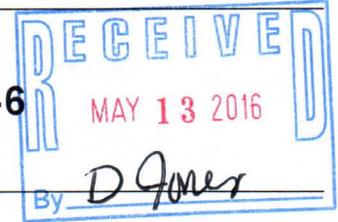


Board of Governors of the Federal Reserve System



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, 2015

Month / Day / Year

N / A

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

Reporter's Name, Street, and Mailing Address

Madison Bank Corp.

Legal Title of Holding Company

PO Box 271

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

Madison, Ga 30650

City

State

Zip Code

133 North Main St Madison Ga 30650

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

L. Clifton Hanes Corp Sect

Name

Title

706/342-1953

Area Code / Phone Number / Extension

706/342-8762

Area Code / FAX Number

chanes@bankofmadisonga.com

E-mail Address

www.bankofmadisonga.com

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

I, L. Clifton Hanes  
 Name of the Holding Company Director and Official

Corp Sect

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]*  
 Signature of Holding Company Director and Official

3-8-2016  
 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 1135105  
 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

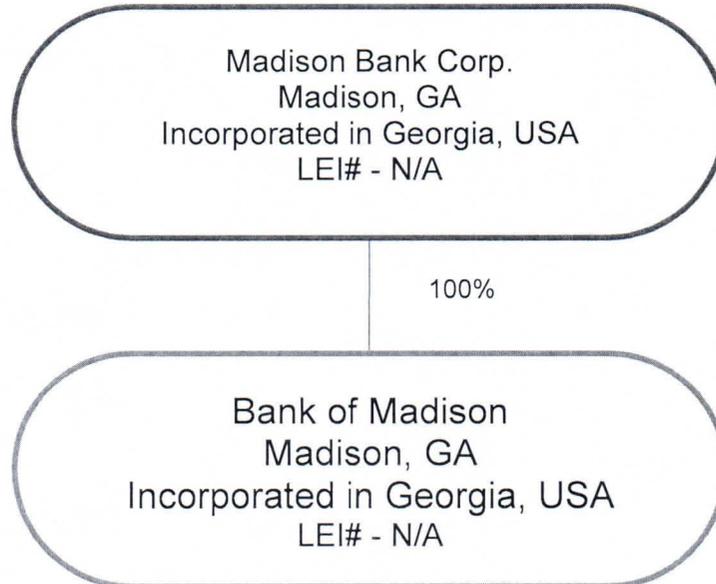
**MADISON BANK CORP.**

PO BOX 271  
MADISON, GA 30650

Item 1A: The BHC is not required to prepare form 10K with the SEC

Item 1B: Annual Report Attached

Item 2: Organizational Chart



Item 2B: See Attached

Item 3-1: Shareholders

Lambert Family Investment Holdings, LLLP  
US Company  
Resident USA  
Madison, GA 30650  
4,461 Shares / 16.80%  
Common Stock



Old Post Road, LP Family Partnership  
US Company - Resident USA  
Floyd C. Newton Jr, GP  
US Citizen – Resident USA  
Floyd C. Newton, III, GP  
US Citizen – Resident USA  
Godfrey H Newton, GP  
US Citizen – Resident USA  
Jennie S. Newton, GP  
US Citizen – Resident USA  
Madison, GA 30650  
6,665 Shares / 25.1%  
Common Stock

Item 3-2: N/A

Board of Governors of the Federal Reserve System  
 FR Y-6 Depository Institution Branch Data Verification



**Branches for Selected Institution**

[Back To Head Office List](#)

[Back to Search Results](#)

A list of branches for your depository institution: BANK OF MADISON (ID\_RSSD: 752831).  
 This depository institution is held by MADISON BANK CORP. (1135105) of MADISON, GA.  
 The data are as of 03/31/2016.

Save a copy of this list by clicking the download button below. **When asked if you would like to open or save this file, choose the 'Save' button.** Make corrections to your saved copy and then send it to your FRB contact. See the detailed instructions (linked above) for more information.

[Download List to Excel](#)

Institutions: 1 to 3 of 3

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*
Full Service (Head Office)	752831	BANK OF MADISON	133 NORTH MAIN STREET	MADISON	GA	30650	MORGAN	UNITED STATES	115	0	BANK OF MADISON	752831
Full Service	2796772	EATONTON ROAD OFFICE	1540 EATONTON ROAD	MADISON	GA	30650	MORGAN	UNITED STATES	181236	2	BANK OF MADISON	752831
Full Service	3268940	SOCIAL CIRCLE BRANCH OFFICE	1281 NORTH CHEROKEE ROAD	SOCIAL CIRCLE	GA	30025	WALTON	UNITED STATES	433927	4	BANK OF MADISON	752831

\*FDIC UNINUM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is not required.

**REVISED**  
5/19/16

**Form FR Y-6**  
December 31, 2015



(1) Name & 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)
James W. Boyd, Jr. Rutledge, GA 30663 USA	Insurance Agent	Director	Director Bank of Madison	Jim Boyd Agency, Inc.	284 Shares / 1.07%	N/A	95% Ownership of 475 Shares owned - President
Lowry W Hunt, Jr. Madison, GA 30650 USA	Agriculture Product	Director	Director Bank of Madison	Godfrey's Warehouse	532 Shares / 2.00%	N/A	47% Ownership of 94 Shares owned - Vice President / Secretary
Floyd C. Newton, III Atlanta, GA 30303 USA	Attorney	Director	Director Bank of Madison	Partner King & Spalding	11 Shares / 0.041%	N/A	.68527%
Charles H Haney, III Madison, GA 30650 USA	President / CEO Bank of Madison	Director - President	President / CEO Bank of Madison	N/A	40 Shares / 0.15%	N/A	N/A
Wayne Tamplin Madison, GA 30650 USA	Certified Public Accountant	Director	Director Bank of Madison	Partner Treadwell Tamplin & Company	76 Shares / 0.29%	N/A	50%
L. Clifton Hanes Madison, GA 30650 USA	Sr Vice Pres. / CFO Bank of Madison	Secretary	Sr VP / CFO Bank of Madison	VP & Sect. Hanes & White Inc	464 Shares / 1.75%	N/A	50% Ownership VP / Sect.

**Form FR Y-6**  
December 31, 2015



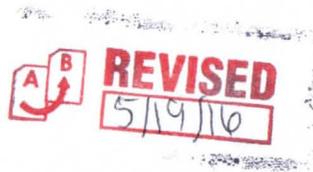
**Report Item 4: Directors and Officers**

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

(1) Name & 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)
Old Post Road LP Atlanta, GA USA	Investment	N/A	N/A	N/A	6,665 Shares / 25.1%	N/A	N/A
Floyd C Newton, Jr Madison, GA 30650 USA	Banking and Farming	Chairman	Chairman Bank of Madison	N/A	13 Shares / 0.05%	N/A	N/A
Ann Lambert Trulock Madison, GA 30650 USA	Not Employed Housewife	Director	Director Bank of Madison	N/A	42 Shares / .16%	N/A	N/A
William B Chambers Madison, GA 30650 USA	Retired Financial Planner	Director	Director Bank of Madison	N/A	452 Shares / 1.7%	N/A	N/A
H. Vinson DeLaigle Madison, GA 30650 USA	Senior Lender Bank of Madison	Director	Sr. Vice Pres. Bank of Madison	N/A	169 Shares / .63%	N/A	N/A

**Form FR Y-6**  
December 31, 2015

(1) Name & 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 T Prior Madison, GA 30650 USA	Attorney	Director	Director Bank of Madison	Prior & Daniel LLC	99 Shares / 0.37%	N/A	50%
Lambert Family Investment Holdings, LLLP Madison, GA 30650 USA	N/A	N/A	N/A	N/A	4,461 / 16.80%	N/A	N/A

 **REVISED**  
5/19/16