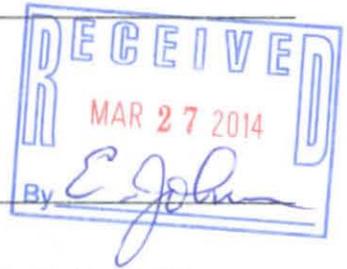


Board of Governors of the Federal Reserve System



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, Perry A. LaCaria

Reporter's Name, Street, and Mailing Address

Giant Holdings, Inc.

Name of the Holding Company Director and Official
President / CEO

Legal Title of Holding Company

6300 N.E. First Avenue #300

Title of the Holding Company Director and Official

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

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.

Fort Lauderdale

FL

33334

City

State

Zip Code

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.

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Russell C. Conrad

EVP / CFO

Name

Title

954-958-0021

Area Code / Phone Number / Extension

954-958-0021

Area Code / FAX Number

russ.conrad@giantbank.com

E-mail Address

www.giantbank.com

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

Signature of Holding Company Director and Official

03/20/2014

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 2994260
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

Form FR Y-6

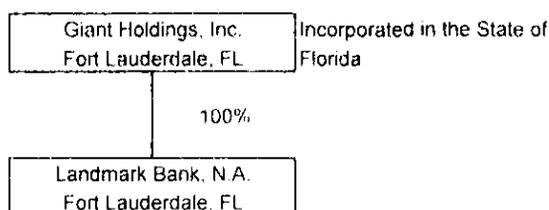
Giant Holdings, Inc.
6300 N.E. First Avenue
3rd Floor
Fort Lauderdale, FL 33334

Fiscal Year Ended December 31, 2013

Report Item

- 1: a The BHC is not required to prepare form 10K with the SEC.
1: b. The BHC distributes copies of its annual audit report to its shareholders.
Copy of this report is enclosed

- 2: a. Organization Chart



- 2: b. Corrections to the branch listing were submitted
In addition, Landmark Bank has an internet division "giantbank.com" that provides electronic banking at 6300 N E First Avenue #300, Fort Lauderdale, FL 33334.

- 3: Shareholders
Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12-31-2013

(1)(a) Name & Address	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities
Jeffrey S. Roschman Fort Lauderdale, FL	USA	4,885,318 - 36% Common Stock 25,160 - 49% Convertible Preferred Stock
Robert J. Roschman Fort Lauderdale, FL	USA	3,123,636 - 23% Common Stock 16,891 - 33% Convertible Preferred Stock
Perry A. LaCaria Boca Raton, FL	USA	479,000 - 4% Common Stock 400,000 - 3% Options on Common Stock 1,000 - 2% Convertible Preferred Stock

(2) None

Results: A list of branches for your depository institution: LANDMARK BANK, N.A. (ID_RSSD: 2721765).

This depository institution is held by GIANT HOLDINGS, INC. (2994260) of FORT LAUDERDALE, 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 never owned by this depository institution, enter 'Delete' in the Data Action column and the opening or acquisition 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)	2721765	LANDMARK BANK, N.A.	2600 EAST COMMERCIAL BLVD.	FORT LAUDERDALE	FL	33308	BROWARD	UNITED STATES	61744	0	LANDMARK BANK, N.A.	2721765	
Delete	3/13/2014	Full Service	4502810	DOWNTON FORT LAUDERDALE BRANCH	707 SE 3RD AVENUE, FIRST FLOOR	FORT LAUDERDALE	FL	33316	BROWARD	UNITED STATES	Not Required	Not Required	LANDMARK BANK, N.A.	2721765	
ok		Full Service	4526414	DOWNTOWN OFFICE	707 SE 3RD AVENUE, SUITE 100	FORT LAUDERDALE	FL	33316	BROWARD	UNITED STATES	Not Required	Not Required	LANDMARK BANK, N.A.	2721765	

Insiders

(1) Name & Address	(2) Principal Occupation if other than with BHC	(3)(a) Title & Position with BHC	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with Other Businesses	(4)(a) Percentage of Voting Shares in BHC	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) Names & Percentage of voting securities held (if 25% or more) of other companies
Jeffrey S. Roschman Fort Lauderdale, FL	Business Owner & Investor	Director & Chairman	Director & Chairman Landmark Bk	Partner - Triple R Associates	36% Common 49% Preferred	None	Triple R Associates 50% Michigan Restaurant, Inc. 50% Roschman Restaurant Admin 21% Intercomp USA, Inc 80% Apex Development Corp. 50% Cove Road Investments 50% 6300 Acquisition LLC 50% Roschman Family Part No. 1 49.5% CT Capital, LP 100% Kainos, LLC 30% Dynamic Color Inc. 50% CPT Inc. 50% KAM Specialties 44%
Robert J. Roschman Fort Lauderdale, FL	Business Owner & Investor	Director	Director Landmark Bk	Partner - Triple Triple R Assoc Pres-Roschman Restaurant Adm Pres - Virgan Assoc Pres - Apex Development Pres - Roschman Invest Corp Pres - L&V R E Advisors Pres - T,L,C&V R E Advisors	23% Common 33% Preferred	None	Triple R Associates 49.5% 6300 Acquisition LLC 50% Florida Equities LLC 38% Roschman Restaurant Admin 34% RG Reserve, Inc 50% Art Institute LLC 67% Roschman Family Part No. 1 49.5% Apex Development Corp 50% Sandy Cove Plaza LLC 50% JJR Investment Corp 50% Jero Fort Pierce LLC 50% Romei Investments, LLC 50% Virgan Associates, Inc 100% Grindstone Properties, LLC 100% Grindstone Management, LLC 100% Drum, LLC 51% 1105, LLC 50% Roschman Investment Corp 50% J & J Enterprises 50% Triple R Acquisition Corp 50% Cat Island Investments, LLC 33%

4: Insiders

(1) Name & Address	(2) Principal Occupation if other than with BHC	(3)(a) Title & Position with BHC	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with Other Businesses	(4)(a) Percentage of Voting Shares in BHC	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) Names & Percentage of voting securities held (if 25% or more) of other companies
							L & V Real Estate Advisors 100% T, L, C & V Real Estate Advisor 50% Larro, LLC 51%
Perry A. LaCaria Boca Raton, FL	N/A	Director - CEO & President	Director - CEO & President Landmark Bk	N/A	7% Common 2% Preferred	None	N/A
Stephan Tchividjian Pompano Beach, FL	Consultant	Director	Director Landmark Bk	Consultant to Non-Profits	>1% Common	None	N/A
Allen Hertzman Louisville, KY	Business Owner & Investor	Director	Director Landmark Bk	Pres - JOHNCOL Pres - Bethel Plaza, Inc.	3% Common 2% Preferred	None	JOHNCOL, Inc. 45% HOPCO 30% Bethel Plaza, Inc. 28% Woodstone Capital 100% AFN Properties LLC 100% Hertzman Foods, Inc. 100%
Russell Conrad Boca Raton, FL	N/A	Director EVP / CFO	Director EVP / CFO Landmark Bk	N/A	1% Common	None	N/A
C. Timothy O'Connor Fort Lauderdale, FL	N/A	Assistant Secretary	SVP Landmark Bk	N/A	>1% Common	None	N/A