

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, **DON B. KELLY**

Reporter's Name, Street, and Mailing Address

Name of the Holding Company Director and Official

CHAIRMAN OF THE BOARD

Title of the Holding Company Director and Official

Legal Title of Holding Company

P O BOX 29

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

MONTICELLO, GA 31064

City

State

Zip Code

141 E. GREENE ST MONTICELLO, GA

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:

DON B. KELLY

CHAIRMAN

Name

Title

706-468-6418

Area Code / Phone Number / Extension

706-468-0436

Area Code / FAX Number

Donk@bankofmonticelloga.com

E-mail Address

Signature of Holding Company Director and Official

Don B. Kelly
2/17/15

Date of Signature

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 240239
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

FORM FR Y-6

**MONTICELLO BANCSHARES, INC.
141 GREEN STREET, P.O. BOX 29
MONTICELLO, GA 31064**

Report Item 1: a) The Bank Holding Company is not required to prepare form 10K with The SEC.

b) The Bank Holding Company does prepare an annual audit for its Shareholders. (The Annual Report will be mailed to you by 4-20-15. Under separate cover.)

Report Item 2: 1) Organizational Chart—Bank of Monticello, 141 Greene Street, Monticello, GA 31064 is a Subsidiary of Monticello Bancshares, Inc, a one-bank holding company. They have the same physical address. Monticello Bancshares, Inc. is a 100% owner of Bank of Monticello. Both entities are incorporated in Georgia.

- 2) n/a
- 3) n/a
- 4) n/a
- 5) n/a
- 6) n/a
- 7) n/a

Additional companies reportable on the FR Y-6: n/a

Companies not reportable on the FR Y-6 Organizational Chart:

- 1) n/a
- 2) n/a
- 3) n/a
- 4) n/a
- 5) n/a
- 6) n/a
- 7) n/a
- 8) n/a
- 9) n/a
- 10) n/a

Report Item 2b: (no) No Branches

Report Item 3: Shareholders

- 1) Current Shareholders with ownership, control, or holdings of 5% or more
With power to vote as of 12-31-14.

<u>Name and Address and Country</u>	<u># and % of Shares</u>
Don B. Kelly Monticello, GA 31064 USA	2788 - 9.76%
Louise N. Kelly (wife of Don) Monticello, GA 31064 USA	385-- 1.35%
D. Bruce Kelly, Jr. (son of Don) Bogart, GA 30622 USA	765—2.68%
Ola K. Ausley Estate Thomasville, GA 31792 USA	2320 - 8.12%
Elizabeth A. Wade (daughter o Ola) Thomasville, GA 31792 USA	400—1.40%
Louis W. Benton, Sr. Trust Decatur, GA 30033 USA	3940 - 13.79%
Louis W. Benton, Jr. (son of Louis Sr.) Decatur, GA 30033 USA	479—1.68%
Ann R. Benton (wife of Louis, Jr.) Decatur, GA 30033 USA	576—2.02%
E. Clyde Kelly, III Macon, GA 31210 USA	2647 – 9.26%
Keryn K. Arnett (daughter of E. Clyde) Cumming, Ga 30040 USA	825—2.89%
Jennifer Kelly (daughter of E. Clyde) Smyrna, GA 30080 USA	825—2.89%

- 2) List any shareholder not listed above that owned or controlled 5%

Or more of any class of voting securities in the Bank Holding Company
During the fiscal year for which the report is being filed.

NONE

FORM FR Y-6
 December 31, 2014
 REPORT ITEM 4: DIRECTORS AND OFFICERS

<u>NAMES/ADDRESS</u>	<u>OCCUPATIONS</u>	<u>TITLE POSITION WITH BHC</u>	<u>TITLE POSITION WITH BANK OF MONTICELLO</u>	<u>TITLE POSITION WITH OTHER BUSINESSES</u>	<u>%VOTING SHARES IN BHC</u>	<u>%VOTING SHARES IN SUBSID.</u>	<u>OTHER COMPANIES IF 25% OR MORE VOTING SECURITIES HELD</u>
Steve Jordan Monticello, GA	Banker	President Director	President Director	N/A	3.09%	None	N/A
Don Kelly Monticello, GA	Banker	Chairman Secretary Director	Chairman Ex. VP Director	N/A	9.76%	None	N/A
Louis W. Benton, Jr Decatur, GA	Retired CWC	Director	Director	N/A	1.68%	None	N/A
Joel M. Gaston Monticello, Ga	Owner Jasper Co Lumber CFO	Director	Director	N/A	0.68%	None	Jasper County Lumber 50%
E.O. Jordan Monticello, GA	Surveyor	Director	Director	N/A	0.84%	None	N/A

D. Bruce Kelly, Jr. Bogart, GA	Investment Manager	Director	Director	N/A	2.68% None	N/A
W. Dan Roberts Monticello, Ga	Attorney	Director	Director	N/A	4.69% None	N/A
Louis W. Benton, Sr Trust Louis W. Benton, Jr. Decatur, GA	Trustee	Director	Director	N/A	13.79% None	N/A
Dr. E. Clyde Kelly, III Macon, GA	Doctor	Principal Shareholder		N/A	9.26%	N/A
Ola Ausley Estate Thomasville, GA	Homemaker	Principal Shareholder		N/A	8.12%	N/A