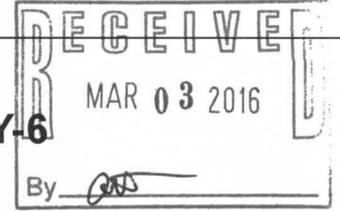


Board of Governors of the Federal Reserve System



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.

I, William E. Edwards, III
Name of the Holding Company Director and Official
President and CEO
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.

WBB
Signature of Holding Company Director and Official
2/29/16
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 3416965
C.I. _____

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2015
Month / Day / Year
NA
Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address
Mountain Commerce Bancorp, Inc.
Legal Title of Holding Company
6101 Kingston Pike
(Mailing Address of the Holding Company) Street / P.O. Box
Knoxville TN 37919
City State Zip Code
NA

Physical Location (if different from mailing address)

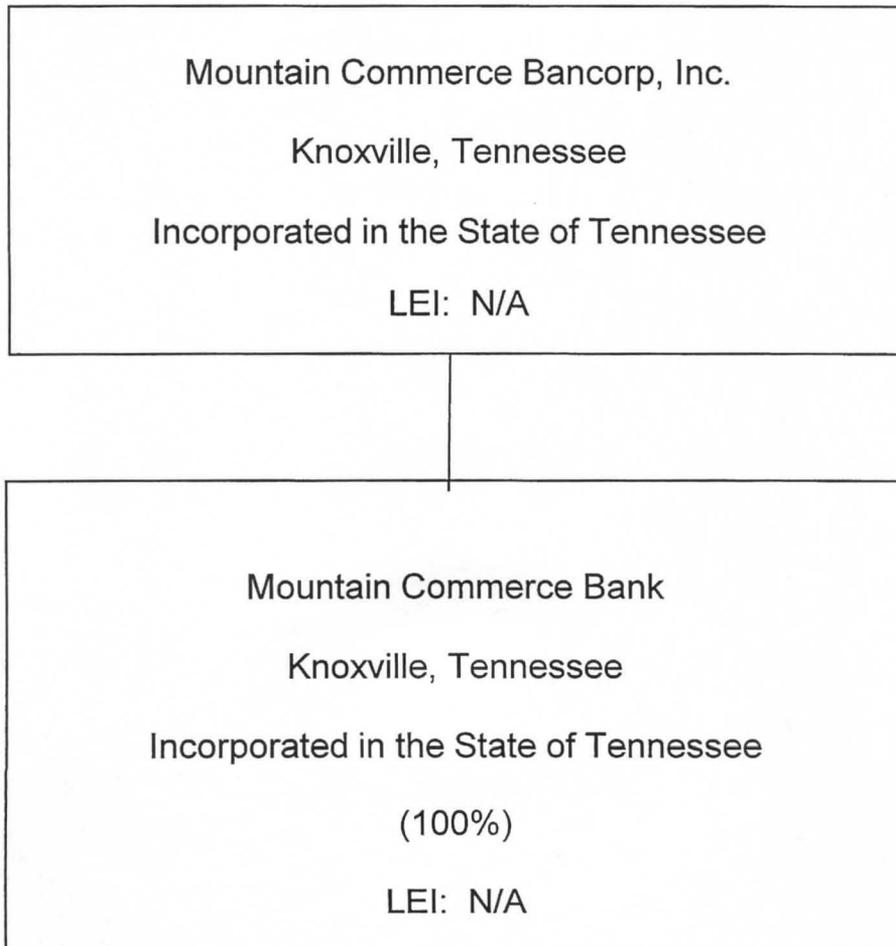
Person to whom questions about this report should be directed:
Terry Weltman Controller
Name Title
865-694-5720
Area Code / Phone Number / Extension
865-694-5792
Area Code / FAX Number
terry.weltman@mcb.com
E-mail Address
NA
Address (URL) for the Holding Company's web page

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

Mountain Commerce Bancorp, Inc.

Report Item 1: The Bank Holding Company, Mountain Commerce Bancorp, Inc. is not registered with the SEC. The BHC does not prepare an annual report for its shareholders.

Report Item 2A: Organizational Chart



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Results: A list of branches for your depository institution: MOUNTAIN COMMERCE BANK (ID_RSSD: 1016231).
 This depository institution is held by MOUNTAIN COMMERCE BANCORP, INC. (3416965) of KNOXVILLE, TN.
 The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

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 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)	1016231	MOUNTAIN COMMERCE BANK	6101 KINGSTON PIKE	KNOXVILLE	TN	37919	KNOX	UNITED STATES	3275	0	MOUNTAIN COMMERCE BANK	1016231	
OK		Full Service	3802876	NORTH MAIN AVENUE BRANCH	400 NORTH MAIN AVENUE	ERWIN	TN	37650	UNICOI	UNITED STATES	476097	5	MOUNTAIN COMMERCE BANK	1016231	
OK		Full Service	4925101	SOUTH MAIN AVENUE BRANCH	201 SOUTH MAIN AVENUE	ERWIN	TN	37650	UNICOI	UNITED STATES	Not Req'd	Not Req'd	MOUNTAIN COMMERCE BANK	1016231	
OK		Full Service	3761768	BRISTOL HIGHWAY BRANCH	3122 BRISTOL HIGHWAY	JOHNSON CITY	TN	37601	WASHINGTON	UNITED STATES	479085	6	MOUNTAIN COMMERCE BANK	1016231	
OK		Full Service	3761759	CEDAR BLUFF ROAD BRANCH	320 NORTH CEDAR BLUFF ROAD, SUITE 101	KNOXVILLE	TN	37923	KNOX	UNITED STATES	496432	7	MOUNTAIN COMMERCE BANK	1016231	
OK		Full Service	2462590	UNICOI BRANCH	4200 UNICOI DRIVE	UNICOI	TN	37692	UNICOI	UNITED STATES	205596	1	MOUNTAIN COMMERCE BANK	1016231	

Mountain Commerce Bancorp, Inc.

Report Item 3: Securities Holders

(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities
William E. Edwards, III Johnson City, TN, USA	USA	289,106 - 7.38% Common Stock 22,730 Warrants on Common 256,390 Options on Common
C.C. Marshall Johnson City, TN, USA John M. Marshall Johnson City, TN, USA (Family Group)	USA USA Combined:	126,250 - 3.222% Common Stock 62,844 Warrants on Common 41,250 - 1.052% Common Stock 22,730 Warrants on Common 167,500 - 4.275% Common Stock
North Atlantic Smaller Companies Investment Trust Harwood Capital LLP, Custodian C/O Ryan Corton 6 Stratton Street, London, UK North American Banks Fund, LTD Geoffrey Gorman, Senior Representative St. Peter Port, Bailiwick of Guernsey	UK Bailiwick of Guernsey	186,533 - 4.76% Common Stock 43,467 - 1.109% Common Stock 58,833 Warrants on Common
QVT Fund, LP Peter Bonney, Partner/Portfolio Manager New York, NY, USA	USA	350,000 - 8.934% Common Stock
Service Equity Partners (QP), LP Service Equity Partners, LP Carla Brooks, Managing Partner Dallas, TX, USA	USA USA Combined:	211,330 - 5.394% Common Stock 138,670 - 3.539% Common Stock 350,000 - 8.934% Common Stock
Wood Investments, LLC S. Franklin Wood (note 1) Johnson City, TN, USA S. Franklin Wood Johnson City, TN, USA Estate of Stuart Wood Johnson City, TN, USA Meredith Wood Seeley Investments, LLC (sister) Johnson City, TN, USA (Family Group)	USA USA USA USA Combined:	198,750 - 5.074% Common Stock 85 shares of Preferred Stock 5,384 Warrants on Common 17,500 Options on Common 22,730 Warrants on Common 58,750 - 1.499% Common Stock 257,500 - 6.573% Common Stock

Note 1: Mr. Wood's beneficial ownership at December 31, 2015 includes 5,384 warrants and the Estate of his deceased father, Stuart Wood holds 22,730 warrants. In addition, Mr. Wood holds 85 shares of Preferred Stock that could be converted to approximately 7,083.05 shares of common stock.

Report Item 3: Item 2 - nothing additional

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Mountain Commerce Bancorp, Inc.



Report Item 4: Directors

(1) Name (City, State, Country)	(2) Principal Occupation if other than with BHC	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with Other Businesses	(4)(a) Percentage of Voting Shares in BHC	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) List names of other companies if 25% or more of voting securities are held
William E. Edwards, III Johnson City, TN, USA	N/A	Vice-Chairman, President & CEO	President & CEO Mountain Commerce Bank	N/A	7.38%	None	None
Wade H. Farmer Telford, TN, USA	CPA / Member	Director	Director Mountain Commerce Bank	Member Blackburn, Childers & Steagall, PLC	None	N/A	None
Michael L. Hatcher Knoxville, TN, USA (see note 4)	CPA / Business Owner	Director	Director Mountain Commerce Bank	Partner SAW, LLC Knoxville , TN Partner SAW II, LLC Knoxville , TN Partner Hatcher Hill Properties, LLC Knoxville , TN Partner HHB Parkside Knoxville , TN Partner Pizza, LLC Knoxville , TN Partner Car Wash, LLC Knoxville , TN Partner 9 Market Square LLC Knoxville , TN Partner 500 Block Knoxville , TN Partner Emory Place Partners Knoxville , TN Owner Hatcher Properties, LC Knoxville , TN Partner Winston Road Properties Knoxville , TN Partner Hatcher, LLC Knoxville , TN Partner Hatcher Hill Property Management Knoxville , TN Partner	0.30%	N/A	SAW, LLC 20% SAW II, LLC 25% Hatcher Hill Properties, LLC 50% HHB Parkside 33.33% Pizza, LLC 50% Car Wash, LLC 50% 9 Market Square LLC 33.33% 500 Block 33.33% Emory Place Partners 33.33% Hatcher Properties, LC 100% Winston Road Properties 10% Hatcher, LLC 50% Hatcher Hill Property Management 50%

Mountain Commerce Bancorp, Inc.

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Report Item 4: Directors

(1) Name (City, State, Country)	(2) Principal Occupation if other than with BHC	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with Other Businesses	(4)(a) Percentage of Voting Shares in BHC	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) List names of other companies if 25% or more of voting securities are held
				Hatcher Hill Investment Group I Knoxville, TN Partner Hatcher Hill Investment Group II Knoxville, TN Partner Hatcher Hill Investment Group III Knoxville, TN Partner Hatcher Hill Asset Management Knoxville, TN Partner Hatcher Hill Parkside Knoxville, TN Partner Harrison Hatcher Hill, GP Knoxville, TN			Hatcher Hill Investment Group I 25.50% Hatcher Hill Investment Group II 25.50% Hatcher Hill Investment Group III 12.50% Hatcher Hill Asset Management 50% Hatcher Hill Parkside 50% Harrison Hatcher Hill, GP 25%
Kevin W. Horne Blountville, TN, USA	N/A	Director/Executive Officer	EVP/Chief Credit Officer/ Chief Operating Officer & Area President Mountain Commerce Bank	N/A	3.61%	None	None
Samuel L. Widener Gray, TN, USA (see note 1)	Business Owner	Director	Director Mountain Commerce Bank	President - WINCO, Inc. General Partner Wincrest Properties I General Partner Wincrest Properties II	1.47%	None	WINCO, Inc. (50%) Wincrest Properties I 10% Wincrest Properties II 10%
Wendell C. Kirk Kingsport, TN, USA	CPA	Director	Director Mountain Commerce Bank	N/A	0.70%	None	None
Dwight B. Ferguson, Jr. Jonesborough, TN, USA (see note 2)	N/A	Chairman of the Board Director	Chairman of the Board Director Mountain Commerce Bank	Retired President/CEO - Nuclear Fuel Services, Inc. Erwin, TN	0.45%	None	None
S. Franklin Wood Johnson City, TN, USA (see note 3)	Business Owner	Director	Director Mountain Commerce Bank	Owner/Director/Chairman/CEO - Holston Distributing Co., Inc. Johnson City, TN Chief Manager/Director - Warehouse Central, LLC Johnson City, TN Chief Manager/Director - Truck Central, LLC	5.07%	None	Holston Distributing Co., Inc. (100%) Warehouse Central, LLC (100%) Truck Central, LLC

Mountain Commerce Bancorp, Inc.

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Report Item 4: Directors

(1) Name (City, State, Country)	(2) Principal Occupation if other than with BHC	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with Other Businesses	(4)(a) Percentage of Voting Shares in BHC	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) List names of other companies if 25% or more of voting securities are held
				Johnson City, TN Chief Manager/Director - Records Storage and Management Central, LLC Johnson City, TN President - Holston Companies, Inc. Johnson City, TN Chief Manager/Director - Boones Creek Properties, LLC Johnson City, TN Chief Manager/Director - Holston Beverage Company, LLC Johnson City, TN Chief Manager/Director - Woodraiser, LLC Johnson City, TN			(100%) Records Storage and Management Central, LLC (100%) Holston Companies, Inc. (100%) Boones Creek Properties, LLC (50%) Holston Beverage Company, LLC (100%) Woodraiser, LLC (100%)
Tim A. Topham Maryville, TN, USA	N/A	N/A	EVP/Area President Mountain Commerce Bank	N/A	2.62%	None	None
Shelia Marie Patterson Jonesborough, TN, USA	N/A	SVP & CFO	SVP & CFO Mountain Commerce Bank	N/A	0.09%	None	None
Barbara Broshears Knoxville, TN, USA	N/A	N/A	SVP/Chief Compliance Officer Mountain Commerce Bank	N/A	None	None	None

Note 1: Mr. Widener holds 25 shares of Preferred Stock that could be converted to approximately 2,083.25 shares of common stock.

Note 2: Mr. Ferguson holds 50 shares of Preferred Stock that could be converted to approximately 4,166.50 shares of common stock.

Note 3: Mr. Frank Wood's beneficial ownership at December 31, 2015 includes 5,384 warrants and the Estate of his deceased father Stuart Wood holds 22,730 warrants. In addition, Mr. F. Wood holds 85 shares of Preferred Stock that could be converted to approximately 7,083.05 shares of common stock.

Note 4: Mr. Hatcher holds 25 shares of Preferred Stock that could be converted to approximately 2,083.25 shares of common stock.