Trusts/Partnerships/Etc Ft. Lauderdale, FL, USA	USA	26,365 - 19% Common Stock

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 last fiscal year ending 12/31/2014

(2)[a] Name, City, State, Country	(2)[b] Country of Citizenship or Incorporation	(2)[c] Number and Percentage of Each Class of Voting Securities
Ethel S. Faircloth Glennville, GA, USA	USA	2,716 - 9% Common Stock (Sold prior to 5-for-1 Stock Split)

Form FRY-6
GB BANK GROUP, INC.
Glennville, GA
Fiscal Year Ending December 31, 2014

Report Item 4: Directors, Officers, and Principal Shareholders:

(1)(2)(3)[a][b][c] and (4)[a][b][c]

(1) Name and Address	(2) Principal Occupation if other than with Bank Holding Company	(3)[a] Title and Position with Bank Holding Company	(3)[b] Title and Position with Subsidiaries (include names of subsidiaries)	(3)[c] Title and Position with other Businesses (include names of other businesses)	(4)[a] Percentage of voting shares in Bank Holding Company	(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
Anderson Family Trusts/Partnerships/Etc Ft. Lauderdale, FL USA	Trust/ Partnerships	Principal Shareholder	None	None	19%	None	None
Ruby Jo Durrence Family Glennville, GA USA	Retired Homemaker	Principal Shareholder	None	None	19%	None	None
Jesse J. Durrence Glennville, GA USA *Included in Ruby Jo Durrence Family Principal Shareholder	Retired Educator	Chairman	Director	None	9%*	None	None
W.F. "Bill" Durrence, Jr. Glennville, GA USA *Included in Ruby Jo Durrence Family Principal Shareholder	Farmer	Director	Director of Glennville Bank	None	3%*	None	None
C.W. Durrence, III Glennville, GA USA	Pharmacist	Director	Director of Glennville Bank	None	1%	None	None
Ronnie A. Barnhill Glennville, GA USA	Accountant	Director	Director of Glennville Bank	None	1%	None	None
Lauree D. Kicklighter Glennville, GA USA	Retired Banker	Director	Chairman of Glennville Bank	None	1%	None	None

Form FRY-6
GB BANK GROUP, INC.
Glennville, GA
Fiscal Year Ending December 31, 2014

Report Item 4: Directors, Officers, and Principal Shareholders:

(1)(2)(3)[a][b][c] and (4)[a][b][c]

(1) Name and Address	(2) Principal Occupation if other than with Bank Holding Company	(3)[a] Title and Position with Bank Holding Company	(3)[b] Title and Position with Subsidiaries (include names of subsidiaries)	(3)[c] Title and Position with other Businesses (include names of other businesses)	(4)[a] Percentage of voting shares in Bank Holding Company	(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
Jimmy B. McCurdy Glennville, GA USA	Business Owner	Director	Director of Glennville Bank	None	1%	None	None
Donna K. Tootle Glennville, GA USA	Retired Educator	Director	Director of Glennville Bank	None	1%	None	None
Ricky E. Wilson Glennville, GA USA	Business Owner	Director	Director of Glennville Bank	None	1%	None	None
Tracy M. Durrence Glennville, GA USA	None	President/CEO	President/CEO Glennville Bank	None	3%	None	None
C. Paul Eason Vidalia, GA USA	None	Executive Vice President	Tippins Market President Glennville Bank	None	2%	None	None
Reba L. Woodcock Glennville, GA USA	None	Executive Vice President	Executive Vice President/Cashier Glennville Bank	None	1%	None	None
Will J. Sheffield Glennville, GA USA	None	Senior Vice President/ CFO/Secretary	Senior Vice President/CFO Glennville Bank	None	1%	None	None