

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

JUN 27 2014

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, Jerry D. Campbell

Reporter's Name, Street, and Mailing Address

HomeBancorp, Inc.

Name of the Holding Company Director and Official

Legal Title of Holding Company

Chairman, President and CEO

101 E. Kennedy Blvd., Suite 4100

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.

Tampa

FL

33602

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:

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

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: [X] 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: [] 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." [X] No

For Use By Tiered Holding Companies - *Not applicable*

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical location (if different from mailing address)</p>	<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical location (if different from mailing address)</p>
<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical location (if different from mailing address)</p>	<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical location (if different from mailing address)</p>
<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical location (if different from mailing address)</p>	<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical location (if different from mailing address)</p>
<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical location (if different from mailing address)</p>	<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical location (if different from mailing address)</p>

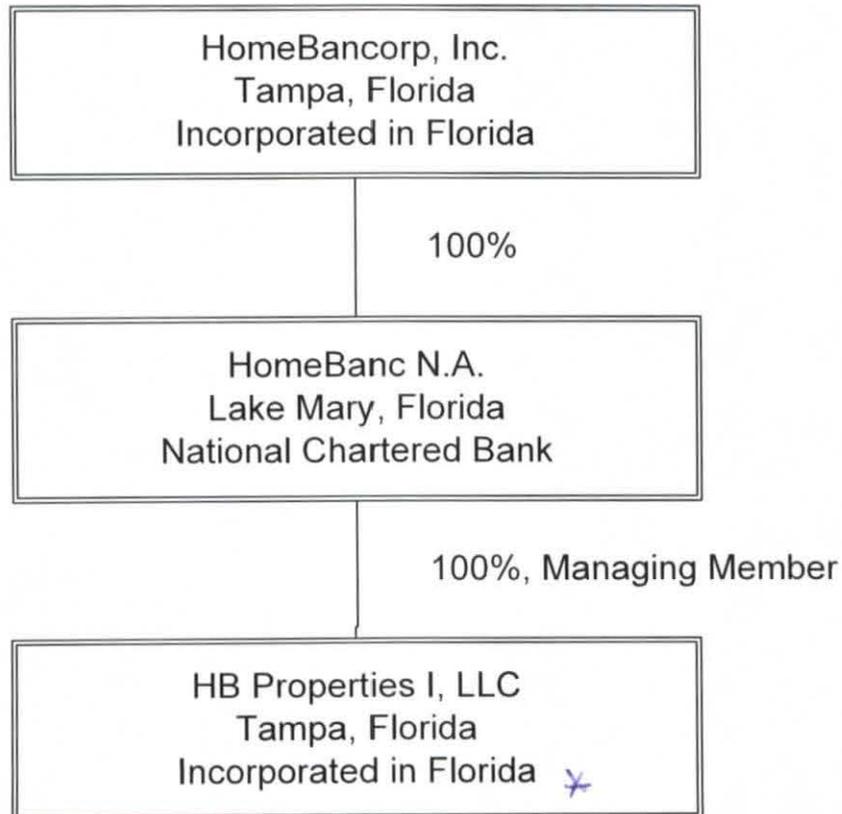
Form FR Y-6
HomeBancorp, Inc.
Fiscal Year Ending December 31, 2013
Report Item 1: Annual Report to Shareholders

Find enclosed two copies of annual report which includes the audited financial statements of HomeBancorp, Inc.

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

Fiscal Year Ending December 31, 2013

Report Item 2a



** Not reportable on FRY10*

Form FR Y-6
HomeBancorp, Inc.
Fiscal Year Ending December 31, 2013
Report Item 2b: Branch Locations

At December 31, 2013, HomeBanc N.A. had the following full service branch locations:

- Lake Mary Branch, opened April 23, 2007 at 3701 W. Lake Mary Boulevard, 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, Manatee County, Florida, USA, 34240. 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 Race Track Road, Tampa, Hillsborough County, Florida, USA, 33626. This is a full service branch.
- Winter Park Branch, opened December 3, 2012 at 123 E. Morse Boulevard, Winter Park, Orange County, Florida USA 32789. This is a full service branch.
- Countryside Branch, opened April 22, 2013 at 3024 Enterprise Road East, Clearwater, Pinellas County, Florida, USA, 33759. This is a full service branch.
- Central Branch, opened April 22, 2013 at 6850 Central Avenue, St. Petersburg, Pinellas County, Florida, USA 33707. This is a full service branch.
- Dunedin Branch, opened April 22, 2013 at 2046 Bayshore Boulevard, Dunedin, Pinellas County, Florida USA 34698. This is a full service branch.
- Kenneth City Branch, opened April 22, 2013 at 5825 54th Avenue North, Kenneth City, Pinellas County, Florida USA 33709. This is a full service branch.
- Pinellas Park Branch, opened April 22, 2013 at 7600 US Highway 19 North, Pinellas Park, Pinellas County, Florida USA 33781. This is a full service branch.
- Seminole Branch, opened April 22, 2013 at 13700 Park Boulevard, Seminole, Pinellas County, Florida USA 33776. This is a full service branch.
- Walsingham Branch, opened April 22, 2013 at 13175 Walsingham Road, Largo, Pinellas County, Florida USA 33774. This is a full service branch.
- North Dale Mabry Branch, opened June 3, 2013 at 327 N. Dale Mabry Highway, Tampa, Hillsborough County, Florida, USA, 33609. This is a full service branch.

These branches are all full service branches.

Results: A list of branches for your depository institution. The data is as of 12/31/2016. The data is for all FDIC-insured depository institutions in the United States. The data is as of 12/31/2016. The data reflects information that was received and processed through 12/31/2016.

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 closed or missed, enter "Close" in the **Data Action** column and the date of 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.

For printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legalsized 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 emailing 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 "Add," "Change," or "Close." 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 UNUM, 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	HOMEBANC NATIONAL ASSOCIATION	3701 WEST LAKE MARY BOULEVARD	LAKE MARY	FL	32746	SEMINOLE	UNITED STATES	441850	0	HOMEBANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3634570	NORTHWOOD BRANCH	3014 ENTERPRISE ROAD EAST	CLEARWATER	FL	33759	PINELLAS	UNITED STATES	451803	12	HOMEBANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3634714	DUNEDIN BRANCH	2046 BAYSHORE BOULEVARD	DUNEDIN	FL	34698	PINELLAS	UNITED STATES	448969	12	HOMEBANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3634713	KENNETH CITY BRANCH	5815 54TH AVENUE NORTH	KENNETH CITY	FL	34759	PINELLAS	UNITED STATES	444324	11	HOMEBANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3634717	BELL FAIR BRANCH	101 INDIAN ROCKS ROAD NORTH	LARGO	FL	33770	PINELLAS	UNITED STATES	494470	4	HOMEBANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3634778	WALSINGHAM BRANCH	13175 WALSINGHAM ROAD	LARGO	FL	33774	PINELLAS	UNITED STATES	454901	15	HOMEBANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3634787	PINELAKE PARK BRANCH	7607 US HIGHWAY 19 NORTH	PINELAKE PARK	FL	33781	PINELLAS	UNITED STATES	455796	10	HOMEBANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3634747	PASADENA BRANCH	6802 CENTRAL AVENUE	SANTEFE SPRING	FL	33707	PINELLAS	UNITED STATES	442234	10	HOMEBANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3811473	LAKWOOD BRANCH	16130 UNIVERSITY PARKWAY	SARASOTA	FL	34240	SARASOTA	UNITED STATES	479361	1	HOMEBANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3634705	SEMINOLE BRANCH	12700 PARK BOLLIE LANE	SEMIWOLE	FL	34776	PINELLAS	UNITED STATES	453620	14	HOMEBANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	4520768	NORTH DALE MABRY BRANCH	377 N. DALE MABRY HIGHWAY	TAMPA	FL	33609	HILLSBOROUGH	UNITED STATES	340372	2	HOMEBANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3938994	BRANTLEY BRANCH	13315 BRANTLEY ROAD	TAMPA	FL	33628	HILLSBOROUGH	UNITED STATES	499411	3	HOMEBANC NATIONAL ASSOCIATION	3577389	
OK		Full Service	3828940	ROCKY POINT BRANCH	7880 DORSETT CAMPBELL LAKESHORE	TAMPA	FL	33627	HILLSBOROUGH	UNITED STATES	371468	3	HOMEBANC NATIONAL ASSOCIATION	3577389	
OK	4/29/2016	Full Service	4417018	NORTH PARK BRANCH	121 EAST MOREHOUSE LANE	NORTH PARK	FL	32789	ORANGE	UNITED STATES	556118	3	HOMEBANC NATIONAL ASSOCIATION	3577389	

Form FR Y-6
HomeBancorp, Inc.
Fiscal Year Ending December 31, 2013
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 12-31-2013.			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 12-31-2013.		
(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	112,815 = 2.25% of Common Stock 431,500 = 7.94% 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
			BSOF Master Fund LP 2107 Wilson Blvd, Suite 4100 Arlington, VA 22201	N/A	6,667 – 66.7% Senior Non- cumulative Perpetual Preferred Stock – Series B
			1907 EJV Funds, LTD 2107 Wilson Blvd, Suite 4100 Arlington, VA 22201	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, 2013
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.		2.25%	0	
Dana M. Cluckey Tampa, FL USA	N/A	Vice Chairman	N/A		.91%	0	
Barry J. Eckhold Sarasota, Florida USA	N/A	Vice Chairman	N/A		.42%	0	
Charlie W. Brinkley, Jr. Nashville, Tennessee USA	Florida Market Executive First National Bankers Bank	Director	N/A		.57%	0	
Randolph H. Fields Winter Park, Florida USA	Attorney	Director	N/A		.37%	0	
Dennis J. Ibold Chardon, Ohio USA	Attorney	Director	N/A		2.00%	0	
David A. Jones Maitland, Florida USA	Certified Public Accountant	Director	Director, HomeBanc N.A.		.21%	0	
Robert G. Liggett, Jr. Grosse Pointe Shores, Michigan USA	Chairman, Investment Firm	Director	N/A		2.39%	0	
Frederick A. Raffa Maitland, Florida USA	Consulting Economist	Director	Director, HomeBanc N.A.		1.84%	0	

Form FR Y-6
HomeBancorp, Inc.
Fiscal Year Ending December 31, 2013
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)
William C. Rands III Grosse Pointe, Michigan USA	Investor and Community Leader. Retired Investment Manager	Director	N/A		4.23%	0	
Debra A. Hanses Novakoski Tampa, Florida USA	N/A	Executive Vice President	Executive Vice President, HomeBanc N.A.		.98%	0	
Jeffrey D. Saunders Tampa, Florida USA	N/A	Executive Vice President, CFO	Executive Vice President, CFO HomeBanc N.A.		.30%	0	

Form FR Y-6
HomeBancorp, Inc.
Fiscal Year Ending December 31, 2013
Report Item 4: Insiders
(3)(c) and (4)(c)

(1) Names and Address (City, State, Country)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(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	N/A
Dana M. Cluckey Tampa, FL USA	N/A	N/A
Barry J. Eckhold Sarasota, Florida USA	N/A	N/A
Charlie W. Brinkley, Jr. Nashville, Tennessee USA	Partner – Dunn & Brinkley Properties, LLC Partner – 403 Captiva, LLC Partner – The Bluffs at Winter Harbor	Dunn & Brinkley Properties, LLC – 50% 403 Captiva, LLC – 50% The Bluffs at Winter Harbor – 33.33%
Randolph H. Fields Winter Park, Florida USA	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.	Huston Buick GMC Cadillac Inc. – 11% Corona Materials, LLC – 40% 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	Director & President, Petersen & Ibold Director & President, Geauga Title Insurance Agency, Inc. Director & President, South Place, Inc. Managing Partner, River Oaks 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	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% Windmere Development Corporation – 50% Dennis J. Ibold Revocable Trust – 100%

Form FR Y-6
HomeBancorp, Inc.
Fiscal Year Ending December 31, 2013
Report Item 4: Insiders
(3)(c) and (4)(c)

(1) Names and Address (City, State, Country)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(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)
	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	
David A. Jones Maitland, Florida USA	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	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%
Robert G. Liggett, Jr. Grosse Pointe Shores, Michigan USA	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	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 – 93% - 9 Mile Harper LLC – 55% - Lansing Future Development LLC – 93%
Frederick A. Raffa Maitland, Florida USA	N/A	Raffa Consulting Economists, Inc. – 100%

Form FR Y-6
HomeBancorp, Inc.
Fiscal Year Ending December 31, 2013
Report Item 4: Insiders
(3)(c) and (4)(c)

(1) Names and Address (City, State, Country)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(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)
William C. Rands III Grosse Pointe, Michigan USA	N/A	N/A
Debra A. Hanses Novakoski Tampa, Florida USA	N/A	N/A
Jeffrey D. Saunders Tampa, Florida USA	N/A	N/A