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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, 2014

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Hamilton State Bancshares, Inc.

Legal Title of Holding Company

1907 Highway 211

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

Hoschton GA 30548

City State Zip Code

N/A

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Robert C. Oliver CEO

Name Title

770-868-2699

Area Code / Phone Number / Extension

770-868-2669

Area Code / FAX Number

boliver@hamiltonstatebank.com

E-mail Address

www.hamiltonstatebank.com

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

I, Robert C. Oliver

Name of the Holding Company Director and Official

Chief Executive Officer and Director

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.

Signature of Holding Company Director and Official

03/31/2015

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 3392331  
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.

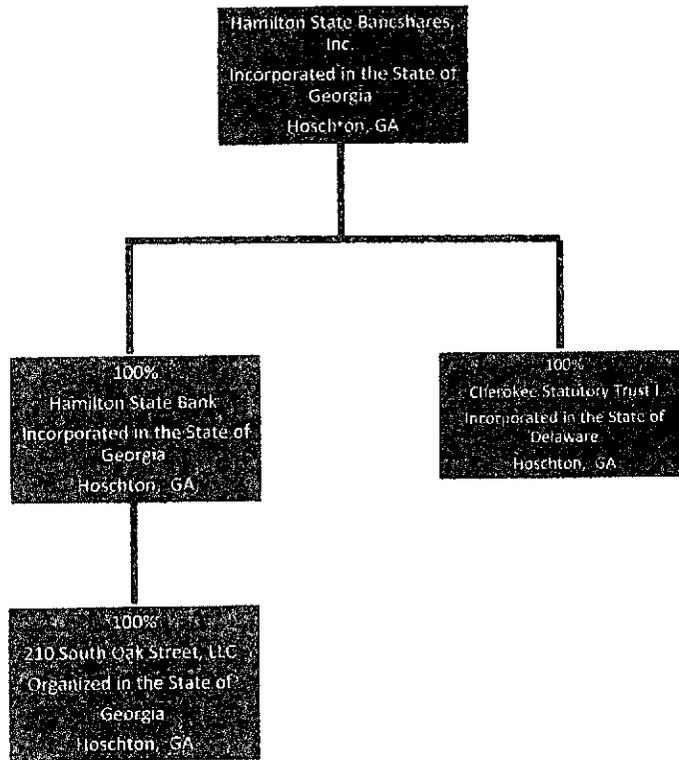
The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No



# **Public Volume**

## Item 2a: Organization Chart



Results: A list of branches for your depository institution: HAMILTON STATE BANK (ID\_RSSD: 3294583). This depository institution is held by HAMILTON STATE BANK SHARES, INC. (3392331) of HOSCHTON, GA. The data are as of 03/31/2015. Data reflects information that was received and processed through 10/06/2015.

**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.

Branch ID	Branch Name	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
3294583	HAMILTON STATE BANK		1907 HIGHWAY 211	HOSCHTON	GA	30948	BURROV	UNITED STATES	42897		HAMILTON STATE BANK	3294583	
3294583	JACKSONVILLE BRANCH		3895 LEFT DAVIS LANE NORTH-WEST	ACMORTH	GA	30701	COBB	UNITED STATES	42803		HAMILTON STATE BANK	3294583	
3294583	CANTON BRANCH		1775 BERTHOLD PARKWAY	CANTON	GA	30114	CHEROKEE	UNITED STATES	74975		HAMILTON STATE BANK	3294583	
3294583	SOUTH CANTON BRANCH		3595 MARIETTA HIGHWAY	CANTON	GA	30114	CHEROKEE	UNITED STATES	36493		HAMILTON STATE BANK	3294583	
3294583	CARTERSVILLE BRANCH		301 E CHURCH STREET	CARTERSVILLE	GA	30120	BARTOW	UNITED STATES	14867		HAMILTON STATE BANK	3294583	
3294583	LADY'S MOUNTAIN BRANCH OFFICE		12 LUMBER ROAD, SUITE A	CARTERSVILLE	GA	30120	BARTOW	UNITED STATES	35907		HAMILTON STATE BANK	3294583	
3294583	NORTH CORNERS BRANCH		922 JOE FRANK HARRIS PARKWAY	CARTERSVILLE	GA	30120	BARTOW	UNITED STATES	252959		HAMILTON STATE BANK	3294583	
3294583	CUMMING BRANCH		108 CANTON ROAD	CUMMING	GA	30040	FOYSIETH	UNITED STATES	440764		HAMILTON STATE BANK	3294583	
3294583	DALLAS BRANCH		519 HARDEE STREET	DALLAS	GA	30132	PAULDING	UNITED STATES	429518		HAMILTON STATE BANK	3294583	
3294583	FAIRBURN ROAD BRANCH		6357 FAIRBURN ROAD	DOUGLASVILLE	GA	30134	DOUGLAS	UNITED STATES	Not Required		HAMILTON STATE BANK	3294583	
3294583	STEWARD PARKWAY BRANCH		6100 STEWARD PARKWAY	DOUGLASVILLE	GA	30135	DOUGLAS	UNITED STATES	253176		HAMILTON STATE BANK	3294583	
3294583	FAIRVIEW BRANCH		295 FAIRVIEW ROAD	ELLENWOOD	GA	30294	HENRY	UNITED STATES	24730		HAMILTON STATE BANK	3294583	
3294583	GAINSVILLE BRANCH		854 WASHINGTON STREET	GAINESVILLE	GA	30501	HALL	UNITED STATES	437609		HAMILTON STATE BANK	3294583	
3294583	HOSCHTON BRANCH		328 HWY 55	HOSCHTON	GA	30548	JACKSON	UNITED STATES	191649		HAMILTON STATE BANK	3294583	
3294583	JACKSON BRANCH		210 SOUTH OAK STREET	JACKSON	GA	30233	BUTTS	UNITED STATES	13053		HAMILTON STATE BANK	3294583	
3294583	JEFFERSON BRANCH		1586 WASHINGTON STREET	JEFFERSON	GA	30549	JACKSON	UNITED STATES	191647		HAMILTON STATE BANK	3294583	
3294583	LITHIA SPRINGS BRANCH OFFICE		3491 SKY VIEW DRIVE	LITHIA SPRINGS	GA	30222	DOUGLAS	UNITED STATES	363072		HAMILTON STATE BANK	3294583	
3294583	CRUMBLEY ROAD BRANCH OFFICE		295 HIGHWAY 155	MCDONOUGH	GA	30253	HENRY	UNITED STATES	364096		HAMILTON STATE BANK	3294583	
3294583	HIGHWAY 81 BRANCH OFFICE		1908 HIGHWAY 81 EAST	MCDONOUGH	GA	30253	HENRY	UNITED STATES	461351		HAMILTON STATE BANK	3294583	
3294583	MCDONOUGH BRANCH		114 COVINGTON STREET	MCDONOUGH	GA	30253	HENRY	UNITED STATES	247751		HAMILTON STATE BANK	3294583	
3294583	MONTICELLO BRANCH		208 E GREEN ST	MONTICELLO	GA	31064	JASPER	UNITED STATES	1417		HAMILTON STATE BANK	3294583	
3294583	OSKWOOD BRANCH		3607 MUNDY MILL ROAD, SUITE 110	OSKWOOD	GA	30566	HALL	UNITED STATES	472613		HAMILTON STATE BANK	3294583	
3294583	HUDSON BRIDGE ROAD OFFICE		1810 HUDSON BRIDGE ROAD	STOCKBRIDGE	GA	30281	HENRY	UNITED STATES	247752		HAMILTON STATE BANK	3294583	
3294583	STOCKBRIDGE BRANCH		4828 NORTH HENRY BOULEVARD	STOCKBRIDGE	GA	30281	HENRY	UNITED STATES	Not Required		HAMILTON STATE BANK	3294583	
3294583	WOODSTOCK BRANCH		159 WOODSTOCK SQUARE AVENUE	WOODSTOCK	GA	30189	CHEROKEE	UNITED STATES	466788		HAMILTON STATE BANK	3294583	