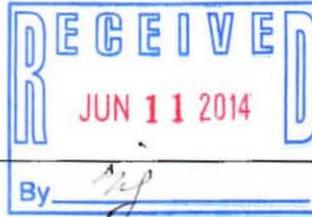


Revised



FR Y-6  
OMB Number 7100-0297  
Approval expires December 31, 2015  
Page 1 of 2

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, 2013**

Month / Day / Year

I, **NARASIMHULU NEELAGARU**

Reporter's Name, Street, and Mailing Address

**QUANTUM CAPTIAL CORP.**

Name of the Holding Company Director and Official

**CHAIRMAN & CEO**

Legal Title of Holding Company

**PO BOX 729**

Title of the Holding Company Director and Official

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

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.

**SUWANEE GA 30024**

**505 PEACHTREE INDUSTRIAL BLVD**

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:

**CHELSEA COLCLOUGH CONTROLLER**

Name Title

**770-831-2628**

Area Code / Phone Number / Extension

**678-889-4554**

Area Code / FAX Number

**CCOLCLOUGH@QUANTUMBANK.COM**

E-mail Address

**WWW.QUANTUMBANK.COM**

Address (URL) for the Holding Company's web page

*Narasimhulu Neelagaru, MD*  
Signature of Holding Company Director and Official

00-09-14  
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 235434  
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

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

## 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.

<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical location (if different from mailing address)</p>	<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical location (if different from mailing address)</p>
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Quantum Capital Corporation  
Suwannee, Georgia  
Form FR Y-6  
For the Fiscal Year Ended December 31, 2013

Report Item 1: Annual Report to Shareholders  
See page 4-43

Report Item 2: Organization Chart  
See page 44

Report Item 2b: Domestic Branch Listing  
See page 45

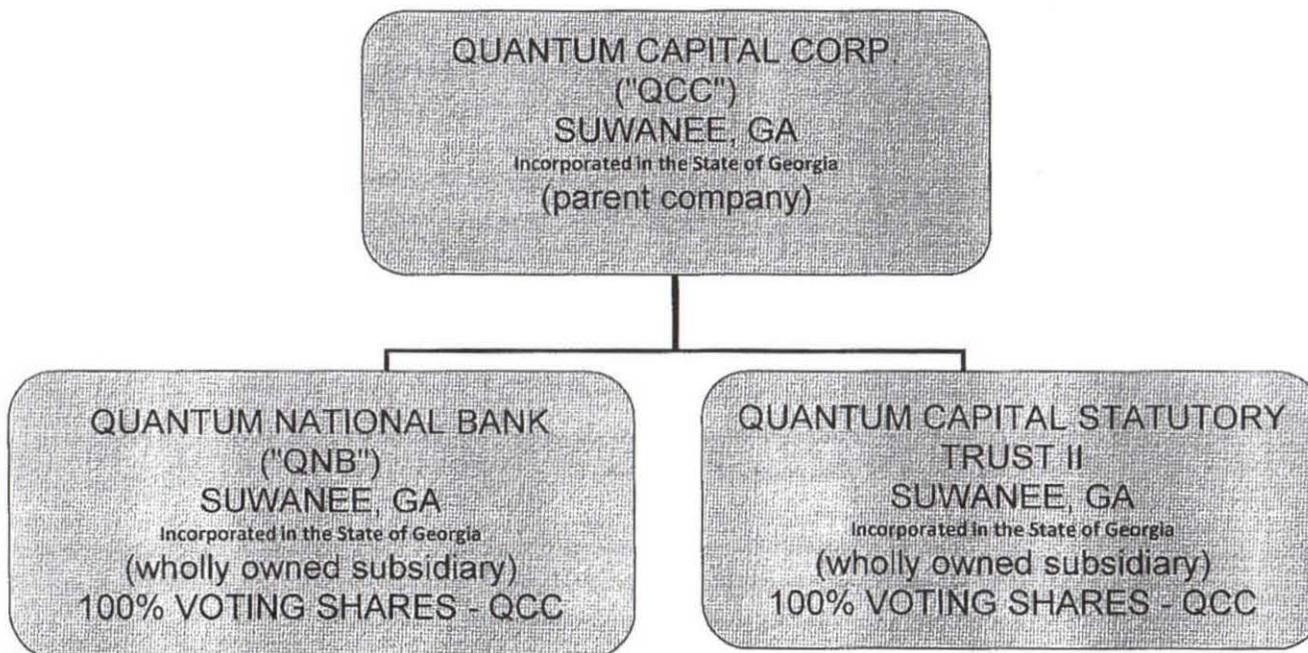
Report Item 3: Securities Holders  
See page 46

Report Item 4: Insiders  
See page 47

Form FR Y-6

QUANTUM CAPITAL CORP  
SUWANEE, GA  
FISCAL YEAR ENDING DECEMBER 31, 2013

REPORT ITEM 2: ORGANIZATIONAL CHART



**Results:** A list of branches for your depository institution: QUANTUM NATIONAL BANK (ID: RSSD: 2354387).  
 This depository institution is held by QUANTUM CAPITAL CORP. (E354389) of SUWANEE, GA.  
 The data are as of 12/31/2013. Data reflects information that was received and processed through 04/07/2014.

**Reconciliation and Verification Steps**

1. In the Data Action column of each branch row, enter one or more of the actions identified 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.  
 Add: If a branch link was not found, click on the "Add" link in the Data Action column and the opening or acquisition date in the Effective Date column.  
 Delete: If a branch link was found but not added by this depository institution, enter "Delete" in the Data Action column.  
 Add: If a reportable branch is not listed in 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)	2354387	QUANTUM NATIONAL BANK	505 PEACHTREE INDUSTRIAL BOULEVARD	SUWANEE	GA	30024	GWINNETT	UNITED STATES	56232	0	0	QUANTUM NATIONAL BANK	2354387
OK		Full Service	3403406	QUANTUM NATIONAL BANK BRANCH	2905 BETHANY ROAD	ALPHARETTA	GA	30004	FULTON	UNITED STATES	447284	1	1	QUANTUM NATIONAL BANK	2354387

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QUANTUM CAPITAL CORP  
SUWANEE, GA  
FISCAL YEAR ENDING DECEMBER 31, 2013

REPORT ITEM 3: SECURITIES HOLDERS

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12/31/13

<b>1(a) Name City, State, Country</b>	<b>1(b) Country of citizenship or Incorporation</b>	<b>1(c) Number and Percentage of each class of Voting Securities</b>
1. Narasimhulu Neelaquru, M.D. Commerce, GA	USA	537,700 shares - 93.64% Common Stock
2. W. M. Gilbert, Jr. ↓ Lavonia, GA	USA	36,140 shares - 6.29% Common Stock

2(a) NONE

2(b) NONE

2(c) NONE

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QUANTUM CAPITAL CORP  
 SUWANEE, GA  
 FISCAL YEAR ENDING DECEMBER 31, 2013

REPORT ITEM 4:

(1) Name, City, and State, County	(2) Principal Occupation, if other than with the Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of other 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)
Narasimhulu Neelaquru Commerce, Ga	Cardiologist	Chairman & CEO	Chairman Quantum National Bank	Owner Commerce Cardiology	93.64%	0.00%	North Georgia Cardiology, PC 100% Neelagaru Family Corporation 100% Sandy Creek Ranch, LLC 100% Neelagaru Family Partnership, LLP 99% 335 Lake Vista Lane, LLC 50% 335 Lake Vista Lane Number Two, LLC 100%
Bryan Cohen Atlanta, GA	N/A	President	President & CEO Quantum National Bank		0.01%	0.00%	
W.M. Gilbert, Jr. Lavonia, GA	Sales	N/A	N/A	VP of Sales Edward E Smith Trading Company, LLC	6.29%	0.00%	Cannon Realty, Inc. 100%