

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, Samuel R. Small

Reporter's Name, Street, and Mailing Address

First Palmetto Financial Corporation

Legal Title of Holding Company

407 Dekalb Street

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

Camden

SC

29020

City

State

Zip Code

Name of the Holding Company Director and Official

Chief Executive Officer

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.

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:

Ruth F Cockrell

Vice President

Name

Title

803-424-5048

Area Code / Phone Number / Extension

803-432-4930

Area Code / FAX Number

rcockrell@fpsb.com

E-mail Address

Signature of Holding Company Director and Official

03/19/2014

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

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 _____

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."

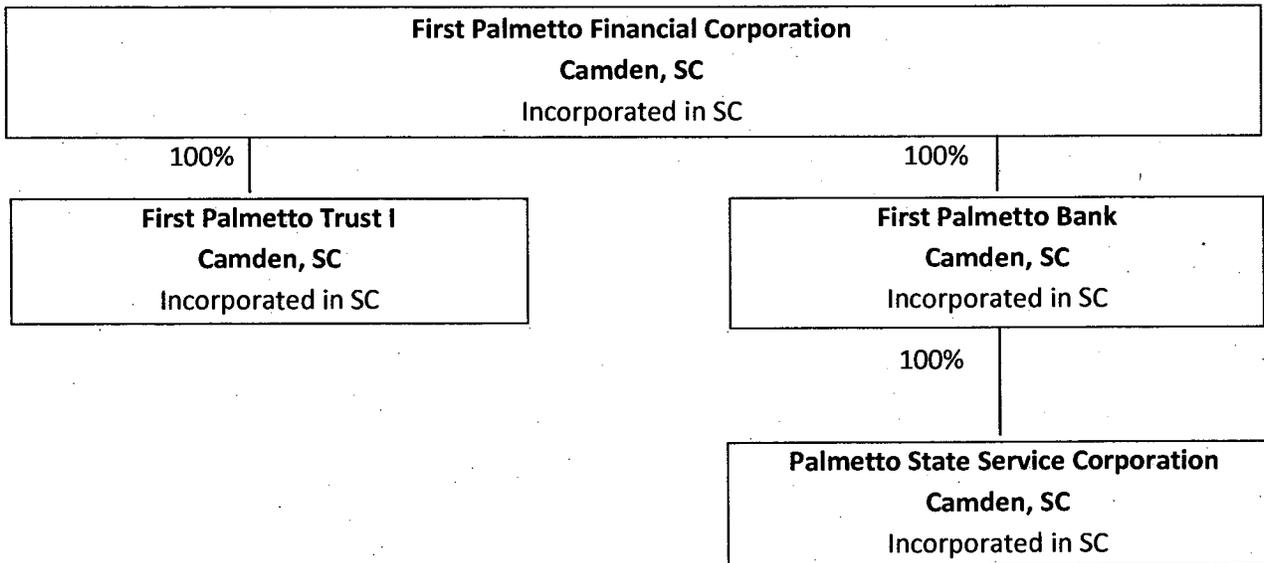
No

First Palmetto Financial Corporation
Camden, South Carolina
Fiscal Year Ending December 31, 2013

Report Item

1: The bank holding company prepares an annual report for its securities holders and is not registered with the SEC. As specified by the Richmond, Federal Reserve Bank, 2 copies are enclosed.

2a: Organizational Chart



2b: Domestic branch listing submitted via email on March 11, 2014.

Results: A list of branches for your depository institution: FIRST PALMETTO BANK (ID_RSSD: 586072).
 This depository institution is held by FIRST PALMETTO FINANCIAL CORPORATION (3834701) of CAMDEN, SC.
 The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

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)	586072	FIRST PALMETTO BANK	407 DEKALB STREET	CAMDEN	SC	29020	KERSHAW	UNITED STATES	41230	0	FIRST PALMETTO BANK	586072	
OK		Full Service	4156969	BISHOPVILLE BRANCH	201 EAST CHURCH STREET	BISHOPVILLE	SC	29010	LEE	UNITED STATES	43446	113	FIRST PALMETTO BANK	586072	
OK		Full Service	4156905	DUSTY BEND BRANCH	2310 NORTH BROAD STREET	CAMDEN	SC	29020	KERSHAW	UNITED STATES	272644	107	FIRST PALMETTO BANK	586072	
OK		Full Service	4157498	WEST ASHLEY BRANCH	5 SUMAR STREET	CHARLESTON	SC	29407	CHARLESTON	UNITED STATES	491889	126	FIRST PALMETTO BANK	586072	
OK		Full Service	4156950	FOREST DRIVE BRANCH	3932 FOREST DRIVE	COLUMBIA	SC	29204	RICHLAND	UNITED STATES	267189	103	FIRST PALMETTO BANK	586072	
OK		Full Service	4157452	HARDSCRABBLE BRANCH	4304 HARDSCRABBLE ROAD	COLUMBIA	SC	29229	RICHLAND	UNITED STATES	461418	122	FIRST PALMETTO BANK	586072	
OK		Full Service	4156914	DARLINGTON BRANCH	206 CASHUA STREET	DARLINGTON	SC	29532	DARLINGTON	UNITED STATES	42066	111	FIRST PALMETTO BANK	586072	
OK		Full Service	4157340	PONTIAC BRANCH	10540 TWO NOTCH ROAD	ELGIN	SC	29045	RICHLAND	UNITED STATES	272647	110	FIRST PALMETTO BANK	586072	
OK		Full Service	4156923	IRMO BRANCH	7327 ST ANDREWS ROAD	IRMO	SC	29063	LEXINGTON	UNITED STATES	267190	117	FIRST PALMETTO BANK	586072	
OK		Full Service	4156932	KERSHAW BRANCH	301 NORTH HAMPTON STREET	KERSHAW	SC	29067	LANCASTER	UNITED STATES	267184	1	FIRST PALMETTO BANK	586072	
OK		Full Service	4156941	LANCASTER BRANCH	409 NORTH MAIN STREET	LANCASTER	SC	29720	LANCASTER	UNITED STATES	267185	3	FIRST PALMETTO BANK	586072	
OK		Full Service	4157434	LEXINGTON BRANCH	5321 SUNSET BOULEVARD	LEXINGTON	SC	29072	LEXINGTON	UNITED STATES	267191	118	FIRST PALMETTO BANK	586072	
OK		Full Service	4156978	LUGOFF BRANCH	788 HIGHWAY 1 SOUTH	LUGOFF	SC	29078	KERSHAW	UNITED STATES	272642	105	FIRST PALMETTO BANK	586072	
OK		Full Service	4156987	MANNING BRANCH	111 NORTH BROOKS STREET	MANNING	SC	29102	CLARENDON	UNITED STATES	267643	116	FIRST PALMETTO BANK	586072	
OK		Full Service	4157304	MOUNT PLEASANT BRANCH	1636 HIGHWAY 17 NORTH	MOUNT PLEASANT	SC	29464	CHARLESTON	UNITED STATES	461419	123	FIRST PALMETTO BANK	586072	
OK		Full Service	4156893	48TH AVENUE BRANCH	1204 48TH AVENUE NORTH	MYRTLE BEACH	SC	29577	HORRY	UNITED STATES	461420	124	FIRST PALMETTO BANK	586072	
OK		Full Service	4157443	MYRTLE BEACH BRANCH	10207 NORTH KINGS HIGHWAY	MYRTLE BEACH	SC	29572	HORRY	UNITED STATES	267192	119	FIRST PALMETTO BANK	586072	
OK		Full Service	4157368	SURFSIDE BRANCH	2293 GLENN'S BAY ROAD	MYRTLE BEACH	SC	29575	HORRY	UNITED STATES	359588	121	FIRST PALMETTO BANK	586072	
OK		Full Service	4157322	NORTH MYRTLE BEACH BRANCH	501 HIGHWAY 17 SOUTH	NORTH MYRTLE BEACH	SC	29582	HORRY	UNITED STATES	267193	120	FIRST PALMETTO BANK	586072	
OK		Full Service	4157395	PAGELAND BRANCH	201 NORTH PEARL STREET	PAGELAND	SC	29728	CHESTERFIELD	UNITED STATES	219263	112	FIRST PALMETTO BANK	586072	
OK		Full Service	4157425	SUMMERVILLE BRANCH	211 NORTH MAIN STREET	SUMMERVILLE	SC	29483	DORCHESTER	UNITED STATES	498669	127	FIRST PALMETTO BANK	586072	

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First Palmetto Financial Corporation
Camden, South Carolina
Fiscal Year Ending December 31, 2013

Report item 3: Securities holders
(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2013			Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holding of 5% or more with power to vote during the fiscal year ending 12-31-12		
(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
Samuel R Small Camden, SC, USA	USA	140 – 12.60% Common Stock	None		
Glenn G. Tucker Camden, SC, USA	USA	107 – 9.63% Common Stock			

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 Fiscal Year Ending December 31, 2013

Report item 4: Insiders
 (1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, City, State Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with 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 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)
Samuel R Small Camden, SC, USA	Banking First Palmetto Bank	President Director	President & CEO (First Palmetto Bank)	N/A	12.60%	N/A	N/A
Steve G Williams, Jr Camden, SC, USA	Banking First Palmetto Bank	Treasurer Director	SVP (First Palmetto Bank)	President John T Stevens Foundation	4.95%	N/A	N/A
H Davis Green, Jr Camden SC, USA	Retired	Chairman of Board	Director (First Palmetto Bank)	N/A	3.96%	N/A	N/A
Luther L Bridges, Jr Columbia, SC USA	Banking First Palmetto Bank	CFO	CFO (First Palmetto Bank)	N/A	1.35%	N/A	N/A

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First Palmetto Financial Corporation
Camden, South Carolina
Fiscal Year Ending December 31, 2013

Report item 4: Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, City, State Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with 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 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)
Samuel R Small Camden, SC, USA	Banking First Palmetto Bank	President Director	President & CEO (First Palmetto Bank)	N/A	12.60%	N/A	N/A
Steve G Williams, Jr Camden SC, USA	Banking First Palmetto Bank	Treasurer Director	SVP (First Palmetto Bank)	President John T Stevens Foundation	4.95%	N/A	N/A
H Davis Green, Jr Camden SC, USA	Retired	Chairman of Board	Director (First Palmetto Bank)	N/A	3.96%	N/A	N/A
Luther L Bridges, Jr Columbia, SC USA	Banking First Palmetto Bank	CFO	CFO (First Palmetto Bank)	N/A	1.35%	N/A	N/A