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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, 2015

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Southeastern Bank Financial Corporation

Legal Title of Holding Company

P O Box 15367

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

Augusta GA 30919

City State Zip Code

3530 Wheeler Road

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Nancy Sheahan Accounting Officer

Name Title

706-739-1363

Area Code / Phone Number / Extension

706-739-1359

Area Code / FAX Number

nsheahan@georgiabankandtrust.com

E-mail Address

N/A

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

I, Ronald L. Thigpen

Name of the Holding Company Director and Official

President and COO

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 (Handwritten: Ronald L. Thigpen - 3/20/16)

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 1938865 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." [X] No

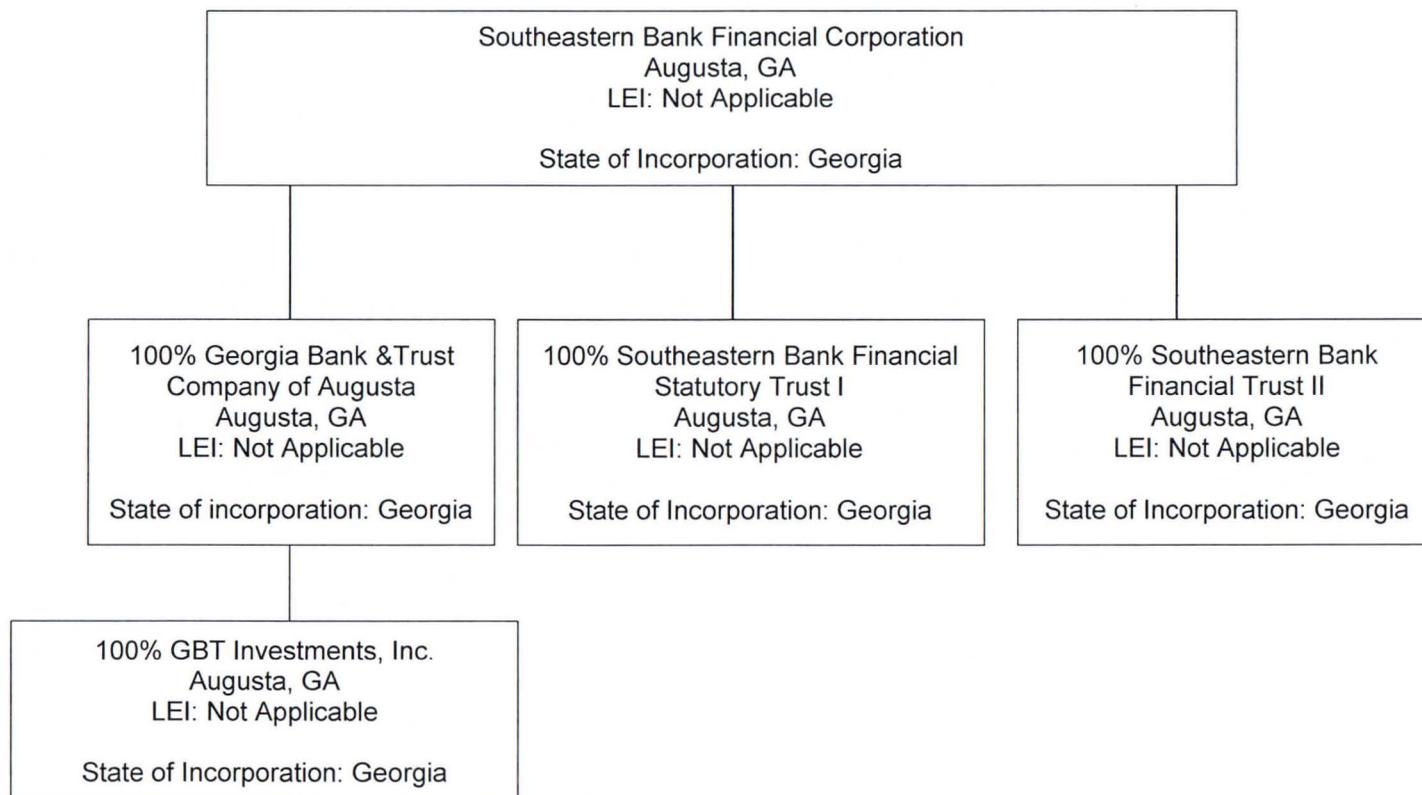
Form FR Y-6
SOUTHEASTERN BANK FINANCIAL CORPORATION
Augusta, Georgia
Fiscal Year Ending December 31, 2015

 **REVISED**
Rec'd 5-4-2016

Report Item

Item 1: Annual Report to Shareholders
Form 10-K filed with the Securities and Exchange Commission

Item 2a: Organization Chart



Item 2b. submitted via e-mail on March 25, 2016

Data Action	Effective Date	Branch Service Type	Popular Name	Street Address	City	State	Zip Code	County	Country	Comments
OK		Full Service (Head Office)	GEORGIA BANK & TRUST COMPANY OF AUGUSTA	3530 WHEELER RD	AUGUSTA	GA	30909	RICHMOND	UNITED STATES	
OK		Full Service	COTTON EXCHANGE BRANCH OFFICE	32 EIGHTH STREET	AUGUSTA	GA	30901	RICHMOND	UNITED STATES	
OK		Full Service	FURY'S FERRY BRANCH OFFICE	409 FURY'S FERRY ROAD	AUGUSTA	GA	30907	COLUMBIA	UNITED STATES	
OK		Full Service	MEDICAL CENTER OFFICE	1530 WALTON WAY	AUGUSTA	GA	30904	RICHMOND	UNITED STATES	
OK		Full Service	SOUTHSIDE OFFICE	3111 PEACH ORCHARD RD	AUGUSTA	GA	30906	RICHMOND	UNITED STATES	
OK		Full Service	WASHINGTON ROAD OFFICE	3133 WASHINGTON ROAD	AUGUSTA	GA	30907	RICHMOND	UNITED STATES	
OK		Full Service	EVANS EXPRESS BRANCH OFFICE	4440 WASHINGTON ROAD	EVANS	GA	30809	COLUMBIA	UNITED STATES	
OK		Full Service	EVANS OFFICE	627 RONALD REAGAN DRIVE	EVANS	GA	30809	COLUMBIA	UNITED STATES	
OK		Full Service	MARTINEZ OFFICE	4109 COLUMBIA ROAD	MARTINEZ	GA	30907	COLUMBIA	UNITED STATES	
OK		Full Service	LAURENS STREET BRANCH	149 LAURENS STREET, NW	AIKEN	SC	29801	AIKEN	UNITED STATES	
Change		Full Service	SOUTH AIKEN BRANCH	1001 PINE LOG ROAD	AIKEN	SC	29803	AIKEN	UNITED STATES	revised in 2014, but still not pulling correctly on website. Change address.
OK		Full Service	NORTH AUGUSTA BRANCH	336 GEORGIA AVE	NORTH AUGUSTA	SC	29841	AIKEN	UNITED STATES	

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Form FR Y-6
December 31, 2015

Report Item 3: Shareholders

(1)(a) (1)(b) (1)(c) (2)(a) (2)(b) (2)(c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12-31-15			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 12-31-15		
(1)(a) Name (City, State/Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name (City, State/Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of voting Securities
Robert W. Pollard, Jr. (including family members and Pollard Land Company) Appling, Georgia/USA	USA	569,910– 8.45% Common Stock	None		
R. Daniel Blanton (including family members) Augusta, Georgia/USA	USA	553,407– 8.20% Common Stock			
Levi A. Pollard (including family members) Appling, Georgia/USA	USA	508,501 – 7.54% Common Stock			
SBF Partnership, LLLP Appling, Georgia/USA	USA	1,017,742 – 15.09% Common Stock			

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Report Item 4: Insiders

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

(1) Names (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 (including 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)
William J. Badger Evans, GA/USA	Lumber Company President	Director	Director, Georgia Bank & Trust Co.	President, Howard Lumber Co.	1.50%	N/A	Howard Lumber Co. 100% Augusta Sash & Door Co. 100%
R. Daniel Blanton Augusta, GA/USA	N/A	Director, CEO	Director, CEO, Georgia Bank & Trust Co.	N/A	8.20%	N/A	N/A
Warren A. Daniel Augusta, GA/USA	Insurance	Director	Director, Georgia Bank & Trust Co.	Financial Representative, The Northwestern Mutual Financial Network;	0.84%	N/A	N/A
Edward G. Meybohm Augusta, GA/USA	Realtor		Vice Chairman of the Board, Georgia Bank & Trust Co. Corporate Secretary	President, Meybohm Realty, Inc.; President, Meybohm Realtors LLC; Partner, Riverwood Land LLC; Partner, Meybohm Commercial Properties LLC; Partner, Silver Bluff, LLC; Partner, Champions Retreat Golf Founders, LLC; Partner, Champions Retreat Golf Management, LLC; President, Meybohm Family Limited Partnership; Partner, Lot 14 Founders Village;	4.37%	N/A	Meybohm Realty, Inc. 100% Meybohm Realtors, LLC 60% Riverwood Land, LLC 50% Meybohm Commercial Properties, LLC 100% Silver Bluff, LLC 60% Champions Retreat Golf Management, LLC 50% Canterbury Farms LLC 50% Lot 14 Founders Village 33-1/3% CSRA Development, LLC 50% Arcadia Venture, LLC 40% CSRA Blue Sky, LLC 50%;

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				Partner, CSRA Development, LLC; Partner, Arcadia Venture, LLC; Partner, CSRA Blue Sky, LLC; Partner, Meybohm Development Group; Partner, Grovetown Center, LLC; Partner, Academy Center, LLC; Partner, Champions Golf Properties, LLC; Partner, Edenfield Tract, LLC; Partner, Rhodes Farm, LLC Partner, Riverwood Towne Center, LLC Partner, Meybohm Riverwood, LLC Partner, Bridle Creek of Aiken, LLC Partner, Canterbury Farms, LLC Partner, Meybohm Scarborough Insurance, LLC; Trustee, Lynn Meybohm Irrevocable Gift Trust; Trustee, Edward G. Meybohm Sr. Irrevocable Gift Trust; Partner, CSRA Blackstone; Partner, CSRA Capital Holdings, LLC; Partner, Riverwood PME, LLC Partner, Kiokee Creek Preservation Partner, LLC;			Meybohm Development Group 85% Grovetown Center, LLC 85%; Academy Center, LLC 85%; Champions Golf Properties, LLC 38%; Edenfield Tract, LLC 100%; Rhodes Farm, LLC 50% Riverwood Towne Center, LLC 50% Meybohm Riverwood, LLC 100% CSRA Blackstone 50%; CSRA Capital Holdings, LLC 50%

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Robert W. Pollard, Jr. Appling, GA/USA	Lumber Company President	Chairman of the Board	Director, Georgia Bank & Trust Co.	President & Board Chairman, Pollard Lumber Co; President & Board Chairman, Pollard Land Co. Inc.; EVP, Riverwood LLC; Director, Champions Retreat Golf Properties; Director, Whispering Pines, LLC	8.45%	N/A	Riverwood LLC 50% Champions Retreat Golf Properties 50%
Randolph R. Smith, MD Augusta, GA/USA	Physician	Director	Director, Chairman Georgia Bank & Trust Co.	Partner, Augusta Plastic Surgery Assoc. PC	4.84%	N/A	N/A
Ronald L. Thigpen Augusta, GA/USA	N/A	Director, President & COO	Director, President & COO, Georgia Bank & Trust Co.; Administrator, Southeastern Bank Financial Statutory Trust I & Southeastern Bank Financial Trust II	N/A	0.95%	N/A	Ron and Mary Carolyn Thigpen Foundation – President 50%
Darrell R. Rains Aiken, South Carolina/USA	N/A	Executive VP & CFO	Executive VP & CFO, Georgia Bank and Trust	N/A	0.23%	N/A	N/A
Larry S. Prather, Sr. Harlem, Georgia/USA	Construction	Director	Director, Georgia Bank & Trust Co.	Owner, Prather Construction; Euchee Creek Dev. Treasurer; Walker Hill LLC; Partner Bridle Creek of Aiken, LLC	0.76%	N/A	Prather Construction Inc. 100%; Walker Hill LLC 50%; Bridle Creek, LLC 25% Hidden Creek, LLC 25%
John W. Trulock, Jr. Augusta, GA/USA	Insurance	Director	Director, Georgia Bank & Trust Co.	Partner, ECP Benefits, LLC	0.10%	N/A	N/A
Levi A. Pollard, V Appling, GA/USA	Lumber Company	N/A	N/A	Executive Vice President, Pollard Lumber Co.	7.54%	N/A	Pollard Lumber Co. 30% Pollard Land Co. 30%

(1) Names (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 (including 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)
SBF Partnership, LLLP Appling, GA/USA	N/A	N/A	N/A	N/A	15.09%	N/A	N/A
Patrick Cunning Aiken, South Carolina/USA	Real Estate Developer	Director	Advisory Board Member, Southern Bank and Trust	CEO, Sidewood Development	0.14%	N/A	ARC Properties 33%