

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

MAR 11 REC'D

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, **DAVID M. WATFORD**

Name of the Holding Company Director and Official

VICE PRESIDENT, DIRECTOR

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 of Holding Company Director and Official

03/08/2016

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 1085415
C.I. _____

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2015

Month / Day / Year

NONE

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

Reporter's Name, Street, and Mailing Address

PBG FINANCIAL SERVICES, INC.

Legal Title of Holding Company

P.O. BOX 596

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

GRACEVILLE FL 32440

City State Zip Code

5306 BROWN STREET, GRACEVILLE, FL 32440

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

CAROL C SMITH **TREASURER**

Name Title

850-263-3267

Area Code / Phone Number / Extension

850-263-7597

Area Code / FAX Number

carolsmith@peoplesgraceville.com

E-mail Address

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

FORM FR-Y6



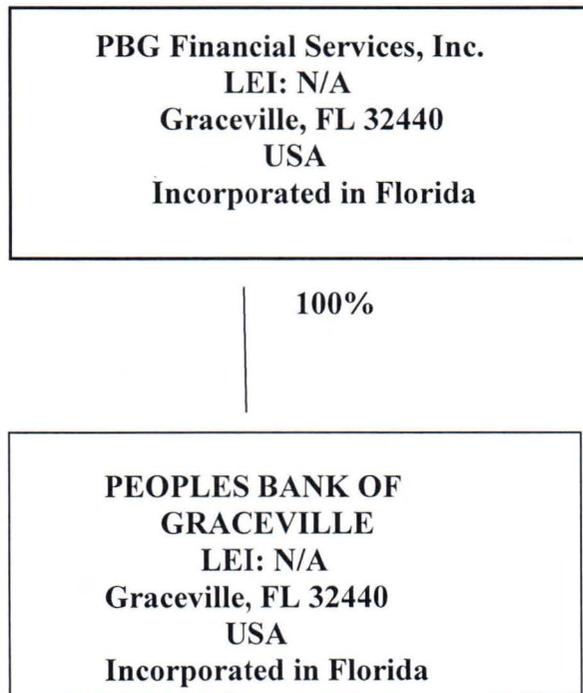
PBG FINANCIAL SERVICES, INC.

GRACEVILLE, FLORIDA 32440

FISCAL YEAR ENDING DECEMBER 31, 2015

1. PBG Financial Services, Inc. prepares a report for its shareholders.
Two copies are enclosed

2a. Organizational Chart



2b. Branch report verified per E-Mail on March 7, 2016.

Results: A list of branches for your depository institution: PEOPLES BANK OF GRACEVILLE (ID_RSSD: 717232).
 This depository institution is held by PBG FINANCIAL SERVICES, INC. (1085415) of GRACEVILLE, FL.
 The data are as of 12/31/2015. Data reflects information that was received and processed through 04/05/2016.

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)	717232	PEOPLES BANK OF GRACEVILLE	5306 BROWN STREET	GRACEVILLE	FL	32440	JACKSON	UNITED STATES	15013	0	PEOPLES BANK OF GRACEVILLE	717232	



FORM FR Y-6
PBG Financial Services, Inc.
DECEMBER 31, 2015

REPORT ITEM 3: Securities Holders
(1)(a), (1)(b), (1)(c)

(1)(a) Name & Address (City, State, Country)	(1) (b) Country of Citizenship of Incorporation	(1) (c) Number & Percentages of Each Class of Voting Securities
Scott Howell Graceville, FL USA	United States	1351 Shares, 6.76% common stock
Suzanne M. Sheffield & Joseph A. Sheffield Panama City, Fl. USA	United States	1924 Shares, 9.62% common stock
C. Finley McRae Graceville, USA	United States	1088 Shares, 5.44% common stock
Donald R. & Anne Graham Graceville, FL USA	United States	1100 Shares, 5.51% common stock
Robert F. McRae, Jr. (Children's Grantor Trust) Graceville, FL USA	United States	2761 Shares, 13.81% common stock
C. Finley McRae (Children's Trust Accts.) Graceville, FL USA	United States	4096 Shares, 20.48% common stock
*David M. Pelham Dunedin, Fl. USA	United States	338 shares, 1.69% common stock
*John Clifford Pelham Immokalee, FL .USA	United States	338 shares, 1.69% common stock
*Kenneth Boyd Pelham Maitland, Fl. USA	United States	337 shares, 1.69% common stock
*Robert Frank Pelham Orlando, Fl. USA	United States	338 shares, 1.69% common stock

***Brothers-Together they hold 6.76% common stock

(2) (a), (2) (b), (2) (c)

NONE

FORM FR Y-6
PBG FINANCIAL SERVICES, INC
DECEMBER 31, 2015



REPORT ITEM 4: Insiders

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

(1) Names & 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)
Donald R. Graham Graceville, Fl. 32440 USA	Chairman, CEO Peoples Bank of Graceville	Pres. /Chrm. & Director	Chrm. & Director (Peoples Bank of Graceville)	None	5.51%	None	None
Michael T Smith Graceville, Fl 32440 USA	Comptroller Rex Lumber & Related Companies	Director	Director (Peoples Bank of Graceville)	None	0.7%	None	None
Joseph Jernigan Graceville, Fl. 32440 USA	CEO Arnold Lumber Co.	Director	Director (Peoples Bank of Graceville)	CEO Jernigan Co. LLC Pres. Abbeville Forest Products, LLC Mg. Member Jernigan Forest Products, LLC Chrm. CEO Arnold Lumber Co.	0.1%	None	Jernigan Co., LLC 100% Abbeville Forest Products 67% Jernigan Forest Products 80% Arnold Lumber 100%



Ronald Barber Graceville, FL.32440 USA	Mgr. /Owner Campbellton Farm Service	Director	Director (Peoples Bank of Graceville)		.2%	None	VP Barber Fertilizer Co. Barber Fertilizer 40%
C. Finley McRae Graceville, FL 32440, USA	Independent Sawmill Owner	V.Chrm, Director	V.Chrm. Director (Peoples Bank of Graceville)		5.44%	None	Mg. Member McRae Investments Pres. North Fl. Woodlands McRae Investments 47.565% North Fl. Woodlands 50.00%
David M. Watford Graceville, FL 32440 USA	President Peoples Bank Graceville	VP/Director	President, COO Director, (Peoples Bank of Graceville)	None	.4%	None	None
John B. Turner Dothan, AL 36305 USA	Auditor Peoples Bank Graceville	Director Secretary	Sec/Director (Peoples Bank)	None	.1%	None	None
Carol C. Smith Graceville, FL 32440 USA	EVP/Cashier Peoples Bank of Graceville	Treasurer	EVP & Cashier (Peoples Bank Graceville)	None	.7%	None	None
C Finley McRae Children's Trust Acct	N/A	N/A	N/A	N/A	20.48%	N/A	N/A
Robert F McRae Children's Trust Acct	N/A	N/A	N/A	N/A	13.81%	N/A	N/A