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Approval expires December 31, 2015
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SUPERVISION, REGULATION

Board of Governors of the Federal Reserve System & CREDIT DEPARTMENT

MAR 31 2014



Annual Report of Holding Companies—FRB RICHMOND

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, **George W. Burdette**

Reporter's Name, Street, and Mailing Address

Greer Bancshares Incorporated

Name of the Holding Company Director and Official

President and Chief Executive Officer

Legal Title of Holding Company

1111 West Poinsett Street/PO Box 1029

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.

Greer

SC

29652-1029

City

State

Zip Code

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.

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Lisa A Wiles

AVP Finance/Accounting

Name

Title

864-848-5126

Area Code / Phone Number / Extension

864-968-1437

Area Code / FAX Number

lwiles@greerstatebank.com

E-mail Address

Signature of Holding Company Director and Official

08/25/2014

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 **3025648**
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."

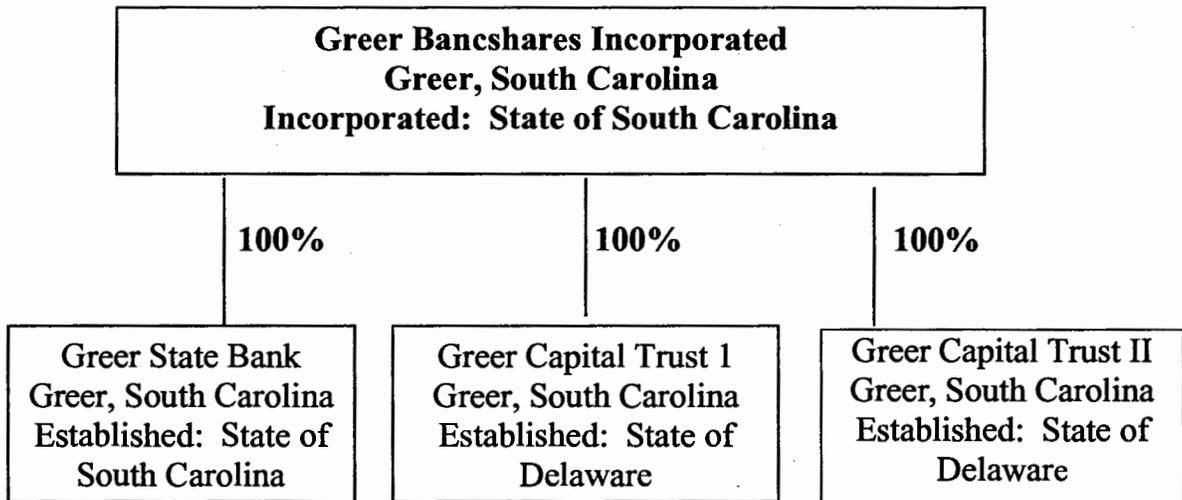
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Form FR Y-6

**Greer Bancshares Incorporated
Greer, South Carolina
Fiscal Year Ending December 31, 2013**

Report Item

- 1: The BHC is registered with the Securities and Exchange Commission.
- 2: Organization Chart



Results: A list of branches for your holding company: GREER BANCSHARES INCORPORATED (3025648) of GREER, 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)	1356526	GREER STATE BANK	1111 WEST POINSETT STREET	GREER	SC	29650	GREENVILLE	UNITED STATES	39882	0	GREER STATE BANK	1356526	
OK		Full Service	3282900	BUNCOMBE ROAD BRANCH	871 SOUTH BUNCOMBE ROAD	GREER	SC	29650	GREENVILLE	UNITED STATES	261963	3	GREER STATE BANK	1356526	
OK		Full Service	2448062	GREER BRANCH	601 NORTH MAIN STREET	GREER	SC	29650	GREENVILLE	UNITED STATES	261962	2	GREER STATE BANK	1356526	
OK		Full Service	3374195	TAYLORS BRANCH	3317 WADE HAMPTON BLVD	TAYLORS	SC	29687	GREENVILLE	UNITED STATES	443547	4	GREER STATE BANK	1356526	

Form FR Y-6
 FYE 12/31/2013
 Greer Bancshares, Inc
 Greer , SC

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 12-31-2013.			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 12-31-2013.		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and % of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and % of Each Class of Voting Securities
Charles D. Wall Greer, South Carolina	USA	163,348 - 6.41% Common Stock 4,500 - .18% Options on Common Stock	None		

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 FYE 12/31/2013
 Greer Bancshares, Inc
 Greer, SC

Report Item 4: Directors and Officers

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

(1) Name & Address (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 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 companies and percentage of voting securities held)
Mark S. Ashmore Greer, South Carolina	Commercial Paving/Grading	Director	N/A	President, Ashmore Bros, Inc. and Century Concrete President, A J Equipment Partner, Generation III	0.26%	None	Generation III (25%)
Walter M. Burch Greer, South Carolina	Retired	Director	N/A	N/A N/A	2.26%	None	Citizens Investments (50%)
George W. Burdette Greenville, South Carolina	N/A	President & Chief Executive Officer, Director	President & Chief Executive Officer, Director Greer State Bank	Partner, Gus and George LLC Partner, GWWP LLC Partner, Two Burds LLC	0.19%	None	Gus and George LLC (50%) GWWP LLC (50%) Two Burds LLC (50%)
Gary M. Griffin Greer, South Carolina	Retail Sales	Director & Chairman	N/A	Vice President, Mutual Home Sales	1.64%	None	Mutual Home Store of Greer, SC, Inc. [25%] Greenville, SC Inc. (25%) Fountain Inn, SC Inc. (25%) Easley, SC Inc. (25%) Mauldin, SC Inc. (25%) The Griffin Company (50%)
Linda S Hannon Greer, South Carolina	Human Resources Director Duke Energy	Director	N/A	Human Resources Director Duke Energy	0.004%	None	N/A
R. Dennis Hennett Greer, South Carolina	Retired	Director	N/A	N/A	0.20%	None	N/A
Jeffery M Howell Greer, South Carolina	Real Estate Sales Langston-Black	Director	N/A	N/A	0.23%	None	N/A
Harold K. James Greer, South Carolina	Insurance and Real Estate The James Agency, Inc.	Director	N/A	Vice President and Broker in Charge, The James Agency	1.71%	None	Frohawk Properties (33%) James Partnership (50%) James Agency (50%) Tugaloo Shores LLC (25%)

Form FR Y-6
 FYE 12/31/2013
 Greer Bancshares, Inc
 Greer , SC

Report Item 4: Directors and Officers

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

(1) Name & Address (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 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 companies and percentage of voting securities held)
Paul D. Lister Greer, South Carolina	Retired CPA	Director	N/A	N/A	4.92%	None	BH&L, LLC (33.33%) Hall & Lister Rental (50%) LHB, LLC (33.33%) DMP Investments, LLC (50%)
Theron C. Smith, III Greer, South Carolina	Optometrist	Director	N/A	Optometrist, Eye Associates	0.24%	None	Eye Associates of Carolina, PA (100%) Smith Optometric Eye Associates of Tryon Tryon, NC (100%) Smith-Herring Partnership (50%)
Charles D. Wall, Sr. Greer, South Carolina	Pharmacist	Director	N/A	President, Professional Pharmacy, Incorporated Vice President, McLeskey-Todd Pharmacy, Incorporated	6.59%	None	McLeskey Todd Pharmacy Greer, SC (50%) Professional Pharmacy of Greer (100%) DW Leasing (100%) Wall Realty, LLC (50%) Kash & Karry Pharmacy (60%) CDW Properties (100%)
J. Richard Medlock, Jr. Greer, South Carolina	N/A	Secretary/Treasurer	Executive Vice President & CFO, Greer State Bank	N/A	1.11%	None	Cornerstone Properties (25%)