

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

FEDERAL RESERVE BANK OF RALEIGH

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, **Scott Custer**

Reporter's Name, Street, and Mailing Address

**Piedmont Community Bank Holdings, Inc.**

Legal Title of Holding Company

**3600 Glenwood Avenue, Suite 300**

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

**Raleigh**

**NC**

**27612**

City

State

Zip Code

Name of the Holding Company Director and Official

**Director and 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:

**Nancy Snow**

**Corporate Secretary**

Name

Title

**919-659-9022**

Area Code / Phone Number / Extension

**919-659-9001**

Area Code / FAX Number

**nancy.snow@vusb.com**

E-mail Address

**www.vantagesouth.com**

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

Signature of Holding Company Director and Official

*Scott Custer*  
**4/18/2014**

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 **3954720**

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

# 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.

**VantageSouth Bancshares, Inc.**

Legal Title of Subsidiary Holding Company

**3600 Glenwood Avenue, Suite 300**

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

**Raleigh**

**NC**

**27612**

City

State

Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City

State

Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City

State

Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City

State

Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City

State

Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City

State

Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City

State

Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City

State

Zip Code

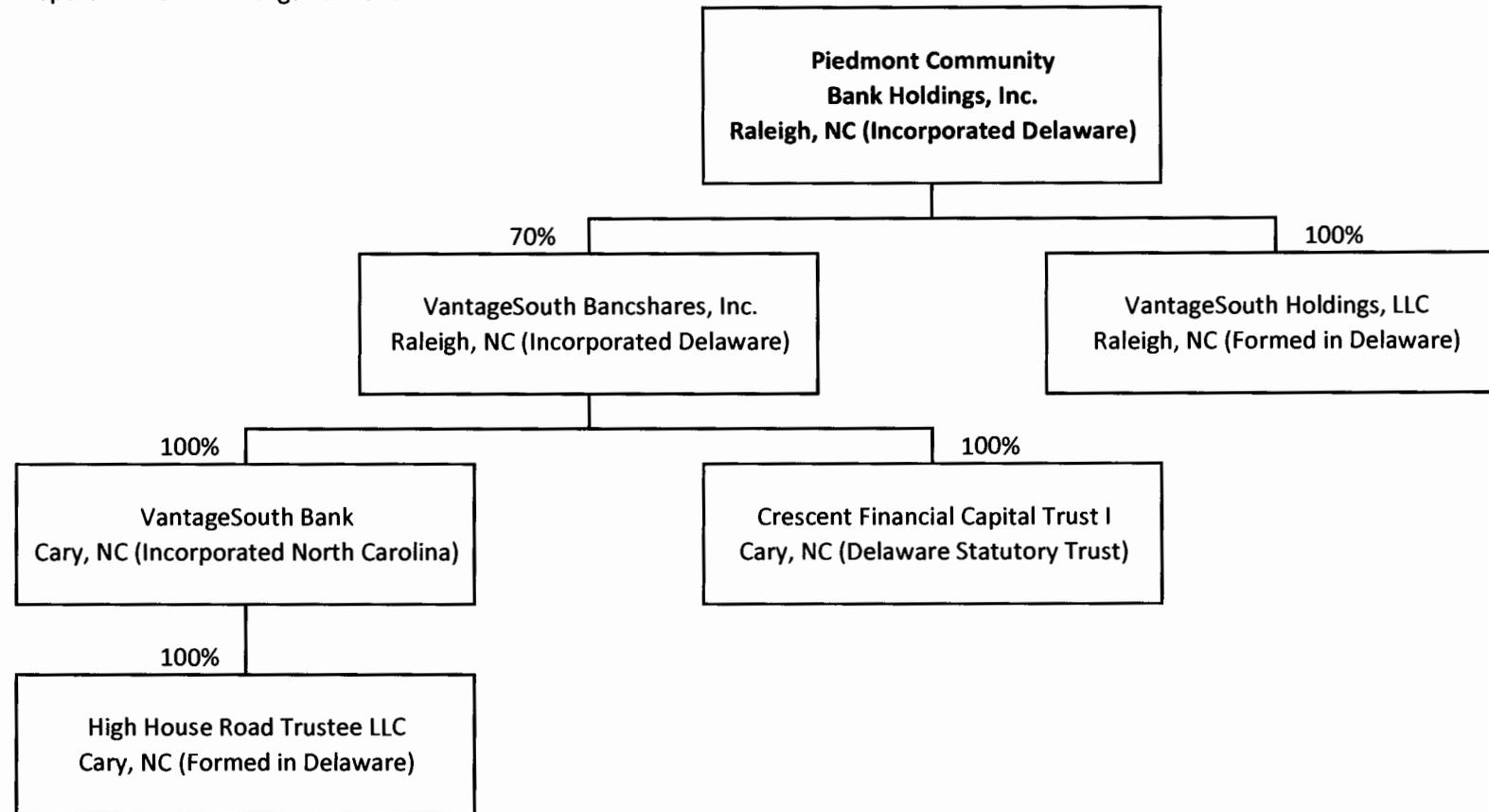
Physical location (if different from mailing address)

**Form FR Y-6**  
**Piedmont Community Bank Holdings, Inc.**  
**Raleigh, NC**  
**Fiscal year ending December 31, 2013**

---

Report Item 1. Piedmont Community Bank Holdings, Inc. does not prepare an annual report for its stockholders. VantageSouth Bancshares, Inc. Annual Report on Form 10-K is available on the SEC website.

Report Item 2a. Organizational Chart



Results: A list of branches for your depository institution: VANTAGESOUTH BANK (ID\_RSSD: 2756785).  
 This depository institution is held by VANTAGESOUTH BANCSHARES INC. (3027709) of RALEIGH, NC.  
 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)	2756785	VANTAGESOUTH BANK	1005 HIGH HOUSE ROAD	CARY	NC	27513	WAKE	UNITED STATES	73829	0	VANTAGESOUTH BANK	2756785	
ok		Full Service	2985316	APEX BRANCH	303 SOUTH SALEM ST	APEX	NC	27502	WAKE	UNITED STATES	290876	1	VANTAGESOUTH BANK	2756785	
ok		Full Service	397027	AVON BRANCH	41934 HWY 12	AVON	NC	27915	DARE	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	3397019	BURLINGTON BRANCH	708 SOUTH CHURCH STREET	BURLINGTON	NC	27215	ALAMANCE	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	3675650	WEST BURLINGTON BRANCH	3725 SOUTH CHURCH STREET	BURLINGTON	NC	27215	ALAMANCE	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	2920081	KILDAIRE FARM BRANCH	1155 KILDAIRE FARM RD, SUITE 200	CARY	NC	27511	WAKE	UNITED STATES	340682	2	VANTAGESOUTH BANK	2756785	
ok		Full Service	3446793	CHINA GROVE BRANCH	313 EAST CENTERVIEW STREET	CHINA GROVE	NC	28023	ROWAN	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	2985307	DOWNTOWN CLAYTON BRANCH	315 EAST MAIN ST	CLAYTON	NC	27520	JOHNSTON	UNITED STATES	360844	3	VANTAGESOUTH BANK	2756785	
ok		Full Service	518822	COLUMBIA BRANCH	204 SCUPPERNONG DRIVE	COLUMBIA	NC	27925	TYRRELL	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	176521	CRESWELL BRANCH	305 N 7TH ST	CRESWELL	NC	27928	WASHINGTON	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	2685652	CURRITUCK BRANCH	2878 CARATOKE HWY	CURRITUCK	NC	27929	CURRITUCK	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	580726	ENGELHARD BRANCH	35050 US HIGHWAY 264 EAST	ENGELHARD	NC	27824	HYDE	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	458722	FAIRFIELD BRANCH	6839 HWY 94	FAIRFIELD	NC	27826	HYDE	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	4398684	FAYETTEVILLE BRANCH	4200 MORGANTON ROAD	FAYETTEVILLE	NC	28314	CUMBERLAND	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	3339961	GARNER BRANCH	945 VANDORA SPRINGS ROAD	GARNER	NC	27529	WAKE	UNITED STATES	433925	7	VANTAGESOUTH BANK	2756785	
ok		Full Service	3618385	GREENVILLE-HARDEE VILLAGE BRANCH	1221 PORTERTOWN ROAD	GREENVILLE	NC	27858	PITT	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	1400960	GREENVILLE-RED BANKS BRANCH	1001 RED BANKS ROAD	GREENVILLE	NC	27858	PITT	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	2641265	UNIVERSITY MEDICAL CENTER BRANCH	2400 STANTONSBURG ROAD	GREENVILLE	NC	27834	PITT	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	177023	HATTERAS BRANCH	57197 KOHLER RD	HATTERAS	NC	27943	DARE	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	2953463	HERTFORD BRANCH	1103 HARVEY POINT ROAD	HERTFORD	NC	27944	PERQUIMANS	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	3210314	HOLLY SPRINGS BRANCH	700 HOLLY SPRINGS ROAD	HOLLY SPRINGS	NC	27540	WAKE	UNITED STATES	418991	4	VANTAGESOUTH BANK	2756785	
ok		Full Service	4530644	JACKSONVILLE BRANCH	2445 ONSLOW DRIVE	JACKSONVILLE	NC	28540	ONSLow	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	520629	SOUTHERN SHORES BRANCH	1 JUNIPER TRAIL	KITTY HAWK	NC	27949	DARE	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	3682201	KNIGHTDALE BRANCH	7120 KNIGHTDALE BOULEVARD	KNIGHTDALE	NC	27545	WAKE	UNITED STATES	469643	11	VANTAGESOUTH BANK	2756785	
ok		Full Service	4114455	LELAND BRANCH	1101 NEW POINTE BOULEVARD	LELAND	NC	28451	BRUNSWICK	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	284426	MANTEO BRANCH	205 HWY 64/264	MANTEO	NC	27954	DARE	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	3610026	MOREHEAD CITY BRANCH	168 NC HIGHWAY 24	MOREHEAD CITY	NC	28557	CARTERET	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	519324	NAGS HEAD BRANCH	2721 SOUTH CROATIAN HIGHWAY	NAGS HEAD	NC	27959	DARE	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	2953481	NEW BERN BRANCH	1801 S GLENBURNIE ROAD	NEW BERN	NC	28562	CRAVEN	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	3610017	OCEAN ISLE BEACH BRANCH	6278 BEACH DRIVE SW, SUITE 1	OCEAN ISLE BEACH	NC	28469	BRUNSWICK	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	335926	OCRACOKE ISLAND BRANCH	782 IRVIN GARRISH HWY	OCRACOKE	NC	27960	HYDE	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785	
ok		Full Service	3210323	PINEHURST BRANCH	211 CENTRAL PARK AVENUE	PINEHURST	NC	28374	MOORE	UNITED STATES	419538	6	VANTAGESOUTH BANK	2756785	
ok		Full Service	3939110	CREEDMOOR ROAD BRANCH	7100 CREEDMOOR ROAD	RALEIGH	NC	27613	WAKE	UNITED STATES	493451	14	VANTAGESOUTH BANK	2756785	
ok		Full Service	3618330	RALEIGH FALLS BRANCH	6408 FALLS OF NEUSE ROAD	RALEIGH	NC	27615	WAKE	UNITED STATES	453546	9	VANTAGESOUTH BANK	2756785	

ok		Full Service	3939129	SIX FORKS BRANCH	4711 SIX FORKS ROAD	RALEIGH	NC	27609	WAKE	UNITED STATES	490672	13	VANTAGESOUTH BANK	2756785
ok		Full Service	3394018	SALISBURY BRANCH	322 E. INNES STREET	SALISBURY	NC	28144	ROWAN	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785
ok		Full Service	3301333	SPRING LANE GALLERIA BRANCH	870 SPRING LANE	SANFORD	NC	27330	LEE	UNITED STATES	442520	8	VANTAGESOUTH BANK	2756785
ok		Full Service	2876290	SOUTHERN PINES BRANCH	185 WEST MORGANTON RD	SOUTHERN PINES	NC	28387	MOORE	UNITED STATES	77672	5	VANTAGESOUTH BANK	2756785
ok		Full Service	581228	SWAN QUARTER BRANCH	80 MAIN ST	SWANQUARTER	NC	27885	HYDE	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785
ok		Full Service	2953472	WASHINGTON BRANCH	1422 CAROLINA AVENUE	WASHINGTON	NC	27889	BEAUFORT	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785
ok		Full Service	3199594	WILLIAMSTON BRANCH	403 EAST BOULEVARD	WILLIAMSTON	NC	27892	MARTIN	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785
ok		Full Service	3933499	INDEPENDENCE BRANCH	2506 INDEPENDENCE BOULEVARD	WILMINGTON	NC	28412	NEW HANOVER	UNITED STATES	473853	12	VANTAGESOUTH BANK	2756785
ok		Full Service	3610035	WILMINGTON-EASTWOOD BRANCH	1724 EASTWOOD ROAD	WILMINGTON	NC	28403	NEW HANOVER	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785
ok		Full Service	4221867	WILMINGTON-PORTER'S NECK BRANCH	7691 MARKET STREET	WILMINGTON	NC	28411	NEW HANOVER	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785
ok		Full Service	3618406	WINTERVILLE BRANCH	3810 SOUTH MEMORIAL DRIVE	WINTERVILLE	NC	28590	PITT	UNITED STATES	Not Required	Not Required	VANTAGESOUTH BANK	2756785

**Form FR Y-6**  
**Piedmont Community Bank Holdings, Inc.**  
**As of December 31, 2013**

*Item 3*

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of 12/31/2013

Securities holders not listed that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12/31/2013

Name City, State, Country	Country of Citizenship or Incorporation	Number and Percentage of Each class of voting stock	Name City, State, Country	Country of Citizenship or Incorporation	Number and Percentage of Each class of voting stock
J. Adam Abram Chapel Hill, NC	USA	77,803 - 5.3% of Common Stock 37,517 - 2.6% warrants on Common Stock	None		
KC-Piedmont, LLC Charlotte, NC	USA	110,752 - 7.6% of Common Stock			
Harvard Management Private Equity Corporation Boston, MA	USA	145,199 - 9.9% of Common Stock			
State of Wisconsin Investment Board Madison, WI	USA	145,199 - 9.9% of Common Stock			
Trident IV Depository Holdings LLC Greenwich, CT	USA	365,199 - 24.9% Common Stock			
Lightyear Fund II, L.P. New York, NY	USA	365,199 - 24.9% of Common Stock			

**Form FR Y-6**  
**VantageSouth Bancshares, Inc.**  
**As of 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 holdings of 5% or more with power to vote during the fiscal year ending 12/31/2013

<u>(1)(a)</u> Name City, State, Country	<u>(1)(b)</u> Country of Citizenship or Incorporation	<u>(1)(c)</u> Number and Percentage of Each class of voting stock	<u>(2)(a)</u> Name City, State, Country	<u>(2)(b)</u> Country of Citizenship or Incorporation	<u>(2)(c)</u> Number and Percentage of Each class of voting stock
Piedmont Community Bank Holdings, Inc. Raleigh, NC	USA	32,242,726 - 70.04% of Common Stock	None		

**Form FR Y-6**  
**Piedmont Community Bank Holdings, Inc.**  
**As of 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 bank holding company	(3)(a) Title & position with Bank Holding Company	(3)(b) Title & position with subsidiaries (include names of subs)	(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 subs)	(4)(c) - List names of other companies (include pships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
J. Adam Abram Chapel Hill, NC (USA)	Chairman, James River Group, Inc.	Director and Chairman	Director and Chairman (VantageSouth Bancshares, VantageSouth Bank)	Chairman, Franklin Holdings (Bermuda) Ltd. Director, Carolina Independent Publications President, KIDCO, Inc. President, (Morris) Abram Family Partnership Managing Member, Abram Investment Holdings, LLC Managing Member, Biotech IV Managing Member, MALT Partners Managing Member, McMAT, LLC Managing Member, SSABP Partners Managing Member, TAFNC, LLC Managing Member, TALM Partners Managing Member, Wilkinson Haw, LLC General Partner, MayDay Associates General Partner, RTIPW General Partner, South Alston Partners General Partner, TS&H Co-Trustee, Ruth M. Maguire Trust	77,803 - 5.3% of Common Stock	10,700 - 0.02% of Common Stock (VantageSouth Bancshares)	President, KIDCO, Inc. * President, (Morris) Abram Family Partnership * Managing Member, Abram Investment Holdings, LLC * Managing Member, Biotech IV * Managing Member, MALT Partners * Managing Member, McMAT, LLC * Managing Member, SSABP Partners * Managing Member, TAFNC, LLC * Managing Member, TALM Partners * Managing Member, Wilkinson Haw, LLC * General Partner, RTIPW * General Partner, South Alston Partners * Co-Trustee, Ruth M. Maguire Trust *
David S. Brody Kinston, NC (USA)	Managing Partner, Brody Associates, LLC	Director	Director (VantageSouth Bancshares, VantageSouth Bank)	Managing Partner, Brody Associates Co-President, Brody Brothers Foundation	1,416 - 0.1% of Common Stock	2,000 - 0% of Common Stock (VantageSouth Bancshares)	4B, LLC (33.33%), BB&K Investments, LLC (50%), Brody Associates (25%), Car & Hat, LLC (50%), Car & Hat II, LLC (50%), Carrera, LLC (50%), Four Cousins, LLC (25%), Kin-Wai, LLC (33.33%), OK Properties, LLC (50%), Terroir, LLC (75%), Triple B # 1, LLC (50%), Triple B # 2, LLC (33.33%), Triple B # 3, LLC (25%), Triple B # 6, LLC (33.33%), Triple B # 7, LLC (33.33%), Triple B # 9, LLC (33.33%), Triple B # 11, LLC (25%), Triple B Development, LLC (33.33%)
Alan N. Colner Scarsdale, NY (USA)	Senior Advisor, PensionsFirst Group LLP	Director	Director (VantageSouth Bancshares)	Senior Advisor, PensionsFirst Group LIP Managing Member, Ashley Trolley Commerce Center, LLC Managing Member, Cardinal Analytix LLC Member, GP Capital Services LLP	5,161 - 0.4% of Common Stock	300 - 0% of Common Stock (VantageSouth Bancshares)	Ashley Trolley Commerce Center, LLC (33%) Cardinal Analytix LLC (80%)
Scott M. Custer Raleigh, NC (USA)	NA	Director and CEO	Director and CEO (VantageSouth Bancshares, VantageSouth Bank)	NA	12,742 - 0.9% of Common Stock	619 - 0% of Common Stock (VantageSouth Bancshares)	None
Terry S. Earley Raleigh, NC (USA)	NA	Chief Financial Officer	Chief Financial Officer (VantageSouth Bancshares, VantageSouth Bank)	NA	None	10,600 - 0.02% of Common Stock (VantageSouth Bancshares)	

**Form FR Y-6**  
**Piedmont Community Bank Holdings, Inc.**  
**As of 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 bank holding company	(3)(a) Title & position with Bank Holding Company	(3)(b) Title & position with subsidiaries (include names of subs)	(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 subs)	(4)(c) - List names of other companies (include pships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Thierry Ho New York, NY (USA)	Managing Director, Lightyear Capital	Director	Director (VantageSouth Bancshares)	Managing Director, Lightyear Capital Director, Argus Software	365,199 - 24.9% of Common Stock	300 - 0% of Common Stock (VantageSouth Bancshares)	None
Steven J. Lerner Chapel Hill, NC (USA)	Executive Chairman, FGI Research	Director	Director (VantageSouth Bancshares)	Director and Executive Chairman, FGI Research Director, Durham Academy Director, LaunchBox Digital Director, Presidio Network Solutions Member, Board of Trustees, UNC Chapel Hill Managing Partner, 207 Pharma LLC Managing Partner, 207 Ventures LLC Managing Partner, Blue Hill IV LLC Managing Partner, Blue Hill Bikers LLC Managing Partner, Blue Hill Thunder LLC Managing Partner, Tar Heel Ventures LLC	7,514 - 0.5% of Common Stock	2,300 - 0% of Common Stock (VantageSouth Bancshares)	207 Pharma LLC (25%) 207 Ventures LLC (25%) Blue Hill IV LLC (45%) Blue Hill Bikers LLC (50%) Blue Hill Thunder LLC (52%) Tar Heel Ventures LLC (30%)
Lightyear Fund II, LP New York, NY (USA)	NA	NA	NA	NA	365,199 - 24.9% of Common Stock	None	Antares Holdings Ltd. (52.4%) Cetera Financial Holdings, Inc. (79.8%) Houston International Insurance Group (40.4%)
Lee H. Roberts Raleigh, NC (USA)	NA	Managing Director	Chief Operating Officer (VantageSouth Bancshares, VantageSouth Bank)	Trustee, Dorothy S. Roberts Trust Trustee, Wilfred R. Roberts Trust	1,127 - 0.1% of Common Stock	2,000 - 0.01% of Common Stock (VantageSouth Bancshares)	Elizabeth Gray McDonald Trust (50%)
A. Wellford Tabor Charlotte, NC (USA)	Managing Partner, Keeneland Capital	Director	Director (VantageSouth Bancshares)	Managing Partner, Keeneland Capital LLC Managing Member, KC-Bandwidth, LLC Managing Member, KC-Beale, LLC Managing Member, KC-Big Red, LLC Managing Member, KC-EverFi, LLC Managing Member, KC-FM, LLC Managing Member, KC-Instawares, LLC Managing Member, KC-Piedmont, LLC Managing Member, KC-Properties, LLC Managing Member, KC-Publics, LLC Managing Member, KC-Puritan, LLC Managing Member, KC-Silverhill, LLC Managing Member, KC-Smartsynch, LLC Managing Member, KC-Talon, LLC Managing Member, KCM, LLC Director, Concho Resources Director, Instawares LLC Director, EverFi, Inc. President, SGP Land, LLC Exec. VP, ARH Holdings, Inc.	110,752 - 7.6% of Common Stock	300 - 0% of Common Stock (VantageSouth Bancshares)	None

**Form FR Y-6**  
**Piedmont Community Bank Holdings, Inc.**  
**As of 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 bank holding company	(3)(a) Title & position with Bank Holding Company	(3)(b) Title & position with subsidiaries (include names of subs)	(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 subs)	(4)(c) - List names of other companies (include psships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Trident IV Depository Holdings LLC Greenwich, CT (USA)	NA	NA	NA	NA	359,199 -- 24.5% of Common Stock	None	None
Nicolas D. Zerbib ** Larchmont, NY, (USA)	Senior Principal, Stone Point Capital LLC	Director	Director (VantageSouth Bancshares)	Director, Amherst Holdings, LLC Director, The ARC Group, LLC Director, Freepoint Commodities Holdings LLC Director, Higginbotham Insurance Agency, Inc. Director, Hodges Mace Holdings, LLC Director, NXT Capital GP, LLC / NXT Capital, Inc. Director, P2 Holdco, LLC Director, PMSI/Progressive Director, Preferred Concepts Holdings LLC Director, Privilege Underwriters, Inc. Director, StoneRiver Group, L.P. Director, Telesoft Corp. Director, Telesoft Recovery Corp.	365,199 -- 24.9% of Common Stock	300 - 0% of Common Stock (VantageSouth Bancshares)	NZ Trident Field Holdings LLC (100%) NZ Trident V, LLC (100%) NZ Trident VI, LLC (100%) NZ Trident GP, LLC (100%)

\* Mr. Abram does not own 25% or more voting securities, but as President, Managing Member, General Partner or Co-Trustee, he is able to vote any or all shares of these entities.

\*\* Please note that the responses above relate only to Mr. Zerbib in his individual capacity. As of December 31, 2013, Mr. Zerbib in his individual capacity owned 300 shares of VantageSouth Bancshares. Mr. Zerbib is a senior executive and member of Stone Point Capital LLC ("Stone Point"). Mr. Zerbib is also a general partner of entities that may be deemed to directly or indirectly control Trident IV, L.P., Trident IV Professionals Fund, L.P. and other investment funds managed by Stone Point. As of December 31, 2013, those funds indirectly owned 365,199 shares of Piedmont Community Bank Holdings, Inc. Those funds also owned greater than 25% of the voting securities of numerous other companies that are not listed above.

**Form FR Y-6**  
**VantageSouth Bancshares, Inc.**  
**As of 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 bank holding company	(3)(a) Title & position with Bank Holding Company	(3)(b) Title & position with subsidiaries (include names of subs)	(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 subs)	(4)(c) - List names of other companies (include pshps) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
J. Adam Abram Chapel Hill, NC (USA)	Chairman, James River Group, Inc.	Director and Chairman	Director and Chairman (VantageSouth Bank)	Chairman, Franklin Holdings (Bermuda) Ltd. Director, Carolina Independent Publications President, KIDCO, Inc. President, (Morris) Abram Family Partnership Managing Member, Abram Investment Holdings, LLC Managing Member, Biotech IV Managing Member, MALT Partners Managing Member, McMAT, LLC Managing Member, SSABP Partners Managing Member, TAFNC, LLC Managing Member, TALM Partners Managing Member, Wilkinson Haw, LLC General Partner, MayDay Associates General Partner, RTIPW General Partner, South Alston Partners General Partner, TS&H Co-Trustee, Ruth M. Maguire Trust	10,700 - 0.02%	None	President, KIDCO, Inc. * President, (Morris) Abram Family Partnership * Managing Member, Abram Investment Holdings, LLC * Managing Member, Biotech IV * Managing Member, MALT Partners * Managing Member, McMAT, LLC * Managing Member, SSABP Partners * Managing Member, TAFNC, LLC * Managing Member, TALM Partners * Managing Member, Wilkinson Haw, LLC * General Partner, RTIPW * General Partner, South Alston Partners * Co-Trustee, Ruth M. Maguire Trust *
David S. Brody Kinston, NC (USA)	Managing Partner, Brody Associates	Director	Director (VantageSouth Bank)	Managing Partner, Brody Associates	2,000 - 0%		4B, LLC (33.33%), BB&K Investments, LLC (50%), Brody Associates (25%), Car & Hat, LLC (50%), Car & Hat II, LLC (50%), Carrera, LLC (50%), Four Cousins, LLC (25%), Kin-Wal, LLC (33.33%), OK Properties, LLC (50%), Terroir, LLC (75%), Triple B # 1, LLC (50%), Triple B # 2, LLC (33.33%), Triple B # 3, LLC (25%), Triple B # 6, LLC (33.33%), Triple B # 7, LLC (33.33%), Triple B # 9, LLC (33.33%), Triple B # 11, LLC (25%), Triple B Development, LLC (33.33%)
Alan N. Colner Scarsdale, NY (USA)	Senior Advisor, PensionsFirst Group LLP	Director	NA	Senior Advisor, PensionsFirst Group LLP Managing Member, Ashley Trolley Commerce Center, LLC Managing Member, Cardinal Analytix LLC Member, GP Capital Services LLP	300 - 0%	None	Ashley Trolley Commerce Center, LLC (33%) Cardinal Analytix LLC (80%)
Scott M. Custer Raleigh, NC (USA)	NA	Director and CEO	Director and CEO (VantageSouth Bank)	NA	619 - 0%	None	None
George T. Davis, Jr. Swan Quarter, NC (USA)	Attorney	Director	Director (VantageSouth Bank)	Attorney, Davis & Davis Law Firm	429,687 - 0.93%	None	DA 40, LLC (100%)
Terry S. Earley Raleigh, NC (USA)	NA	Chief Financial Officer	Chief Financial Officer (VantageSouth Bank)	NA	10,600 - 0.02%	None	None

**Form FR Y-6**  
**VantageSouth Bancshares, Inc.**  
**As of 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 bank holding company	(3)(a) Title & position with Bank Holding Company	(3)(b) Title & position with subsidiaries (include names of subs)	(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 subs)	(4)c - List names of other companies (include pships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Thierry Ho New York, NY (USA)	Managing Director, Lightyear Capital LLC	Director	NA	Managing Director, Lightyear Capital LLC Director, Argus Software	300 - 0%	None	None
Steven W. Jones Raleigh, NC (USA)	President, VantageSouth Bank	NA	President (VantageSouth Bank)	NA	10,319 - 0.02%	None	None
J. Bryant Kittrell, III Greenville, NC (USA)	Businessman	Director	Director (VantageSouth Bank)	President, Kittrell Associates, Inc. and Managing Partner, Kittrell & Armstrong, LLC	35,500 - 0.08%	None	JBL Investors (50%), Clayton East Assoc. (100%), Live Oaks Assoc. (100%), Kittrell & Assoc., Inc. (100%), Hillsville Properties, LLC (50%)
Joseph T. Lamb, Jr. Kitty Hawk, NC (USA)	Businessman, real estate and property management	Director	NA	President, Joe Lamb Jr. & Associates (real estate sales and rentals)	405,171 - 0.88%	None	Joe Lamb, Jr. & Associates Inc. (100%), Lamb Realty Inc. (49%), Lake Drive Corp. (50%), Paula Ann Corp. (100%), Zee R. Rochelle, Inc. (50%)
Steven J. Lerner Chapel Hill, NC (USA)	Executive Chairman, FGI Research	Director	NA	Director and Executive Chairman, FGI Research Director, Durham Academy Director, LaunchBox Digital Director, Presidio Network Solutions Member, Board of Trustees, UNC Chapel Hill Managing Partner, 207 Pharma LLC Managing Partner, 207 Ventures LLC Managing Partner, Blue Hill IV LLC Managing Partner, Blue Hill Bikers LLC Managing Partner, Blue Hill Thunder LLC Managing Partner, Tar Heel Ventures LLC	2,300 - 0%	None	207 Pharma LLC (25%) 207 Ventures LLC (25%) Blue Hill IV LLC (45%) Blue Hill Bikers LLC (50%) Blue Hill Thunder LLC (52%) Tar Heel Ventures LLC (30%)
James A. Lucas, Jr. Cary, NC (USA)	Accountant	Director	Director (VantageSouth Bank)	Managing Partner, James A. Lucas & Company, LLP, CPAs	563,265 - 1.22%	None	LCOB, LLC (30%), Forest Park Partnership (51.88%), Lucas Investments, Ltd (50%), Dail Lucas Investments, Ltd (45%), Lucas-Bailey Properties, Ltd (30%), LBM Investments, Ltd (33.33%), Ammons Lucas Joint Venture (50%), Navaho Investment Company, LLC (25%), Springfield Development Corp (43.2829%), LukRi Investments, LLC (33.33%), Overtime Aviation Company, LLC (50%), Lucas Investments, LLC (50%), 2205 Walnut Street, LLC (33.33%), Tunstall Properties, LLC (49.50%), JJK Holdings, LLC (31.8%), Lucas Investments II, LLC (50%)
Piedmont Community Bank Holdings, Inc. Raleigh, NC (USA)	NA	NA	NA	NA	32,242,726 - 70.04%	None	None

**Form FR Y-6**  
**VantageSouth Bancshares, Inc.**  
**As of 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 bank holding company	(3)(a) Title & position with Bank Holding Company	(3)(b) Title & position with subsidiaries (include names of subs)	(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 subs)	(4)(c) - List names of other companies (include pships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Charles A. Paul, III Wilmington, NC (USA)	Businessman	Director	NA	President & CEO, Bald Head Island Limited, LLC and Managing Partner, Harbor Island Partners	113,231 - 0.25%	None	Commercial Realty Company (25%) Harbor Island Partners (100%) Three River Partners, LLC (33.3%)
Lee H. Roberts Raleigh, NC (USA)	NA	Chief Operating Officer	Chief Operating Officer (VantageSouth Bank)	Trustee, Dorothy S. Roberts Trust Trustee, Wilfred R. Roberts Trust	2,000 - 0%	None	Elizabeth Gray McDonald Trust (50%)
Jon S. Rufty Cary, NC (USA)	HomeBuilder	NA	Director (VantageSouth Bank)	Owner & President, Rufty Homes, Inc.	55,120 - 0.12%	None	Rufty Homes, Inc (100%), Sweet Arbor, LLC (100%), RMRS, LLC (100%), Park Partners, LLC (33%), ATC Land Co, LLC (50%), Sunday Drive, LLC, (100%), 9 Comber, LLC (25%), 5560 Munford Partners, LLC (60%)
A. Wellford Tabor Charlotte, NC (USA)	Managing Partner, Keeneland Capital	Director	Director (VantageSouth Bancshares)	Managing Partner, Keeneland Capital LLC Managing Member, KC-Bandwidth, LLC Managing Member, KC-Beale, LLC Managing Member, KC-Big Red, LLC Managing Member, KC-EverFi, LLC Managing Member, KC-FM, LLC Managing Member, KC-Instawares, LLC Managing Member, KC-Piedmont, LLC Managing Member, KC-Properties, LLC Managing Member, KC-Publics, LLC Managing Member, KC-Puritan, LLC Managing Member, KC-Silverhill, LLC Managing Member, KC-Smartsynch, LLC Managing Member, KC-Talon, LLC Managing Member, KCM, LLC Director, Concho Resources Director, Instawares LLC Director, EverFi, Inc. President, SGP Land, LLC Exec. VP, ARH Holdings, Inc.	300 - 0%	None	None

**Form FR Y-6**  
**VantageSouth Bancshares, Inc.**  
**As of 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 bank holding company	(3)(a) Title & position with Bank Holding Company	(3)(b) Title & position with subsidiaries (include names of subs)	(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 subs)	(4)(c) - List names of other companies (include pships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Nicolas D. Zerbib ** Larchmont, NY, (USA)	Senior Principal, Stone Point Capital LLC	Director	Director (VantageSouth Bancshares)	Director, Amherst Holdings, LLC Director, The ARC Group, LLC Director, Freepoint Commodities Holdings LLC Director, Higginbotham Insurance Agency, Inc. Director, Hodges Mace Holdings, LLC Director, NXT Capital GP, LLC / NXT Capital, Inc. Director, P2 Holdco, LLC Director, PMSI/Progressive Director, Preferred Concepts Holdings LLC Director, Privilege Underwriters, Inc. Director, StoneRiver Group, L.P. Director, Telesoft Corp. Director, Telesoft Recovery Corp.	300 - 0%	None	NZ Trident Field Holdings LLC (100%) NZ Trident V, LLC (100%) NZ Trident VI, LLC (100%) NZ Trident GP, LLC (100%)

\* Mr. Abram does not own 25% or more voting securities, but as President, Managing Member, General Partner or Co-Trustee, he is able to vote any or all shares of these entities.

\*\* Please note that the responses above relate only to Mr. Zerbib in his individual capacity. As of December 31, 2013, Mr. Zerbib in his individual capacity owned 300 shares of VantageSouth Bancshares. Mr. Zerbib is a senior executive and member of Stone Point Capital LLC ("Stone Point"). Mr. Zerbib is also a general partner of entities that may be deemed to directly or indirectly control Trident IV, L.P., Trident IV Professionals Fund, L.P. and other investment funds managed by Stone Point. As of December 31, 2013, those funds indirectly owned 365,199 shares of Piedmont Community Bank Holdings, Inc. Those funds also owned greater than 25% of the voting securities of numerous other companies that are not listed above.