

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, 2012

Month / Day / Year

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

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.

Physical location (if different from mailing address)

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.

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
813-228-8305
Area Code / FAX Number
jeff.saunders@homebanc.com
E-mail Address
www.homebanc.com
Address (URL) for the Holding Company's web page

J.D. Campbell
Signature of Holding Company Director and Official
3-21-13
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 3577419
C.I. _____

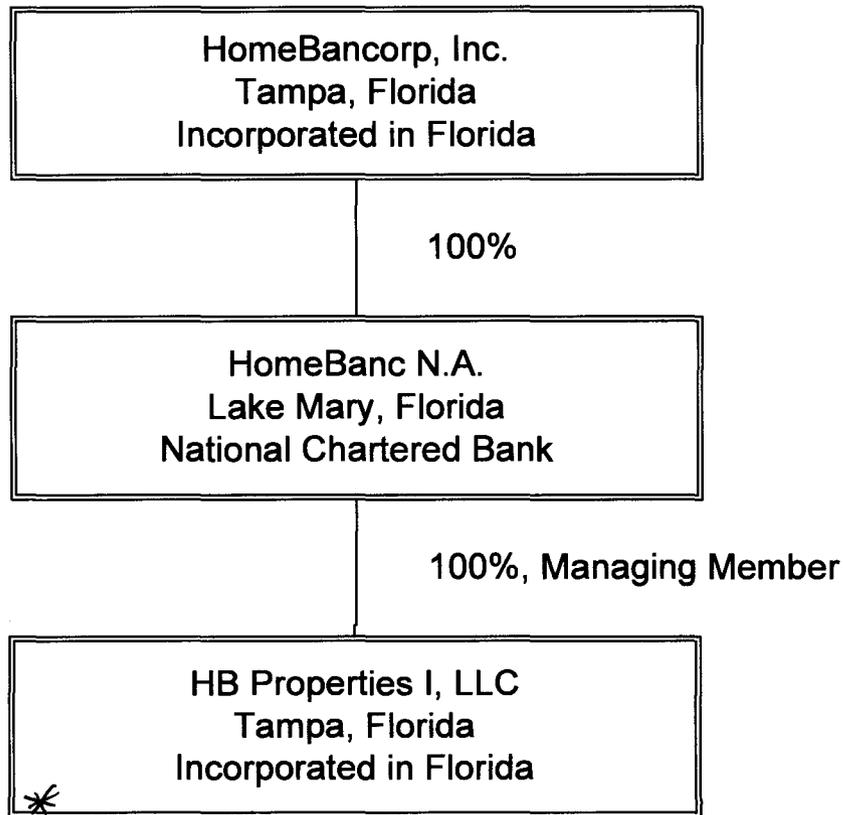
Does the reporter request confidential treatment for any portion of this submission?

- Yes Please identify the report items to which this request applies:
Report Item 4(3)(C) and 4(4)(C)
- 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, 2012

Report Item 2a



* *Not Reportable on the FRY 10
Hold OREO property
PMB
5-14-13*

Form FR Y-6
HomeBancorp, Inc.
Fiscal Year Ending December 31, 2012
Report Item 2b: Branch Locations

At December 31, 2012, HomeBanc N.A. had the following full service branch locations:

- ✓ Lake Mary Branch, opened April 23, 2007 at 3701 W. Lake Mary Blvd., Lake Mary, Seminole County, Florida, USA, 32746. This is a full service branch.
- ✓ Lakewood Ranch Branch, opened June 11, 2008 at 6230 University Parkway, Suite 101, Sarasota, Sarasota County, Florida, USA, 34240. This is a full service branch.
- ✓ Bromley Branch, opened September 4, 2008 at 3725 W. Grace Street, Suite 120, Tampa, Hillsborough County, Florida, USA, 33607. This is a full service branch.
- ✓ Rocky Point Branch, opened September 9, 2008 at 7650 Courtney Campbell Causeway, Suite 150, Tampa, Hillsborough County, Florida, USA, 33607. This is a full service branch.
- ✓ Belleair Bluffs Branch, opened February 12, 2009 at 101 N. Indian Rocks Road, Belleair Bluffs, Pinellas County, Florida, USA, 33770. This is a full service branch.
- ✓ Westchase Branch, opened February 23, 2009 at 13015 Racetrack Rd., Hillsborough County, Florida, USA, 33626. This is a full service branch.
- ✓ Countryside Branch, opened June 1, 2010 at 2566-G McMullen Booth Rd., Clearwater, Pinellas County, Florida, USA, 33761. This is a full service branch.
- ✓ Winter Park Branch, opened December 3, 2012 at 123 E. Morse Blvd., Winter Park, Orange County, Florida 32789. This is a full service branch.

These branches are all full service branches.

Form FR Y-6
HomeBancorp, Inc.
Fiscal Year Ending December 31, 2012
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 12-31-2012.			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 12-31-2012.		
(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	125,011 = 2.30% of Common Stock 435,000 = 7.41% Options on Common Stock	U.S. Dept. of Treasury 1500 Pennsylvania Ave., NW Washington, DC 20220	N/A	7,398 – 100% Senior Non-cumulative Perpetual Preferred Stock – Series A
Robert G. Liggett, Jr. Grosse Pointe Shores, Michigan USA	USA	307,200 = 5.65% of Common Stock 18,000 = 0.33% Options on Common Stock			
Art Van Elslander Bloomfield Hills, Michigan USA	USA	315,000 = 5.79% of Common Stock 18,000 = 0.33% Options on Common Stock			

Form FR Y-6
HomeBancorp, Inc.
Fiscal Year Ending December 31, 2012
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.		2.30%	0	
Dana M. Cluckey Owosso, Michigan USA	N/A	Vice Chairman	N/A		.85%	0	
Barry J. Eckhold Sarasota, Florida USA	N/A	Vice Chairman	N/A		.39%	0	
Randolph H. Fields Winter Park, Florida USA	Attorney	Director	N/A		.34%	0	
Louis Geys Longwood, Florida USA	Land Developer/ Investor	Director	Director, HomeBanc N.A.		.57%	0	
Dennis J. Ibold Chardon, Ohio USA	Attorney	Director	N/A		1.84%	0	
David A. Jones Maitland, Florida USA	Certified Public Accountant	Director	Director, HomeBanc N.A.		.19%	0	
Robert G. Liggett, Jr. Grosse Pointe Shores, Michigan USA	Chairman, Investment Firm	Director	N/A		5.65%	0	

(*) – See Report Item 4: Insiders – CONFIDENTIAL EXHIBIT for this information

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(1), (2), (3)(a)(b)(c) and (4)(a)(b)(c)

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George D. Livingston Winter Park, Florida USA	Chairman, Realvest Development, LLC (commercial real estate broker and developer)	Director	Director, HomeBanc N.A.		.48%	0	
Kathleen B. McCann Harrison Township, Michigan USA	President/CEO, United Road Services, Inc. President, A AAA Autolog Corp. President, URS Midwest, Inc. President, Autolog Forwarding Corp. President, United Road Ontario, Inc. President, Auction Transport, Inc. President/CEO, CB URS Intermediate Corporation President/CEO, CB URS Holdings Corporation	Director	N/A		.53%	0	
Frederick A. Raffa Maitland, Florida USA	Consulting Economist	Director	Director, HomeBanc N.A.		1.60%	0	

(*) – See Report Item 4: Insiders – CONFIDENTIAL EXHIBIT for this information

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Fiscal Year Ending December 31, 2012
Report Item 4: Insiders
(1), (2), (3)(a)(b)(c) and (4)(a)(b)(c)

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William C. Rands III Grosse Pointe, Michigan USA	Investor and Community Leader. Retired Investment Manager	Director	N/A		3.71%	0	
Art Van Elslander Bloomfield Hills, Michigan USA	Chairman, Furniture Company	Director	N/A		5.79%	0	
Debra A. Hanses Tampa, Florida USA	N/A	Executive Vice President	Executive Vice President, HomeBanc N.A.		.80%	0	
Jeffrey D. Saunders Tampa, Florida USA	N/A	Executive Vice President, CFO	Executive Vice President, CFO HomeBanc N.A.		.20%	0	

(*) – See Report Item 4: Insiders – CONFIDENTIAL EXHIBIT for this information