

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

none

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

I, **Jerry D. Campbell**

Name of the Holding Company Director and Official

Chairman, President and CEO

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
HomeBancorp, Inc.

Legal Title of Holding Company

101 E. Kennedy Blvd., Suite 4100

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

Tampa

FL

33602

City

State

Zip Code

N/A

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Jeffrey D. Saunders

Executive VP & CFO

Name

Title

813-549-7154

Area Code / Phone Number / Extension

813-762-1370

Area Code / FAX Number

jeff.saunders@homebanc.com

E-mail Address

homebanc.com

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

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.

J. D. Campbell
05/12/15

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 3517419
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.

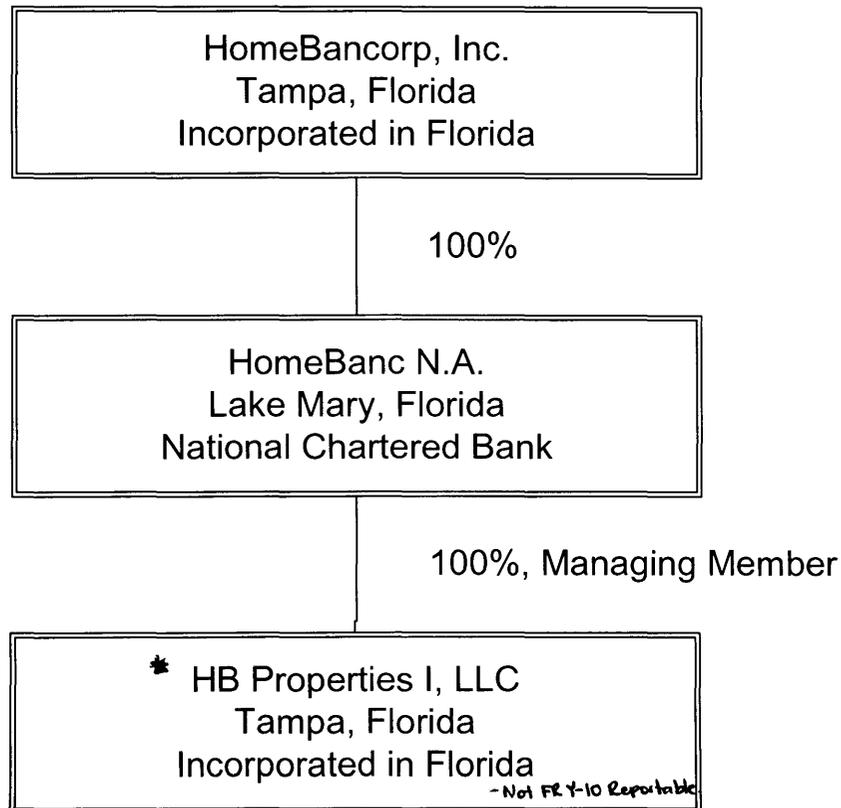
The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

**Form FRY-6
HomeBancorp, Inc.
Tampa, Florida USA
Incorporated in Florida**

Fiscal Year Ending December 31, 2014

Report Item 2a



Results: A list of branches for your holding company: **HOMEBCORP, INC. (3577419) of TAMPA, FL.**
 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)	3577389	HOMEBCANC NATIONAL ASSOCIATION	3701 WEST LAKE MARY BOULEVARD	LAKE MARY	FL	32746	SEMINOLE	UNITED STATES	441850	0	HOMEBCANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3634620	NORTHWOOD BRANCH	3024 ENTERPRISE ROAD EAST	CLEARWATER	FL	33759	PINELLAS	UNITED STATES	451803	13	HOMEBCANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3634714	DUNEDIN BRANCH	2046 BAYSHORE BOULEVARD	DUNEDIN	FL	34698	PINELLAS	UNITED STATES	448969	12	HOMEBCANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3634723	KENNETH CITY BRANCH	5825 54TH AVENUE NORTH	KENNETH CITY	FL	33709	PINELLAS	UNITED STATES	444024	11	HOMEBCANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3930407	BELLEAIR BRANCH	101 INDIAN ROCKS ROAD NORTH	LARGO	FL	33770	PINELLAS	UNITED STATES	493470	4	HOMEBCANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3634778	WALSINGHAM BRANCH	13175 WALSINGHAM ROAD	LARGO	FL	33774	PINELLAS	UNITED STATES	454901	15	HOMEBCANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3634787	PINELLAS PARK BRANCH	7600 US HIGHWAY 19 NORTH	PINELLAS PARK	FL	33781	PINELLAS	UNITED STATES	455798	16	HOMEBCANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3634741	PASADENA BRANCH	6850 CENTRAL AVENUE	SAINT PETERSBURG	FL	33707	PINELLAS	UNITED STATES	442234	10	HOMEBCANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3811850	LAKEWOOD RANCH BRANCH	6230 UNIVERSITY PARKWAY	SARASOTA	FL	34240	SARASOTA	UNITED STATES	479361	1	HOMEBCANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3634750	SEMINOLE BRANCH	13700 PARK BOULEVARD	SEMINOLE	FL	33776	PINELLAS	UNITED STATES	453620	14	HOMEBCANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	4520784	NORTH DALE MABRY BRANCH	327 N. DALE MABRY HIGHWAY	TAMPA	FL	33609	HILLSBOROUGH	UNITED STATES	540373	17	HOMEBCANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3938999	RACETRACK BRANCH	13015 RACE TRACK ROAD	TAMPA	FL	33626	HILLSBOROUGH	UNITED STATES	493471	5	HOMEBCANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	4457808	WINTER PARK BRANCH	123 EAST MORSE BOULEVARD	WINTER PARK	FL	32789	ORANGE	UNITED STATES	538213	8	HOMEBCANC NATIONAL ASSOCIATION	3577389	

OK
 Spc.

Form FR Y-6
HomeBancorp, Inc.
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.			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 fiscal year ending 12-31-2014.		
(1)(a) Names and Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Names and Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Jerry D. Campbell Clearwater, Florida USA	USA	65,140 = 1.20% of Common Stock 437,600 = 7.36% Vested Options on Common Stock	U.S. Dept. of Treasury Washington, DC	N/A	7,398 – 100% Senior Non-cumulative Perpetual Preferred Stock – Series A
			BSOF Master Fund LP Arlington, VA	N/A	6,667 – 66.7% Senior Non- cumulative Perpetual Preferred Stock – Series B
			1907 EJJ Funds, LTD Arlington, VA	N/A	3,333 – 33.3% Senior Non- cumulative Perpetual Preferred Stock – Series B

Form FR Y-6
HomeBancorp, Inc.
Fiscal Year Ending December 31, 2014
Report Item 4: Insiders
(1), (2), (3)(a)(b)(c) and (4)(a)(b)(c)

(1) Names and Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & 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 (List names of companies and percentage of voting securities held)
Jerry D. Campbell Clearwater, Florida USA	N/A	Chairman, CEO & President	Chairman, CEO & President, HomeBanc N.A.	N/A	1.20%	0	N/A
Dana M. Cluckey Tampa, Florida USA	N/A	Vice Chairman	N/A	N/A	.81%	0	N/A
Barry J. Eckhold Sarasota, Florida USA	N/A	Vice Chairman	N/A	N/A	.39%	0	N/A
Charlie W. Brinkley, Jr. Nashville, Tennessee USA	Florida Market Executive First National Bankers Bank	Director	N/A	Partner – Dunn & Brinkley Properties, LLC Partner – 403 Captiva, LLC Partner – The Bluffs at Winter Harbor	.52%	0	Dunn & Brinkley Properties, LLC – 50% 403 Captiva, LLC – 50% The Bluffs at Winter Harbor – 50%
Randolph H. Fields Winter Park, Florida USA	Attorney	Director	N/A	Attorney of Counsel, Gray/Robinson, PA Chairman & Director, Huston Buick GMC Cadillac Inc. Director, Fields Motorcars of Florida, Inc. Director, Gencor Industries, Inc. President & Director, Drusilla Farwell Foundation Manager, Corona Materials, LLC President, Go Blue, LLC Managing Member, R&S Fields Limited Partnership President, Randolph H. Fields, P.A. Director, Fields PAG, Inc.	.34%	0	Huston Buick GMC Cadillac Inc. – 11% Corona Materials, LLC – 45% Go Blue, LLC – 100% R&S Fields Limited Partnership – 50% Randolph H. Fields, P.A. – 100% Corona Partners – 90% Roundtable Resources, LLC – 50%
Dennis J. Ibold Chardon, Ohio USA	Attorney	Director	N/A	Director & President, Petersen & Ibold Director & President, Geauga Title Insurance Agency, Inc. Director & President, South Place, Inc. Managing Partner, River Oaks	1.84%	0	Petersen & Ibold, Inc. – 33.3% Gauga Title Insurance Agency, Inc. – 25.5% River Oaks Investment Co. – 25% Village Station Associates – 25% Ibold Investments, Inc. – 100%

Form FR Y-6
HomeBancorp, Inc.
Fiscal Year Ending December 31, 2014
Report Item 4: Insiders
(1), (2), (3)(a)(b)(c) and (4)(a)(b)(c)

(1) Names and Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & 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 (List names of companies and percentage of voting securities held)
				Investment Co. Partner, Village Station Associates Director & President, Ibold Investments, Inc. Director & President, Windmere Development Corporation General Manager, Windmere Limited Partnership General Manager, Lane Road Partners, LLC Manager, Chatham Glen, Ltd. Trustor, Dennis J. Ibold Irrevocable Life Ins. Trust Grantor, Dennis J. Ibold Revocable Trust Successor Trustee & Beneficiary, Anna M. Ibold Revocable Trust Trustee, Anna M. Ibold Irrevocable Trust General Manager, Dime Investment Co., LLC			Windmere Development Corporation – 50% Dennis J. Ibold Revocable Trust – 100%
David A. Jones Maitland, Florida USA	Certified Public Accountant	Director	Director, HomeBanc N.A.	President, David A. Jones CPA PA, Inc. Managing Partner, Sweitzer Nguyen Jones Partnership LLP Managing Partner, Jones and Nguyen Partnership LLP Managing Member, Club Pinecastle LLC Managing Member, Octopus Holdings LLC Managing Member, Old Apopka Apartments LLC	.19%	0	David A. Jones CPA PA – 100% Sweitzer Nguyen Jones Partnership LLP – 40% Jones and Nguyen Partnership LLP – 50% Club Pinecastle LLC – 25 % Octopus Holdings LLC – 50% Old Apopka Apartments LLC – 50%

Form FR Y-6
HomeBancorp, Inc.
Fiscal Year Ending December 31, 2014
Report Item 4: Insiders
(1), (2), (3)(a)(b)(c) and (4)(a)(b)(c)

(1) Names and Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & 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 (List names of companies and percentage of voting securities held)
Robert G. Liggett, Jr. Grosse Pointe Shores, Michigan USA	Chairman, Investment Firm	Director	N/A	Chairman: Liggett Investments LLC Liggett Ventures, LLC Liggett Communications LLC New Tower, Inc. Pointe News Group, LLC Big Boy Restaurant Group, LLC Speednet, LLC Speedconnect, LLC 9 Mile Harper, LLC Lansing Future Development, LLC	2.20%	0	Liggett Investments, LLC – 100% owned Liggett Ventures, LLC – 100% owned (*) Liggett Communications LLC – 80% owned New Tower, Inc. – 100% owned (*) Companies owned by Liggett Ventures: - Pointe News Group, LLC – 95% - Big Boy Restaurant Group, LLC – 100% - Speednet, LLC – 93% - Speedconnect, LLC – 70% - 9 Mile Harper LLC – 55% - Lansing Future Development LLC – 93%
Frederick A. Raffa Maitland, Florida USA	Consulting Economist	Director	Director, HomeBanc N.A.	N/A	1.78%	0	Raffa Consulting Economists, Inc. – 100%
William C. Rands III Grosse Pointe, Michigan USA	Investor and Community Leader. Retired Investment Manager	Director	N/A	N/A	3.90%	0	N/A
Debra A. Hanses Novakoski Tampa, Florida USA	N/A	Executive Vice President	Executive Vice President, HomeBanc N.A.	N/A	.88%	0	N/A
Jeffrey D. Saunders Tampa, Florida USA	N/A	Executive Vice President, CFO	Executive Vice President, CFO HomeBanc N.A.	N/A	.28%	0	N/A