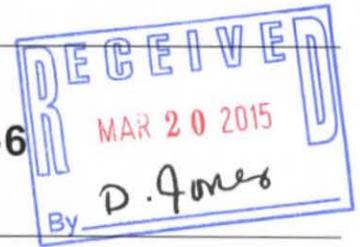


Board of Governors of the Federal Reserve System



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, Lurner O. Benton, IV

Name of the Holding Company Director and Official

President

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

03/18/2015

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 1246252  
C.I. \_\_\_\_\_

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)

Reporter's Name, Street, and Mailing Address

Putnam-Greene Financial Corporation

Legal Title of Holding Company

100 S. Madison Ave/P.O.Box 4450

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

Eatonton

GA

31024

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Candace Vining

Comptroller

Name

Title

706-485-9941

Area Code / Phone Number / Extension

706-484-9941

Area Code / FAX Number

cvining@ibankfmb.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

## For Use By Tiered Holding Companies

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

Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical Location (if different from mailing address)	Physical Location (if different from mailing address)
Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical Location (if different from mailing address)	Physical Location (if different from mailing address)
Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical Location (if different from mailing address)	Physical Location (if different from mailing address)
Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical Location (if different from mailing address)	Physical Location (if different from mailing address)

**Putnam-Greene Financial Corporation  
Eatonton, Georgia**

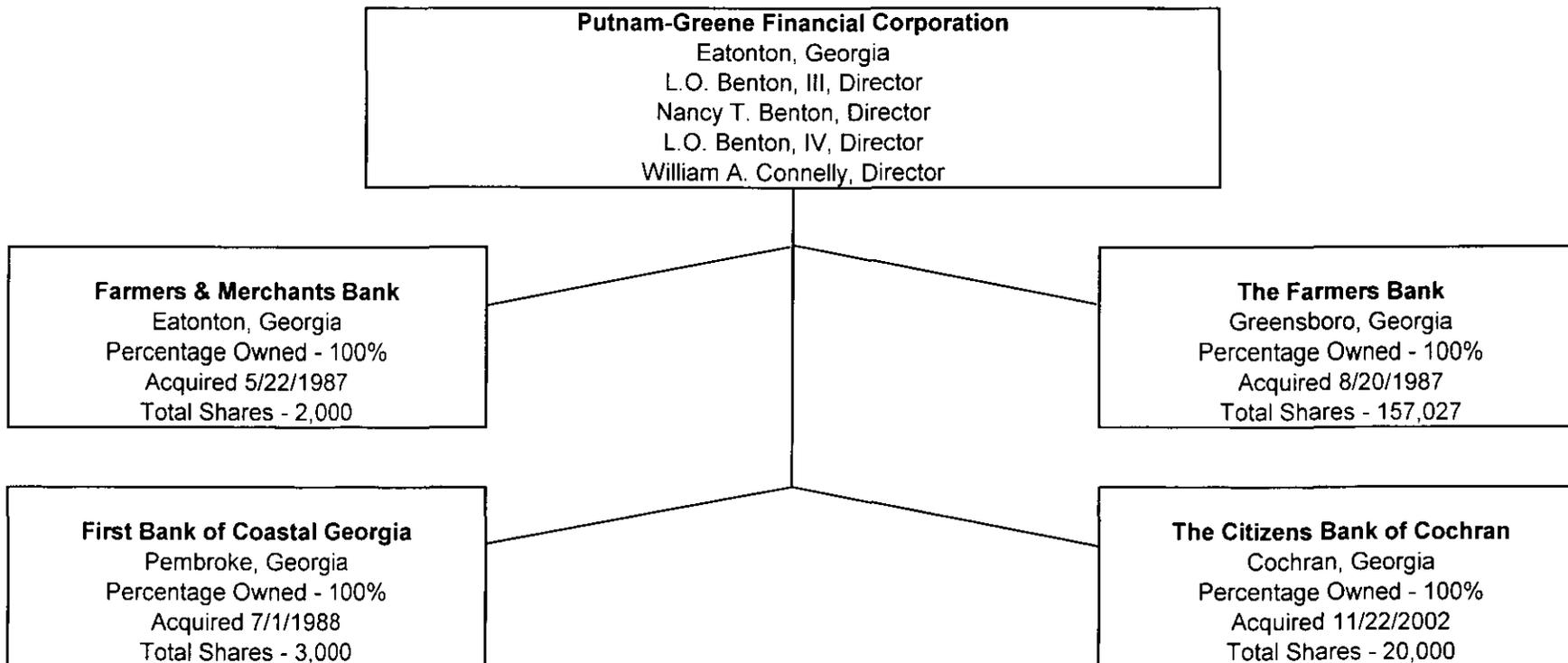
**Annual Report of Bank Holding Companies - FR Y-6**

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- Report Item 1b: Annual Report to Shareholders - Attached
- Report Item 2: Organization Chart - Attached
- Report Item 3.1: Shareholders - Attached
- Report Item 3.2: Additional Shareholders Owning 5% of Holding Company Stock - Attached
- Report Item 4: Directors and Officers - Attached

**Putnam-Greene Financial Corporation**  
**Eatonton, Georgia**  
**State of Incorporation: Georgia**  
**Organizational Chart**



**All entities are incorporated in Georgia**

**Results:** A list of branches for your holding company: PUTNAM SPINNEY FINANCIAL CORPORATION (12249290) of EATONTON, GA.  
The data are as of 11/30/2013. Data reflects information that was received and processed through 11/27/2013.

**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)	278733	CITIZENS BANK OF COCHRAN, THE	124 EAST DYKES STREET	COCHRAN	GA	31014	BLECKLEY	UNITED STATES	10464	0	CITIZENS BANK OF COCHRAN, THE	278733	
Change	11/15/2013	Full Service	3644544	COMMUNITY BANK OF DUBLIN-LAURENS COUNTY BRANCH	1303 BELLEVUE AVENUE	DUBLIN	GA	31040	LAURENS	UNITED STATES	464804	3	CITIZENS BANK OF COCHRAN, THE	278733	
OK		Full Service (Head Office)	64730	FARMERS & MERCHANTS BANK	100 SOUTH MADISON AVENUE	EATONTON	GA	31024	PUTNAM	UNITED STATES	5805	0	FARMERS & MERCHANTS BANK	64730	
OK		Full Service	3405820	LAKE O'CONNOR PARKWAY BRANCH	1011 LAKE O'CONNOR PARKWAY	EATONTON	GA	31024	PUTNAM	UNITED STATES	465554	1	FARMERS & MERCHANTS BANK	64730	
OK		Full Service (Head Office)	11837	FARMERS BANK, THE	202 SOUTH MAIN STREET	GREENSBORO	GA	30642	GREENE	UNITED STATES	208052	1	FARMERS BANK, THE	11837	
OK		Full Service	13994	GREENSBORO BRANCH	202-A SOUTH MAIN STREET	GREENSBORO	GA	30642	GREENE	UNITED STATES	3891	0	FARMERS BANK, THE	11837	
OK		Full Service (Head Office)	823638	FIRST BANK OF COASTAL GEORGIA	250 WEST BACON STREET	PEMBROKE	GA	31321	BRYAN	UNITED STATES	9868	0	FIRST BANK OF COASTAL GEORGIA	823638	
OK		Full Service	822033	RICHMOND HILL BRANCH	972C FORD AVENUE	RICHMOND HILL	GA	31324	BRYAN	UNITED STATES	234575	1	FIRST BANK OF COASTAL GEORGIA	823638	

Item 3

**Form FR Y-6**  
**Putnam-Greene Financial Corporation**  
**Fiscal Year Ending December 31, 2014**

<i>Current Shareholders with ownership, control, or holdings of 5% or more with power to vote as of the fiscal year ending December 31, 2014.</i>			<i>Shareholders not listed in 3(1)(a) through 3(1)(c) that had ownership, control, or holdings of 5% or more with power to vote during the fiscal year ending December 31, 2014.</i>		
(1)(a) Name and Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of each class of Voting Securities	(2)(a) Name and Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of each class of Voting Securities
L.O. Benton, III for and during his life and remainder at his death to L.O. Benton, III as Trustee for Trust of L.O. Benton, Jr. dated 12/1/1976 Monticello, Georgia	USA	518,336 - 47.5% Common Stock	None	None	None
L.O. "Chip" Benton, IV Monticello, Georgia	USA	161,692 - 14.8% Common Stock			
Ann Fitzpatrick Versailles, Kentucky	USA	172,276 - 15.8% Common Stock			
L.O. Benton, III Trustee for Caro Fitzpatrick Monticello, Georgia	USA	153,748 - 14.1% Common Stock			

Item 3.

**Putnam-Greene Financial Corporation**  
**Stockholders**

Name	No. Shares	% Shares
L.O. Benton, III, for and during his life and remainder at his death to L.O. Benton, III as Trustee for Trust of L.O. Benton, Jr. dated 12/1/76	518,336	47.50%
L.O. "Chip" Benton, IV	161,692	14.80%
Walter Ray Davis, III	12,015	*
Lucille Davis Phillips	12,017	*
Hope Davis Hequembourg	12,016	*
Rebecca C. Rucker	3,456	*
Ann Fitzpatrick	172,276	15.80%
Suntrust Banks, Inc. TTEE U/W Ralph Twilley, Jr.	600	*
Caro Fitzpatrick	1,428	*
Joe P. Hudson	8,312	*
Lurner O. Benton, III Trustee for Caro Fitzpatrick	153,748	14.10%
Jack or Carolyn Rossee	1,904	*
Lyn or Daniel Brown	1,904	*
Joseph F. Rossee	1,904	*
Caroline T. Davis	1,428	*
David H. Thomas, III	1,428	*
Carole S Thomas	1,904	*
Christyne T. Homes	1,428	*
Russell S. Thomas	1,428	*

**Item 3.1**

J.S. Blackwell,Jr.	14,280	1.00%
W.R. Dolvin	2	*
William J. Breeding, Sr	2	*
S Edward Kilgore	2	*
Edward C. Dingler	250	*
Janette L. Moore	1,006	*
Anne J. Hudson	238	*
Asa M. Marshall,IV	80	*
Amanda M. Napolitano	78	*
L.O. "Browning" Benton, V	3,044	*
Trust UWO Ann H. Rainey	1,428	*
William C. Rainey	476	*
Matthew Lawrence Rogers	450	*
Cristi Lyn McElhenney	450	*
Leslie Ann McElhenney	450	*
Carri Elizabeth McElhenney	450	*
Carole W. and Carl P. Rollins	200	*
Total	1,092,110	

\* Less than 1%

## Item 4

**Form FR Y-6**  
**Putnam-Greene Financial Corporation**  
**Fiscal Year Ending December 31, 2014**

Name & Address (City, State, Country)	Principal Occupation if other than with Bank Holding Company	Title & position with Bank Holding Company	Title & Position with Subsidiaries	Title & Position with Other Businesses	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries	Other Companies in which 25% or more of Voting Securities are Held
Lurmer O Benton, III Monticello, GA :	NA	Director Chairman	Farmers & Merchants Bank Director (Chairman) President The Farmers Bank Director (Chairman) First Bank of Coastal Georgia Director (Chairman) The Citizens Bank of Cochran Director (Chairman)	L.O. Benton Banking Foundation President Benton Farms Owner Trust of Margaret T. Benton Trustee Caro Fitzpatrick Trust Trustee	47.50%	NA	Benton Farms 100.00%
L.O. "Chip" Benton, IV Monticello, GA :	Real Estate Property Management	Director President	Farmers & Merchants Bank Director & Assistant to President The Citizens Bank of Cochran Director & President The Farmers Bank Director	Urban Equity Properties, LLC Partner Davis/Benton Properties Co-Owner GWL Construction Co-Owner	14.80%	NA	
Lurmer O. Benton, III Trustee for Caro Fitzpatrick Monticello, GA	NA	Principal Shareholder	NA	NA	14.10%	NA	NA
Joe P. Hudson Eatonton, GA	Executive V.P. of Farmers & Merchants Bank	Secretary	Farmers & Merchants Bank Director & EVP	Blackwell/Hudson Partnership Partner Resseau/Hudson Partnership Partner Fort Adams Trust, Trustee	<1%	NA	NA
Ann Fitzpatrick Versailles, KY :	Investor	Principal Shareholder	Farmers & Merchants Bank Advisory Director First Bank of Coastal Georgia Advisory Director	Rigby's Green Farm, LLC Primary Partner	15.80%	NA	NA
Nancy Benton Monticello, GA :	NA	Director Vice President	Farmers & Merchants Bank Director The Farmers Bank Director First Bank of Coastal Georgia Director The Citizens Bank of Cochran Advisory Director	Trust of Louise G. Teem Trustee Barrett Creek Parkway, LLC Co-Owner	NA	NA	NA
J.S. Blackwell, Jr. Eatonton, GA	Blackwell Furniture Company President		Farmers & Merchants Bank Director	Blackwell Furniture Company President Blackwell Farms Owner Blackwell/Hudson Partnership Partner	1%	NA	NA
William A Connelly Monticello, GA	Retired	Director	NA	Retired from US Army	NA	NA	NA