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)); Section 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611(a); 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 (12 C.F.R. should also file.)

The supporting attachments for this report date has been individual Reserve prepared in conformance with the instructions issued by the knowledge report, the that it has the authority, on behalf of each individual, to consent or that the Re iter and individual consent to public release of all details in .

03/09/2015

The Federal Reserve may assume, in the absence of a request for

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

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.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2014

N/A

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)

Reported'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

City

SC

State

29020

Zip Code

Physical Location (if different from mailing address)

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

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

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 (7100-0297), Washington, DC 20503.

10/2014
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 9, 2015.
Report Item 3: Securities holders
(1)(a)(b)(c) and (2)(a)(b)(c)

<table>
<thead>
<tr>
<th>Name, City, State, Country</th>
<th>(1)(b) Country of Citizenship or Incorporation</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
<th>(2)(a) Name, City, State, Country</th>
<th>(2)(b) Country of Citizenship or Incorporation</th>
<th>(2)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Samuel R Small, Camden, SC, USA</td>
<td>USA</td>
<td>144 - 12.96% Common Stock</td>
<td>None</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Glenn G. Tucker, Camden, SC, USA</td>
<td>USA</td>
<td>105 - 9.45% Common Stock</td>
<td>None</td>
<td>None</td>
<td>None</td>
</tr>
</tbody>
</table>
Report item 4: Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

<table>
<thead>
<tr>
<th>(1) Name, City, State Country</th>
<th>(2) Principal Title &amp; Position with Subsidiaries (Include names of subsidiaries)</th>
<th>(3)(a) Title &amp; Position with Other Businesses (Include names of other businesses)</th>
<th>(3)(b) Title &amp; Position with Holding Company</th>
<th>(4)(a) Percentage of Voting Shares in Holding Company</th>
<th>(4)(b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)</th>
<th>(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)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Samuel R Small, Camden, SC, USA</td>
<td>Banking President of First Palmetto Bank</td>
<td>President &amp; CEO (First Palmetto Bank)</td>
<td>N/A</td>
<td>12.96%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Steve G Williams, Jr, Camden, SC, USA</td>
<td>Banking Treasurer of First Palmetto Bank</td>
<td>SVP (First Palmetto Bank)</td>
<td>President John T Stevens Foundation</td>
<td>3.69%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>H Davis Green, Jr, Camden, SC, USA</td>
<td>Retired Chairman of Board of First Palmetto Bank</td>
<td>Director (First Palmetto Bank)</td>
<td>N/A</td>
<td>3.87%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Luther L Bridges, Jr, Columbia, SC, USA</td>
<td>Banking CFO of First Palmetto Bank</td>
<td>CFO (First Palmetto Bank)</td>
<td>N/A</td>
<td>1.35%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>
A list of branches for your depository institution: FIRST PALMETTO BANK (ID_RSSD: 586072).

The data are as of 12/31/2014. Data reflects information that was received and processed through 01/07/2015.

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.
- 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, delete it from the list, enter 'Close' in the Data Action column and the date when this information first became valid in the Effective Date column.
- Delet: If a branch listed was never owned by this depository institution, enter 'Delete' in the Data Action column.
- Add: If a branch listed was sold or closed, enter 'Add' in the Data Action column and the date when this information first became valid 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.

**Verification of these values is not required.**

| City                  | State | Zip Code | County | FDIC UNINUM* | Office Number* | Head Office | Need (ID_RSSD)* | Comments |
|-----------------------|-------|----------|--------|--------------|----------------|-------------|----------------|----------|----------|
| FIRST PALMETTO BANK  | SC    | 29020    | KEHSHW | 41230        | 0 FIRST PALMETTO BANK | 586072      |                |          |          |
| FIRST PALMETTO BANK  | SC    | 29067    | LANCAS | 267185       | 15 FIRST PALMETTO BANK | 586072      |                |          |          |
| FIRST PALMETTO BANK  | SC    | 29078    | KERSHAW | 272642       | 105 FIRST PALMETTO BANK | 586072      |                |          |          |
| FIRST PALMETTO BANK  | SC    | 29066    | LEXINGTON | 267190   | 11 FIRST PALMETTO BANK | 586072      |                |          |          |
| FIRST PALMETTO BANK  | SC    | 29070    | KERSHAW | 272642       | 105 FIRST PALMETTO BANK | 586072      |                |          |          |
| FIRST PALMETTO BANK  | SC    | 29075    | KERSHAW | 272642       | 105 FIRST PALMETTO BANK | 586072      |                |          |          |
| FIRST PALMETTO BANK  | SC    | 29081    | KERSHAW | 272642       | 105 FIRST PALMETTO BANK | 586072      |                |          |          |
| FIRST PALMETTO BANK  | SC    | 29081    | KERSHAW | 272642       | 105 FIRST PALMETTO BANK | 586072      |                |          |          |
| FIRST PALMETTO BANK  | SC    | 29071    | LEXINGTON | 267190   | 11 FIRST PALMETTO BANK | 586072      |                |          |          |
| FIRST PALMETTO BANK  | SC    | 29081    | KERSHAW | 272642       | 105 FIRST PALMETTO BANK | 586072      |                |          |          |
| FIRST PALMETTO BANK  | SC    | 29075    | KERSHAW | 272642       | 105 FIRST PALMETTO BANK | 586072      |                |          |          |
| FIRST PALMETTO BANK  | SC    | 29081    | KERSHAW | 272642       | 105 FIRST PALMETTO BANK | 586072      |                |          |          |