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.

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.

I.R.T. Dunlap, III
Name of the Holding Company Director and Official
Chairman
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, 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
3/31/2015
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 31471025
C.I.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2014
Month / Day / Year
N/A

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

Reporters Name, Street, and Mailing Address
TCB Corporation

Legal Title of Holding Company
419 Main Street/PO Box 3129
(Mailing Address of the Holding Company) Street / PO Box
Greenwood SC 29646
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Trewayne D. Lee VP & Financial Controller
Name Title
864-942-1575
Area Code / Phone Number / Extension
864-227-5194
Area Code / FAX Number
lee@ecountybank.com E-mail Address

For Federal Reserve Bank Use Only

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, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (1100-0027), Washington, DC 20503.
Report Item

1: The bank holding company prepares an annual report for its securities holders. Report will be forwarded upon completion.

2a: Organizational Chart

TCB Corporation
Greenwood, SC
Incorporated in South Carolina

100%

Countybank
Greenwood, SC
Incorporated in South Carolina

100%

TCB Capital Trust I
Greenwood, SC
Incorporated in South Carolina

83.500%

Greenwood Capital Associates, LLC
Greenwood, SC
Incorporated in South Carolina

100%

Countybanc Insurance Services, Inc.
Greenwood, SC
Incorporated in South Carolina

100%

Blue Sky Investment Properties, LLC
Greenwood, SC
Incorporated in South Carolina

100%

Countybanc Investments, Inc.
Greenwood, SC
Incorporated in South Carolina

*Blue Sky Investments - Managing Member
*Greenwood Capital Associates - Managing Member
### Results:
A list of branches for your depository institution: COUNTYBANK (ID_RSSD: 271529).

This depository institution is held by TCB CORPORATION (3147625) of GREENWOOD, SC.

The data are as of 12/31/2014. Data reflects information that was received and processed through 04/06/2015.

### 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.

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://yl0online.federalreserve.gov.

*FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.*

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSSD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNINUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service (Head Office)</td>
<td>271529 COUNTYBANK</td>
<td>OK</td>
<td>419 MAIN STREET</td>
<td>GREENWOOD</td>
<td>SC</td>
<td>29646</td>
<td>GREENWOOD</td>
<td>UNITED STATES</td>
<td>5859</td>
<td>0 COUNTYBANK</td>
<td>271529</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>3677841 DOWNTOWN MCBEE BRANCH</td>
<td>OK</td>
<td>201 W MCBEE AVE</td>
<td>GREENVILLE</td>
<td>SC</td>
<td>29601</td>
<td>GREENVILLE</td>
<td>UNITED STATES</td>
<td>461754</td>
<td>1 COUNTYBANK</td>
<td>271529</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>4486400 PELHAM BRANCH</td>
<td>OK</td>
<td>3431 PELHAM ROAD</td>
<td>GREENVILLE</td>
<td>SC</td>
<td>29615</td>
<td>GREENVILLE</td>
<td>UNITED STATES</td>
<td>532016</td>
<td>10 COUNTYBANK</td>
<td>271529</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>457624 NORTH BRANCH</td>
<td>OK</td>
<td>583 BYPASS 72 NORTHWEST</td>
<td>GREENWOOD</td>
<td>SC</td>
<td>29649</td>
<td>GREENWOOD</td>
<td>UNITED STATES</td>
<td>219528</td>
<td>3 COUNTYBANK</td>
<td>271529</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>526924 REYNOLDS AVENUE BRANCH</td>
<td>OK</td>
<td>1320 REYNOLDS AVE</td>
<td>GREENWOOD</td>
<td>SC</td>
<td>29649</td>
<td>GREENWOOD</td>
<td>UNITED STATES</td>
<td>219527</td>
<td>2 COUNTYBANK</td>
<td>271529</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### Form FR Y-6
TCB Corporation
Greenwood, South Carolina
Fiscal Year Ending December 31, 2014

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

<table>
<thead>
<tr>
<th>Name</th>
<th>City, State Country</th>
<th>Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Martha H Dunlap Rev Trust</td>
<td>Greenwood, SC USA</td>
<td>39,489 Shares - 8.314% Common Stock</td>
</tr>
<tr>
<td>R Thornwell Dunlap, III</td>
<td>Greenwood, SC USA</td>
<td>45,644 Shares - 9.610% Common Stock</td>
</tr>
<tr>
<td>Stephen L Davis</td>
<td>Greenwood, SC USA</td>
<td>44,526 Shares - 9.375% Common Stock</td>
</tr>
<tr>
<td>Leslie D Callison</td>
<td>Lexington, SC USA</td>
<td>39,020 Shares - 8.216% Common Stock</td>
</tr>
<tr>
<td>Bonner D Sasser</td>
<td>Atlanta, GA USA</td>
<td>38,320 Shares - 8.068% Common Stock</td>
</tr>
</tbody>
</table>
Report Item 4: Insiders
(1), (2), (3)(a)(b)(c) and (4)(a)(b)(c)

<table>
<thead>
<tr>
<th>Name, City, State Country</th>
<th>Principal Occupation if other than with BHC</th>
<th>Title &amp; Position with BHC</th>
<th>Title &amp; Position in Subsidiaries</th>
<th>Title &amp; Position with Other Businesses</th>
<th>% of Voting Shares in BHC</th>
<th>% of Voting Shares in Subsidiaries</th>
<th>List Names of other companies if 25% or more of voting securities are held</th>
</tr>
</thead>
<tbody>
<tr>
<td>George W. Ballentine, Jr. Greenwood, SC USA</td>
<td>Auto Dealership General Manager</td>
<td>Director</td>
<td>N/A</td>
<td>President &amp; Dealer Principal George Ballentine Ford-Lincoln-Mercury-Toyota</td>
<td>1.1580%</td>
<td>None</td>
<td>George Ballentine Ford-Lincoln-Mercury-Toyota (85%)</td>
</tr>
<tr>
<td>R Thornwell Dunlap, III Greenwood, SC USA</td>
<td>N/A</td>
<td>Chariman (Countybank)</td>
<td>None</td>
<td>President &amp; CEO (Countybank)</td>
<td>9.610% Direct</td>
<td>14.486% Indirect</td>
<td>N/A</td>
</tr>
<tr>
<td>Julian J Nexsen, Jr. Greenwood, SC USA</td>
<td>Retired</td>
<td>Director</td>
<td>N/A</td>
<td>Retired</td>
<td>0.9474%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>William B Patrick, Jr Hodges, SC USA</td>
<td>Attorney</td>
<td>Director Emeritus</td>
<td>N/A</td>
<td>Attorney</td>
<td>1.8070%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>John H Stroud Greenwood, SC USA</td>
<td>Manufacturing</td>
<td>Director</td>
<td>N/A</td>
<td>President &amp; CEO Greenwood Communities and Resorts, Inc</td>
<td>1.9910%</td>
<td>None</td>
<td>The O'Dell Corporation (50%)</td>
</tr>
<tr>
<td>G William Thomason Greenwood, SC USA</td>
<td>Attorney</td>
<td>Director Emeritus</td>
<td>N/A</td>
<td>Attorney</td>
<td>2.312% Direct</td>
<td>None</td>
<td>Callison Dorn Thomason &amp; Knott - 25%</td>
</tr>
<tr>
<td>E.L. Davis Greenwood, SC USA</td>
<td>Engineering</td>
<td>Director Emeritus</td>
<td>N/A</td>
<td>Chairman &amp; CEO</td>
<td>0.0000%</td>
<td>None</td>
<td>N/A</td>
</tr>
</tbody>
</table>
**Report Item 4: Insiders**
(1), (2), (3)(a)(b)(c) and (4)(a)(b)(c)

<table>
<thead>
<tr>
<th>Name, City</th>
<th>Principal Occupation</th>
<th>Title &amp; Position with BHC</th>
<th>Title &amp; Position with Subsidiaries</th>
<th>Title &amp; Position with Other Businesses</th>
<th>% of Voting Shares in BHC</th>
<th>% of Voting Shares in Subsidiaries</th>
<th>(4)(c) List Names of other companies if 25% or more of voting securities are held</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stephen L Davis</td>
<td>Engineering</td>
<td>Director</td>
<td>N/A</td>
<td>President</td>
<td>Davis &amp; Floyd, Inc.</td>
<td>9.3740%</td>
<td>None</td>
</tr>
<tr>
<td>Greenwood, SC USA</td>
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</tr>
</tbody>
</table>

| William John Park  | Retired  | Director Emeritus  | N/A  | Retired  | 2.5570%  | None  | N/A  |
| Greenwood, SC USA  |  |  |  |  |  |  |  |  |
TCB Corporation Officers
R. Thornwell Dunlap, III, Chairman
Annette L. Huskey, Treasurer & Secretary

Countybank Officers
R. Thornwell Dunlap, III, President & CEO
Kenneth M. Harper, COO & EVP
Annette L. Huskey, CFO & EVP
James R. Fowlie, Jr., Executive Vice President
David L. Bell, Senior Vice President
Geoffrey C. Cofield, Senior Vice President
Frederick A. Murphy, Senior Vice President
David A. Tempkin, Senior Vice President
Mary E. Bagwell, Vice President
Melanie P. Darley, Vice President
David L. Dougherty, Vice President
Dana C. Grissom, Vice President
Mark J. Hartman, Vice President
W. P. Jenkins, III, Vice President
Jennifer M. Johnston, Vice President
Tremayne D. Lee, Vice President

Countybanc Insurance Services, Inc. Officers
Rudy J. Painter, Vice President & Division Manager
Peggy A. Bowen, Assistant Vice President

Countybanc Investment Services, Inc. Officer
Frederick A. Murphy, Senior Vice President & Division Manager

Greenwood Capital Associates, LLC Officers
J. Philip Bell, President & Chief Compliance Officer
Walter B. Todd, III, Chief Investment Officer
Denise H. Lolita, Director of Firm Operations & EVP
David A. Hillhouse, Senior Vice President
Dr. John W. McAlhany, Senior Vice President

TCB Corporation
2014 Annual Report
TCB Corporation
419 Main Street
Greenwood, SC 29646
869-942-1500
www.TBCorporations.com

Banking > Insurance > Mortgage > Investments > Trust
Selected Financial Highlights

<table>
<thead>
<tr>
<th>Financial Statement</th>
<th>December 31</th>
<th>December 31</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>1,137,398</td>
<td>1,187,388</td>
</tr>
<tr>
<td>Deposits</td>
<td>291,922,550</td>
<td></td>
</tr>
<tr>
<td>Loans</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total Assets</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

A Letter from the Chairman

For the year ending December 31, 2014, TCB Corporation consolidated net income was $348,406,358, representing returns of shareholder equity of 14.52%. Total assets at year-end were $348,406,358 as compared to $334,893,381 at year-end 2013; a 4.1% increase. 2014 was a successful year with profitability and performance leading the way. The key driver to our success is the continued ability to deliver low cost and effective banking services. Throughout 2014, the bank increased average non-interest bearing deposits by $15,746,400 or 28.1%.

The Countybank and TCB Corporation Boards of Directors welcomed Stephen Davis as a new director in April 2014. Stephen is President and COO of Davis & Hard, Inc., where he is responsible for property development, business development, partnering, governmental affairs and overall management. We welcome the knowledge and experience Stephen has brought to the table.

Your year-end dividend model savings and personal and professional growth by experienced and knowledgeable financial experts across our diverse business units. Countybank, Countybank Trust, Countybank Mortgage, Countybank Investor Services, Inc., Countybank Investments, Inc. and Greenwood Capital Associates, LLC—your team are more strategic competitor advantage. Select highlights from our letter of thanks are shared below:

- David Fowtwell, Senior VP, President, was named Greenwood Market Executive. In his new role, David’s focus is developing and managing market specific strategies as well as managing the bank’s diverse business development initiatives.
- Our Trust Services saw 1.15 billion in assets managed, resulting in a 49% growth in net income from $1.08 billion to $1.3 billion in 2013 and $1.7 billion at year end 2014, a new record for the division.
- Greenwood Capital Associates, LLC achieved $1 billion in assets managed. Total net income was anticipated by $45 million in net income from $100 million in 2013 to $135 million in 2014.
- Countybank Investor Services, Inc. named Andy A. Dugan Division Manager in December.

Looking forward to 2015, we are well positioned with our network of institutions to help you in the 2015 tax season anticipated by the Federal Reserve. While margin compression is a concern across the entire banking landscape, we are prepared to grow by being aggressive on the deposit side of the balance sheet. The demands of regulatory compliance have permitted the flexibility for us to continue to meet and manage these demands well and will continue to do so through experienced management and resource allocation.

Although the nation's economic climate continues to improve, we believe our continued positive growth will continue to improve in our market area. For the quarter, TCB Corporation remains committed to growth through acquisition and several business relationships through partnerships. Our commitment to continued growth and the competitive environment of TCB Corporation are appreciated.

We look forward to seeing you at our Annual Shareholders Meeting to take place on Thursday, April 16, 2015 beginning at 2:30 p.m. at Countybank, Main Office at 419 Main Street, Greenwood, SC.

R. Thornwell Dunlap, III
Chairman, TCB Corporation