

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

APR 01 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, David J. Lance

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.

*[Handwritten Signature]*  
3/28/2016

Signature of Holding Company Director and Official

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 2349507  
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  
Greater Community Bancshares, Inc.

Legal Title of Holding Company

PO Box 529

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

Rome GA 30192  
City State Zip Code

1490 Martha Berry Blvd

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Nathan Collins CFO  
Name Title

706-236-3012

Area Code / Phone Number / Extension

706-295-2580

Area Code / FAX Number

nathan.collins@greatercb.com

E-mail Address

N/A

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."

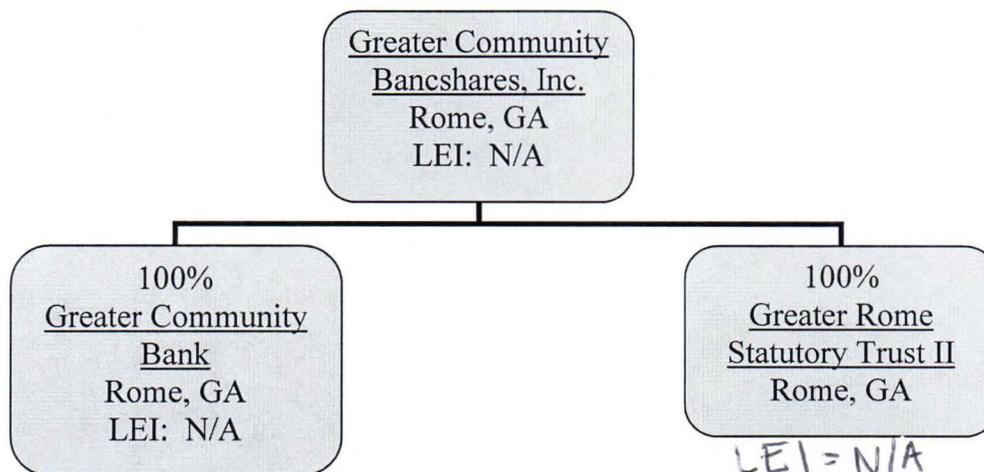
No

**Greater Community Bancshares, Inc.**  
**Annual Report of Bank Holding Companies - FR Y-6**  
**as of December 31, 2015**

Report Item 1: Annual Report to Shareholders

The bank holding company does not prepare an annual report for its shareholders.

Report Item 2(a): Organization Chart



Greater Community Bancshares and Greater Community Bank are incorporated in the State of Georgia. Greater Rome Statutory Trust II is a Connecticut Domestic Statutory Trust.

None of the supplemental information requirements are applicable.

Report Item 2(b): Domestic Branch Listing

See attached table

Report Item 3: Shareholders

(1) Shareholders of record that directly or indirectly own, control or hold with power to vote 5% or more of any class of voting securities of the bank holding company:

See attached table

(2) Shareholders not listed above that owned or controlled five percent or more of any class of voting securities in the bank holding company during the fiscal year for which this report is being filed:

**REVISED**  
5/18/16

**Results:** A list of branches for your depository institution: GREATER COMMUNITY BANK (ID\_RSSD: 2354323).  
 This depository institution is held by GREATER COMMUNITY BANCSHARES, INC. (2349507) of ROME, GA.  
 The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

**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
		Full Service (Head Office)	2354323	GREATER COMMUNITY BANK	1490 MARTHA BERRY BLVD	ROME	GA	30165	FLOYD	UNITED STATES	56281	0	GREATER COMMUNITY BANK	2354323	
		Full Service	4350141	CALHOUN BRANCH	305 WEST BELMONT DRIVE	CALHOUN	GA	30701	GORDON	UNITED STATES	521937	4	GREATER COMMUNITY BANK	2354323	
		Full Service	2712857	EAST ROME OFFICE	800 EAST SECOND AVENUE	ROME	GA	30161	FLOYD	UNITED STATES	290414	1	GREATER COMMUNITY BANK	2354323	
		Full Service	2918211	SHORTER AVENUE BRANCH OFFICE	2518 SHORTER AVENUE	ROME	GA	30165	FLOYD	UNITED STATES	356705	2	GREATER COMMUNITY BANK	2354323	

**Greater Community Bancshares, Inc.**  
**Annual Report of Bank Holding Companies - FRY-6**  
**as of December 31, 2015**

**Item 3 (1): Shareholders with ownership, control or holdings of 6% or more with power to vote as of fiscal year ending 12-31-2015**

(a) Name, address	(b) Country of citizenship	(c) Ownership					
		Total Beneficial Ownership	% Ownership	Options Exercisable @12/31/15	Warrants Exercisable	Total Shares Including Options	% Ownership with Options
Frank A. Brown, Jr. Rome, GA, USA	USA	48.4599	5.91%	-	3.0000	51.4599	6.25%
M. Wayne Robinson Rome, GA, USA	USA	51.7034	6.31%	-	4.0000	55.7034	6.76%
Joe W. Rogers, Jr. Atlanta, GA, USA	USA	68.0000	8.30%		9.6000	77.6000	9.36%
Martha B. Walstad Rome, GA, USA	USA	48.4971	5.92%	-	4.2000	52.6971	6.40%

**Item 3 (2): Shareholders not listed in 3(1) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2015**

**No Shareholders meeting this criteria**

 **REVISED**  
5/18/16

**Greater Community Bancshares, Inc.**  
**Annual Report of Bank Holding Companies - FRY-6**  
**as of December 31, 2015**

**Item 4: Insiders**

(1) Name & address,	(2) Principal Occupation	(3) Title/Position with			(4) Percentage of Voting Shares In:				
		Bank Holding Co.	Subsidiaries	Other Businesses	Bank Holding Co.		Other Business => 25%		
					No of Shs	% of Class	Co. Name	No of Shs	% of Class
Robert L. Berry Rome, GA, USA	Partner in law firm Brinson, Askew, Berry, Seigler, Richardson & Davis	Director	Director Greater Community Bank	N/A	20,0919	2.45%	N/A		
Paul B. Brock, Sr. Rome, GA, USA	Surgeon	Director	Director Greater Community Bank	N/A	28,2912	3.43%	N/A		
Frank A. Brown, Jr. Rome, GA, USA	Account Executive - Insurance Agy Brown & Brown Insurance of Georgia, Inc.	Vice Chairman Director	Director Greater Community Bank	N/A	51,4599	6.25%	N/A		
Gene G. Davidson, M.D. Rome, GA, USA	Retired Physician	Director	Director Greater Community Bank	Director of IDK Technologies, Inc.	39,6584	4.83%	N/A		
Barry R. Henderson Rome, GA USA	President/CEO of Henderson & Sons Funeral Home	Director	Director Greater Community Bank	President/CEO of Rome Memorial Park, Inc. General Partner, Memorial Investors	9,7169	1.18%	Henderson & Sons Funeral Home Memorial Investors, LP		52% 25%
Kenneth Wayne Jones, Jr., M.D. Rome, GA, USA	Physician with Floyd Medical Center	Director	Director Greater Community	N/A	36,7682	4.47%	Laurens County Farm Covenant Emergency Physicians		50% 50%
David J. Lance, Sr. Calhoun, GA USA	President/CEO Greater Community Bank	Pres/CEO Director	Pres/CEO Director Greater Community Bank		38,0000	4.57%	N/A		
M. Wayne Robinson Rome, GA, USA	President M. Wayne Robinson Builder Developer, Inc. ("MWRBDI")	Director	Director Greater Community Bank	Partner, Robinson/Temple ("RT")(real estate partnership) Secretary, CRT Development (real estate) Partner, RT&T Enterprise (real estate) Member, Great Shakes, LLC Member, Calhoun Foods, LLC Member, Hiram Foods, LLC Member, Cartersville Foods LLC Hamilton Ridge Apartments LLC 707 Tuern McCall LLC Robinson Holdings LLC	55,7034	6.76%	MWRBDI RT CRT Development RT&T Great Shakes Calhoun Foods Hiram Foods Cartersville Foods Hamilton Ridge Apts 707 Tuern McCall Robinson Holdings Robinson Fountain	partnership partnership partnership partnership LLC LLC LLC LLC LLC LLC LLC LLC LLC LLC	100% 50% 25% 50% 100% 50% 33% 33% 50% 50% 50% 100% 50%

**Greater Community Bancshares, Inc.**  
**Annual Report of Bank Holding Companies - FRY-6**  
**as of December 31, 2015**

**Item 4: Insiders**

(1) Name & address,	(2) Principal Occupation	(3) Title/Position with			(4) Percentage of Voting Shares In:					
		Bank Holding Co.	Subsidiaries	Other Businesses	Bank Holding Co.		Other Business => 25%			
					No of Shs	% of Class	Co. Name	No of Shs	% of Class	
William B. Temple Rome, GA USA	Real estate agent Toles, Temple & Wright, Inc.	Director	Director	N/A	15,9897	1.95%	RT&T Enterprises RE partnership		25%	
			Greater Community				William B. Temple, Inc.		100%	
							Saw Horse Group LLC		50%	
							Toles, Temple & Wright		50%	
							Hill City Land Company	49%		
Martha B. Waldstad Rome, GA, USA	Personal investment management	Director	Bank		52,6971	6.40%	LTDC	33.0	37%	
			Director	Partner, Lake Toccoa Development Co. ("LTDC")						
Edwin C. Watters Rome, GA, USA	President, Watters & Associates Landscape, Inc.	Director	Bank		18,8910	2.30%	Watters Development Corp		20%	
			Director	Member, Watters Properties, LLC					Watters Properties, LLC	20%
			Greater Community	Member, Brook-Watters, LLC					Brook-Watters, LLC	50%
Total Bank Holding Co.					<u>367,2677</u>	<u>44.60%</u>				

Note: No director or officer has any ownership of either Greater Community Bank or Greater Rome Statutory Trust II