



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, **Leonard H. Bateman**

Reporter's Name, Street, and Mailing Address

Name of the Holding Company Director and Official

**Hazlehurst Investors, Inc.**

President and CEO

Legal Title of Holding Company

Title of the Holding Company Director and Official

**PO Box 628**

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.

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

**Hazlehurst GA 31539**

City State Zip Code

**22 South Tallahassee Street**

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:

**Leonard H. Bateman CEO**

Name Title

**912-375-4228**

Area Code / Phone Number / Extension

**912-375-3545**

Area Code / FAX Number

**lbateman@bankofhazlehurst.com**

E-mail Address

Signature of Holding Company Director and Official

*Leonard H. Bateman Sr.*

Date of Signature

*2-10-15*

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

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 3140961  
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.

N/A

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Legal Title of Subsidiary Holding Company

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

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City State Zip Code

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Physical Location (if different from mailing address)

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City State Zip Code

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Physical Location (if different from mailing address)

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REPORT ITEM 1A: Form 10-K filed with the Securities and Exchange Commission.  
None

REPORT ITEM 1B: Annual Report to shareholders:  
None

REPORT ITEM 2: ORGANIZATION CHART

HAZLEHURST INVESTORS, INC.  
P.O. Box 628  
22 S. Tallahassee Street  
Hazlehurst, Georgia 31539  
E.M. Wilkes, III, Chairman of the Board  
Leonard H. Bateman, President & CEO  
State of Incorporation: Georgia  
(Parent Company)

BANK OF HAZLEHURST  
P.O. Box 628  
22 S. Tallahassee Street  
Hazlehurst, Georgia 31539  
E.M. Wilkes, III, Chairman of the Board  
Leonard H. Bateman, President & CEO  
State of Incorporation: Georgia  
(Wholly Owned Subsidiary)  
(100%)

Supplement to Organization Chart:

- 2a - None
- 2b - See Attached Chart
- 2c - None
- 2d - None

REPORT ITEM 2b

HAZLEHURST INVESTORS, INC.  
HAZLEHURST, GEORGIA  
DOMESTIC BRANCH LISTING

<u>Branch Service Type</u>	<u>Popular Name</u>	<u>Date Branch Opened</u>	<u>Street Address</u>	<u>City</u>	<u>State</u>	<u>Zip Code</u>	<u>County</u>	<u>Country</u>	<u>Head Office</u>
Full Service (Head Office)	Bank of Halzehurst	October, 1906	22 South Tallahassee St	Hazlehurst	GA	31539-2732	Jeff Davis	United States	Bank of Hazlehurst
Full Service	Douglas Highway Branch	January, 1989	162 South Tallahassee St	Hazlehurst	GA	31539	Jeff Davis	United States	Bank of Hazlehurst

### REPORT ITEM 3: SECURITIES HOLDERS

Following is a list of shareholders, of record, that directly or indirectly, owns, controls or holds with power to vote 5 percent or more of any class of voting securities of the Company.

(1)

<b>Shareholder &amp; Address</b>	<b>Number of Shares Owned</b>	<b>Percent of Total Outstanding Shares</b>
Darrell Beasley Hazlehurst, GA U. S. Citizen	23,868	21.76%
Jacquelyn J. Elrod, Trustee of the Elrod Family Gift Trust Hazlehurst, GA U. S. Citizen	16,252	14.82%
Rabun Beasley Hazlehurst, GA U. S. Citizen	10,533	9.60%
Zachary T. Johnson Hazlehurst, GA U.S. Citizen	10,232	9.33%
Derek N. Johnson Hazlehurst, GA U.S. Citizen	6,019	5.49%
Latrell McLeod Hazlehurst, GA U.S. Citizen	5,514	5.03%

(2) None



**HAZLEHURST INVESTORS, INC.**  
**HAZLEHURST, GEORGIA**  
**INSIDERS**

Following is a list of the principal shareholders, directors, and executive officers of the Company as of December 31, 2014:

4(1)	4(2)	4(3) (a) & (b)	4(4) (a)	4(3) (c)	4(4) (c)
Name and Address	Principal Occupation If Other	Title/Position in Holding Company and Subsidiary	Percentage of Voting Shares in Bank Holding Company	Title/Position in Other Business	Other Business Number/Percentage of Shares Owned if >25%
Darrill Beasley Hazlehurst, Georgia USA	General Manager - Beasley Forest Products	Director, Hazlehurst Investors, Inc.	21.76%	Beasley Forest Products, Inc. Officer	50%
		Director, Bank of Hazlehurst		Beasley Timber Management, LLC Partner	50%
				Beasley Timber Company, Inc. Partner	10%
				Beasley Tree Farms, LLC Partner, Shareholder	33.33%
				Beasley Renewable Fuels, LLC Partner	33.33%
Jacquelyn J. Elrod, Trustee of the Elrod Family Gift Trust Hazlehurst, Georgia USA	Teller	Principle and Shareholder, Hazlehurst Investors, Inc.	14.82%	Hazlehurst Main Street, Inc. Partner	50.00%
Grant Gainer Hazlehurst, Georgia USA	President - Gainer Brothers, Inc.	Director, Hazlehurst Investors, Inc.	3.65%	Gainer Brothers, Inc. President	50%
		Director, Bank of Hazlehurst		Gainer & Ragland, Inc. Secretary	None
Latrell McLeod Hazlehurst, Georgia USA	Accounting - Officer Manager	Director, Hazlehurst Investors, Inc. Director, Bank of Hazlehurst	5.03%	Kenneth D. McLeod, CPA, PC Treasurer	None
James H. Peterson Hazlehurst, Georgia USA	PalletOne Regional Manager Sales & Procurement	Secretary/Treasurer, Director, Hazlehurst Investors, Inc. Secretary, Director, Bank of Hazlehurst	0.91%	PalletOne Regional Manager	None
Jimmie Ryles Hazlehurst, Georgia USA	Ryles Maximum Auto Care, Inc.	Director, Hazlehurst Investors, Inc. Director, Bank of Hazlehurst	2.15%	Ryles Maximum Auto Care, Inc. President	100%
Marcus Trowell, Jr. Hazlehurst, Georgia USA	President - Trowell Insurance Agency	Director, Hazlehurst Investors, Inc.	1.45%	Trowell Insurance Agency President	100%
		Director, Bank of Hazlehurst		Trowell, Inc. President	100%
				J.E. Trowell Family Trust Trustee	None
E. M. Wilkes, III Hazlehurst, Georgia USA	Superior Court Judge	Director, Chairman, Hazlehurst Investors, Inc. Director, Chairman, Bank of Hazlehurst	1.10%	Jeff Davis Athletic Association, Inc. Director & Secretary	None
Leonard H. Bateman Hazlehurst, Georgia USA	Bank President	President/CEO, Director, Hazlehurst Investors, Inc. President/CEO, Director, Bank of Hazlehurst	0.36%	None	None

Note: Unless otherwise noted, Shareholders, Directors and Officers of the Company are U.S. Citizens

Item 4(4) (b) N/A, all subsidiaries are wholly owned by Hazlehurst Investors, Inc.