



Annual Report of Bank 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)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

NOTE: The *Annual Report of Bank Holding Companies* must be signed by one director of the top-tier bank holding company. This individual should also be a senior official of the top-tier bank holding company. In the event that the top-tier bank 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, Tina Swain

Name of the Bank Holding Company Director and Official

Treasurer

Title of the Bank Holding Company Director and Official

attest that the *Annual Report of Bank Holding Companies* (including the supporting attachments) for this report date have 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.

Tina Swain

Signature of Bank Holding Company Director and Official

4/2/2012

Date of Signature

For bank 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
C.I.

2345844

This report form is to be filed by all top-tier bank 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). 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.

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

December 31, 2011

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Pilot Bancshares, Inc

Legal Title of Bank Holding Company

12471 West Linebaugh Avenue

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

<u>Tampa</u>	<u>FL</u>	<u>33626</u>
City	State	Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Aaron Thompson

Controller

Name

Title

813-349-4577

Area Code / Phone Number / Extension

813-349-4745

Area Code / FAX Number

athompson@pilotbank.com

E-mail Address

www.pilotbank.com

Address (URL) for the Bank 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

For Use By Tiered Bank Holding Companies

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

Legal Title of Subsidiary Bank Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

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City State Zip Code

Physical location (if different from mailing address)

PILOT BANCSHARES, INC.
ANNUAL REPORT OF BANK HOLDING COMPANIES - FR Y-6
as of December 31, 2011

Report Item 1a: Pilot Bancshares' 2011 Annual Report is not available and will be provided upon completion.

Report Item 2: Organization Chart attached

Organization Chart Supplements: Not applicable

Report Item 3: Shareholders

(1) Shareholders with five percent (5%) or greater of Pilot Bancshares, Inc. common stock:

<u>Name & Address</u>	<u>Citizenship</u>	<u># Shares / %</u>	<u>Vested Options</u>
/ Cede & Company New York, NY	U.S	777,080/27.10%	
/ John W. Puffer, III Tampa, FL 33611	U.S.	307,424/10.72%	37,745/1.32%
/ Ann McKeel Ross Temple Terrace, FL 33617	U.S.	198,146/6.91%	11,048/0.39%
/ Roland Goehring Tampa, FL 33612-4630	U.S.	163,934/5.72%	11,130/0.39%

The vested options reported are not included in the #shares column.

All other major stockholders are on the Board of Directors and are reported under Report Item 4.

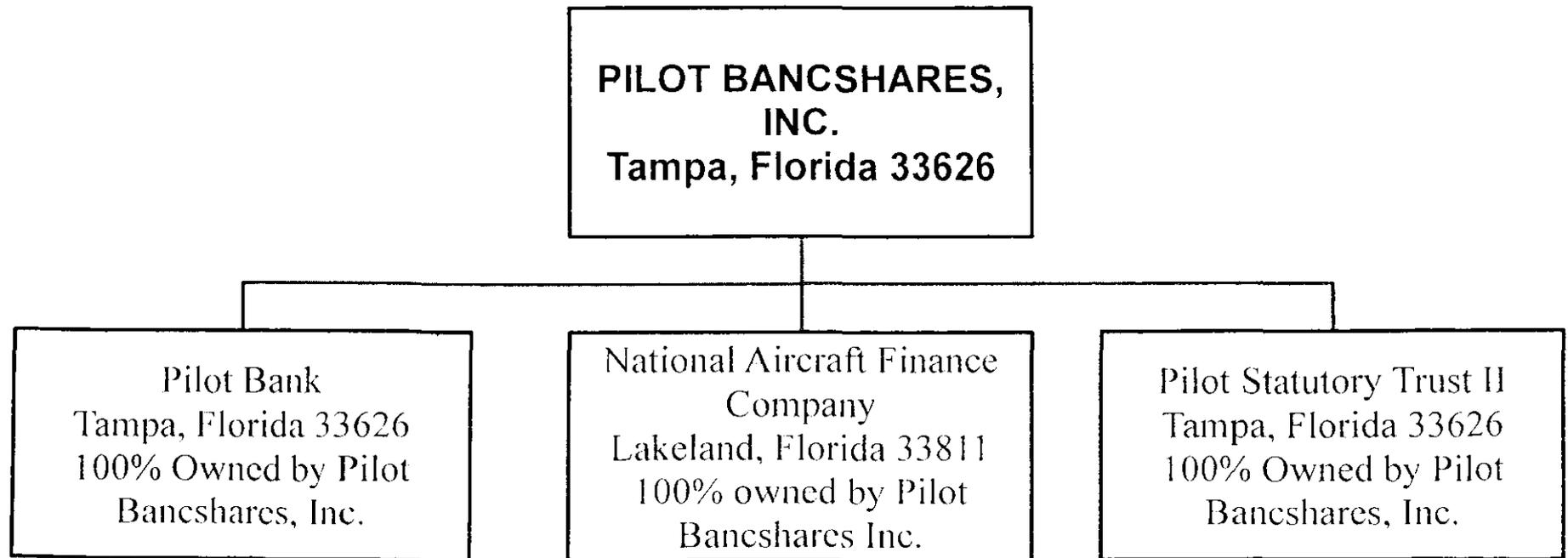
(2) None

Report Item 4: Directors and Officers

(4)(b) Not Applicable

PILOT BANCSHARES, INC.

Organization Chart
December 31, 2011



REPORT ITEM 4: DIRECTORS AND OFFICERS
PILOT BANCSHARES, INC.

<u>NAME & ADDRESS</u>	<u>OCCUPATION</u>	<u>POSITION</u>	<u>CONNECTION WITH SUBSIDIARY</u>	<u># SHARES/%</u>
✓ Roland A. Goehring Tampa, FL 33647	RE Investor	Director	Director Pilot Bank	163,934 / 5.72% of Common Stock 11,130 Option on Common Stock
✓ John W. Puffer, III Tampa, FL 33611	Pilot Bancshares	President & Chairman	Chairman Pilot Bank & NAFCO	307,424 / 10.72% of Common Stock 37,745 Option on Common Stock
✓ Ann M. Ross Temple Terrace, FL 33617	Retired Executive Performing Arts Cntr	Secretary & Director	Vice Chairman Pilot Bank	198,146 / 6.91% of Common Stock 11,048 Option on Common Stock
✓ William O. DeWeese Tampa, FL 33624	Physician-Neurosurgery	Director	Vice Chairman and Director Pilot Bank	122,794 / 4.28% of Common Stock 11,240 Option on Common Stock
✓ Alan D. Harvill Tampa, FL 33606	President & CEO Edwards Mfg, LTD	Director	Director-Pilot Bank	36,576 / 1.28% of Common Stock 11,048 Option on Common Stock
✓ Robert E. Lewis Tampa, FL 33629	Corporate Attorney	Director	Director-Pilot Bank	23,205 / 0.81% of Common Stock 6,638 Option on Common Stock
✓ Paul Tomasino Temple Terrace, FL 33617	President Tomasino and Associates	Director	Director-Pilot Bank	67,981 / 2.37% of Common Stock 12,239 Option on Common Stock
✓ Cede & Company New York, NY 10274	Street Stock	N/A	N/A	766,032 / 27.10% of Common Stock N/A
✓ Roy Hellwege Tampa, FL 33704	President Pilot Bank	N/A	President Pilot Bank	N/A 1,000 Options on Common Stock
✓ Kevin Buckland Lakeland, FL 33813	Exec VP - Pilot Bank President - NAFCO	N/A	Exec VP - Pilot Bank President - NAFCO	450 / 0.02% of Common Stock 8,000 Option on Common Stock
✓ Chris Willman Tampa, FL 33647	Senior Vice President Pilot Bank	N/A	Senior Vice President Pilot Bank	75 / 0.00% of Common Stock N/A
✓ Randy Friskney Tampa, FL 33647	Sr. VP and CRO Pilot Bank	N/A	Sr. VP and CRO Pilot Bank	75 / 0.00% of Common Stock N/A
<i>new</i> ✓ Tina Swain Land O Lakes, FL 34638	CFO - Pilot Bank Treasurer NAFCO	Treasurer	CFO - Pilot Bank Treasurer NAFCO	51 / 0.00% of Common Stock N/A

<u>Name</u>	<u>Other Business 3c</u>	<u>% Ownership 4c</u>
John W. Puffer	President - Airjack Development Corporation Member - Fowler Store, L.C. President of General Partner - Caloosahatchee Associates, Ltd Partner -Shackleford Farrior Investment Partnership Partner of General Partner of Member - MacDill Ave Properties, L.C. Partner - Palma Ceia Development Partnership	45% Airjack Development Corp 17% Fowler Store, L.C. 30% Caloosahatchee Associates, Ltd 3.5% Shackleford Eurier Investment 15% MacDill Avenue Properties, L.C 25% Palma Ceia Development Partnership
Ann McKeel Ross	Member - Fowler Store, L.C.	23% Fowler Store, L.C.
William DeWeese	Member - Fowler Store, L.C.	12% Fowler Store, L.C.
Roland Goehring	Real Estate Investor	N/A
Paul Tomasino	President - Tomasino & Associates, Inc. Senior Managing Principal/Tampa - IBI Group, Inc.	93% Tomasino & Associates, Inc.
Alan D. Harvill	President & CEO - Edwards Manufacturing Ltd	20% Edwards Manufacturing Ltd 40% Harvill Groves
Robert E. Lewis	N/A	N/A
Roy Hellwege	N/A	N/A
Kevin Buckland	N/A	N/A
Chris Willman	President - TW Investments of Tampa Bay Inc Managing Member - TW Enterprises LLC Member - ERC Hillsborough Ave. LLC Member - ERC Hyde Park LLC	50% TW Investments of Tampa Bay Inc 50% TW Enterprises LLC 20% ERC Hillsborough Ave. LLC 10% ERC Hyde Park LLC
Randy Friskney	N/A	N/A
Tina Swain	N/A	N/A

Branches: A list of branches for your depository institution: PILOT BANK (ID: RSSD: 318835).
 This depository institution is held by PILOT BANCSHARES, INC. (2345844) of TAMPA, FL.
 The data are as of 12/31/2011. Data reflects information that was received and processed through 01/05/2012.

Reasonable 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 Procedures

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
Delete	12/31/2011	Full Service (Head Office)	318835	PILOT BANK	2903 EAST FOWLER AVENUE	TAMPA	FL	33612	HILLSBOROUGH	UNITED STATES	36557		0	PILOT BANK	318835
Change		Full Service	3582486	LAKELAND BRANCH	439 SOUTH FLORIDA AVENUE	LAKELAND	FL	33801	POK	UNITED STATES	467228		6	PILOT BANK	318835
Change	12/31/2011	Full Service	2619255	NEW TAMPA OFFICE	19400 BRUCE B DOWNS BOULEVARD	TAMPA	FL	33647	HILLSBOROUGH	UNITED STATES	266696		3	PILOT BANK	318835
Change		Full Service	3158891	SOUTH TAMPA OFFICE	3415 W. Bay to Bay Blvd	TAMPA	FL	33611	HILLSBOROUGH	UNITED STATES	427316		3	PILOT BANK	318835
Change	12/31/2011	Full Service (Head Office)	506137	TERRACE OFFICE	5140 EAST FOWLER AVENUE	TAMPA	FL	33617	HILLSBOROUGH	UNITED STATES	13836		1	PILOT BANK	318835
Change		Full Service (Head Office)	3391464	UPPER TAMPA BAY OFFICE	12471 WEST LINEBAUGH AVENUE	TAMPA	FL	33626	HILLSBOROUGH	UNITED STATES	442452		4	PILOT BANK	318835