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FR Y-6
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Board of Governors of the Federal Reserve System

FRB RICHMOND

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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.

I, John C. Pollok

Name of the Holding Company Director and Official

Senior EVP, CFO, & COO

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 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

March 18, 2016

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 1133437
C.I.

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

December 31, 2015

Month / Day / Year

549300JZUANXM0YQ4W53

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

Reporter's Name, Street, and Mailing Address

South State Corporation

Legal Title of Holding Company

520 Gervais Street

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

Columbia SC 29201
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Keith S. Rainwater EVP/Principal Acctg Officer

Name Title

803-231-3539

Area Code / Phone Number / Extension

803-231-3524

Area Code / FAX Number

keith.rainwater@southstatebank.com

E-mail Address

www.southstatebank.com

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:

Organizational Chart

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

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Form FR Y-6
South State Corporation
Columbia, South Carolina
Fiscal Year Ended December 31, 2015

Report Item

1: Annual Report to Shareholders – not applicable, registered with the Securities and Exchange Commission.

2a: See “Confidential 2a document”

2b: Verified Domestic Branch Listing – emailed to rich.fry6@rich.frb.org on 3/18/2016.

3.1

- BlackRock, Inc., New York, NY, USA; 1,774,249 shares or 7.3% of outstanding common stock
- The Vanguard Group, Malvern, PA, USA; 1,545,390 shares of 6.4% of outstanding common stock

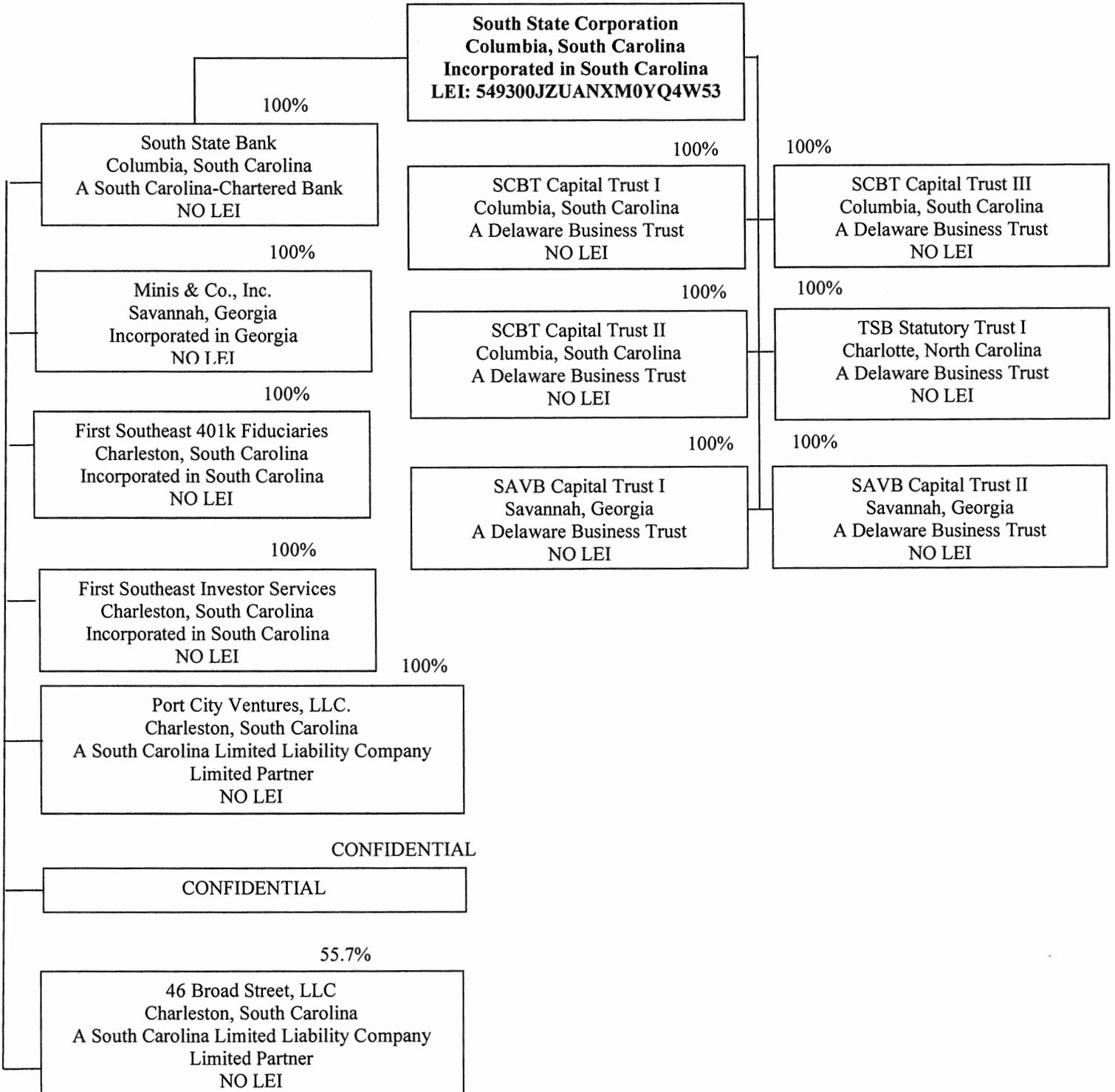
3.2 – none

4: Insiders – see accompanying schedule.

Form FR Y-6
South State Corporation
Columbia, South Carolina
Fiscal Year Ended December 31, 2015

Report Item

2a: Organizational Chart



Results: A list of branches for your depository institution: SOUTH STATE BANK (ID_RSSD: 540926).
 This depository institution is held by SOUTH STATE CORPORATION (1133437) of COLUMBIA, SC.
 The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

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)	540926	SOUTH STATE BANK	520 GERVAIS STREET	COLUMBIA	SC	29201	RICHLAND	UNITED STATES	8453	0	SOUTH STATE BANK	540926	
OK		Full Service	3122725	ATHENS EPPS BRIDGE PARKWAY BRANCH	455 EPPS BRIDGE PARKWAY, SUITE 104	ATHENS	GA	30606	CLARKE	UNITED STATES	364062	102	SOUTH STATE BANK	540926	
OK		Full Service	1490082	CANTON BRANCH	1925 MARIETTA HIGHWAY	CANTON	GA	30114	CHEROKEE	UNITED STATES	46419	123	SOUTH STATE BANK	540926	
OK		Full Service	2261917	CLARKESVILLE MAIN BRANCH	949 SOUTH WASHINGTON STREET	CLARKESVILLE	GA	30523	HABERSHAM	UNITED STATES	282665	84	SOUTH STATE BANK	540926	
OK		Full Service	3217788	CLAYTON MAIN BRANCH	174 HIGHWAY 441, NORTH	CLAYTON	GA	30525	RABUN	UNITED STATES	430567	105	SOUTH STATE BANK	540926	
OK		Full Service	2591735	CLEVELAND BRANCH	575 SOUTH MAIN STREET	CLEVELAND	GA	30528	WHITE	UNITED STATES	181244	122	SOUTH STATE BANK	540926	
OK		Full Service	298030	COMMERCE MAIN BRANCH	1851 NORTH ELM STREET	COMMERCE	GA	30529	JACKSON	UNITED STATES	557	92	SOUTH STATE BANK	540926	
OK		Full Service	2897521	WAL-MART BANKING CENTER BRANCH OFFICE	30983 SOUTH HIGHWAY 441	COMMERCE	GA	30529	BANKS	UNITED STATES	301170	98	SOUTH STATE BANK	540926	
OK		Full Service	513331	CORNELIA BRANCH	282 HISTORIC HWY 441 NORTH	CORNELIA	GA	30531	HABERSHAM	UNITED STATES	181242	121	SOUTH STATE BANK	540926	
OK		Full Service	590136	INGLES SUPERMARKET FACILITY	199 HABERSHAM COUNTY SHOPPING CENTER	CORNELIA	GA	30531	HABERSHAM	UNITED STATES	208031	79	SOUTH STATE BANK	540926	
OK		Full Service	4046417	NORTH MAIN STREET BRANCH	448 NORTH MAIN STREET	CORNELIA	GA	30531	HABERSHAM	UNITED STATES	3886	78	SOUTH STATE BANK	540926	
OK		Full Service	2541084	J&J FOODS BRANCH	2500 LIMESTONE PARKWAY	GAINESVILLE	GA	30501	HALL	UNITED STATES	208038	83	SOUTH STATE BANK	540926	
OK		Full Service	3030987	KROGER #437 BRANCH OFFICE	3630 THOMPSON BRIDGE	GAINESVILLE	GA	30506	HALL	UNITED STATES	360431	99	SOUTH STATE BANK	540926	
OK		Full Service	2703770	MAIN BANKING CENTER OFFICE	450 E. E. BUTLER PARKWAY	GAINESVILLE	GA	30501	HALL	UNITED STATES	208040	85	SOUTH STATE BANK	540926	
OK		Full Service	2377612	GARDEN CITY BRANCH	100 CHATHAM PARKWAY	GARDEN CITY	GA	31408	CHATHAM	UNITED STATES	289239	143	SOUTH STATE BANK	540926	
OK		Full Service	98436	HARTWELL MAIN OFFICE	241 EAST HOWELL ST	HARTWELL	GA	30643	HART	UNITED STATES	Not Required	Not Required	SOUTH STATE BANK	540926	
OK		Full Service	2703789	JEFFERSON OFFICE	71 MEMORIAL DRIVE	JEFFERSON	GA	30549	JACKSON	UNITED STATES	186486	97	SOUTH STATE BANK	540926	
OK		Full Service	1421040	RICHMOND HILL MAIN BRANCH	8971 FORD AVENUE	RICHMOND HILL	GA	31324	BRYAN	UNITED STATES	45610	150	SOUTH STATE BANK	540926	
OK		Full Service	1466489	SAVANNAH MAIN BRANCH	25 BULL STREET	SAVANNAH	GA	31401	CHATHAM	UNITED STATES	46354	141	SOUTH STATE BANK	540926	
OK		Full Service	1992689	SAVANNAH MALL BOULEVARD BRANCH	400 MALL BOULEVARD	SAVANNAH	GA	31406	CHATHAM	UNITED STATES	289237	142	SOUTH STATE BANK	540926	
OK		Full Service	2743280	SAVANNAH MEDICAL ARTS BRANCH	4809 WATERS AVENUE	SAVANNAH	GA	31404	CHATHAM	UNITED STATES	289241	145	SOUTH STATE BANK	540926	
OK		Full Service	3482924	SKIDWAY ISLAND BRANCH	50 MEETING STREET	SAVANNAH	GA	31411	CHATHAM	UNITED STATES	466261	146	SOUTH STATE BANK	540926	
OK		Full Service	2621089	WHITEMARSH ISLAND BRANCH	4741 E HIGHWAY 80, WHITMARSH ISLAND	SAVANNAH	GA	31410	CHATHAM	UNITED STATES	289240	144	SOUTH STATE BANK	540926	
OK		Full Service	2837862	TOCCOA BRANCH	1111 SOUTH BIG A ROAD	TOCCOA	GA	30577	STEPHENS	UNITED STATES	282670	88	SOUTH STATE BANK	540926	
OK		Full Service	3335374	WINDER BRANCH OFFICE	4 MIMOSA STREET	WINDER	GA	30680	BARROW	UNITED STATES	433926	107	SOUTH STATE BANK	540926	
OK		Full Service	3019843	COTSWOLD BRANCH	325 SOUTH SHARON AMITY RD	CHARLOTTE	NC	28211	MECKLENBURG	UNITED STATES	290786	70	SOUTH STATE BANK	540926	
OK		Full Service	2699631	MYERS PARK BRANCH	1057 PROVIDENCE RD	CHARLOTTE	NC	28207	MECKLENBURG	UNITED STATES	493771	73	SOUTH STATE BANK	540926	
OK		Full Service	3019852	SOUTH PARK BRANCH	6525 MORRISON BOULEVARD, SUITE 110	CHARLOTTE	NC	28211	MECKLENBURG	UNITED STATES	360588	71	SOUTH STATE BANK	540926	

OK		Full Service	4501916	HAMPSTEAD BRANCH	14572 US HWY 17	HAMPSTEAD	NC	28443	PENDER	UNITED STATES	429543	201	SOUTH STATE BANK	540926
OK		Full Service	4501925	LELAND BRANCH	1117 NEW POINTE BOULEVARD	LELAND	NC	28451	BRUNSWICK	UNITED STATES	Not Required	Not Required	SOUTH STATE BANK	540926
OK		Full Service	4161356	SUNSET BEACH BRANCH	796 SUNSET BLVD NORTH	SUNSET BEACH	NC	28468	BRUNSWICK	UNITED STATES	464446	191	SOUTH STATE BANK	540926
OK		Full Service	3960301	MILITARY CUTOFF BRANCH	1117 MILITARY CUTOFF ROAD	WILMINGTON	NC	28405	NEW HANOVER	UNITED STATES	60862	199	SOUTH STATE BANK	540926
OK		Full Service	4501934	OLEANDER BRANCH	4008 OLEANDER DRIVE	WILMINGTON	NC	28403	NEW HANOVER	UNITED STATES	464962	203	SOUTH STATE BANK	540926
OK		Full Service	4501907	PINE VALLEY BRANCH	3702 SOUTH COLLEGE ROAD	WILMINGTON	NC	28412	NEW HANOVER	UNITED STATES	290758	200	SOUTH STATE BANK	540926
OK		Full Service	356024	SOUTH ABBEVILLE BRANCH	104 WEST GREENWOOD STREET	ABBEVILLE	SC	29620	ABBEVILLE	UNITED STATES	Not Required	Not Required	SOUTH STATE BANK	540926
OK		Full Service	2701767	ANDERSON BRANCH	201 EAST GREENVILLE STREET	ANDERSON	SC	29621	ANDERSON	UNITED STATES	61742	132	SOUTH STATE BANK	540926
OK		Full Service	372220	BAMBERG BRANCH	2770 MAIN HIGHWAY	BAMBERG	SC	29003	BAMBERG	UNITED STATES	191170	15	SOUTH STATE BANK	540926
OK		Full Service	783675	BEAUFORT BRANCH	1121 BOUNDARY STREET	BEAUFORT	SC	29902	BEAUFORT	UNITED STATES	45154	29	SOUTH STATE BANK	540926
OK		Full Service	2635626	LADY'S ISLAND BRANCH	189 SEA ISLAND PARKWAY	BEAUFORT	SC	29907	BEAUFORT	UNITED STATES	357344	36	SOUTH STATE BANK	540926
OK		Full Service	3026618	BELFAIR-BLUFFTON BRANCH	9 OAK FOREST ROAD	BLUFFTON	SC	29910	BEAUFORT	UNITED STATES	Not Required	Not Required	SOUTH STATE BANK	540926
OK		Full Service	2497118	BLUFFTON BRANCH	1328 FORDING ISLAND ROAD	BLUFFTON	SC	29910	BEAUFORT	UNITED STATES	229633	24	SOUTH STATE BANK	540926
OK		Full Service	3300390	CAYCE BRANCH	1100 KNOX ABBOTT DR	CAYCE	SC	29033	LEXINGTON	UNITED STATES	425117	45	SOUTH STATE BANK	540926
OK		Full Service	4160694	ASHLEY AVENUE BRANCH	172 ASHLEY AVENUE	CHARLESTON	SC	29403	CHARLESTON	UNITED STATES	491973	206	SOUTH STATE BANK	540926
OK		Full Service	4161280	ASHLEY LANDING BRANCH	1309 SAM RITTENBERG BOULEVARD	CHARLESTON	SC	29407	CHARLESTON	UNITED STATES	272093	163	SOUTH STATE BANK	540926
CHANGE	6/24/2014	Limited Service	4501783	BROAD STREET/EAST BAY BRANCH	34 BROAD STREET	CHARLESTON	SC	29401	CHARLESTON	UNITED STATES	Not Required	Not Required	SOUTH STATE BANK	540926
OK		Full Service	3609598	CHARLESTON BROAD STREET BRANCH	46 BROAD STREET	CHARLESTON	SC	29401	CHARLESTON	UNITED STATES	453447	58	SOUTH STATE BANK	540926
OK		Limited Service	4160733	EAST BAY DRIVE UP BRANCH	8 CHARLOTTE STREET	CHARLESTON	SC	29403	CHARLESTON	UNITED STATES	272103	173	SOUTH STATE BANK	540926
OK		Full Service	4160788	FOLLY ROAD BRANCH	1185 FOLLY RD	CHARLESTON	SC	29412	CHARLESTON	UNITED STATES	272088	158	SOUTH STATE BANK	540926
OK		Full Service	4160984	HIGHWAY 61 AT MAGWOOD BRANCH	1995 MAGWOOD ROAD	CHARLESTON	SC	29414	CHARLESTON	UNITED STATES	272098	168	SOUTH STATE BANK	540926
OK		Full Service	3857812	JAMES ISLAND BRANCH	315 FOLLY ROAD	CHARLESTON	SC	29412	CHARLESTON	UNITED STATES	493772	74	SOUTH STATE BANK	540926
OK		Full Service	4161271	RUTLEDGE AVENUE AT HAMPTON PARK BRANCH	637 RUTLEDGE AVENUE	CHARLESTON	SC	29403	CHARLESTON	UNITED STATES	272096	166	SOUTH STATE BANK	540926
OK		Full Service	4161299	SAVANNAH HIGHWAY AT COBURG BRANCH	855 SAVANNAH HIGHWAY	CHARLESTON	SC	29407	CHARLESTON	UNITED STATES	272083	153	SOUTH STATE BANK	540926
OK		Full Service	2930288	COLUMBIA NORTHEAST BRANCH	2010 CLEMSON RD	COLUMBIA	SC	29229	RICHLAND	UNITED STATES	357426	37	SOUTH STATE BANK	540926
OK		Full Service	3441248	FOREST DRIVE BRANCH	4132 FOREST DRIVE	COLUMBIA	SC	29204	RICHLAND	UNITED STATES	451177	56	SOUTH STATE BANK	540926
OK		Full Service	3489503	IRMO BRANCH	201 COLUMBIANA DRIVE	COLUMBIA	SC	29212	LEXINGTON	UNITED STATES	466309	61	SOUTH STATE BANK	540926
OK		Full Service	4161075	CONWAY WALMART BRANCH	2709 CHURCH ST, STE A	CONWAY	SC	29526	HORRY	UNITED STATES	280397	183	SOUTH STATE BANK	540926
OK		Full Service	4160993	MAIN STREET-CONWAY BRANCH	501 MAIN STREET	CONWAY	SC	29526	HORRY	UNITED STATES	464454	197	SOUTH STATE BANK	540926
OK		Full Service	104421	DENMARK BRANCH	18587 HERITAGE HWY	DENMARK	SC	29042	BAMBERG	UNITED STATES	442558	51	SOUTH STATE BANK	540926
OK		Full Service	698322	EASLEY BRANCH	1800 EAST MAIN STREET	EASLEY	SC	29640	PICKENS	UNITED STATES	35869	135	SOUTH STATE BANK	540926
OK		Full Service	2864604	PENDELTON STREET BRANCH	1053 S PENDELTON STREET	EASLEY	SC	29642	PICKENS	UNITED STATES	260109	138	SOUTH STATE BANK	540926
OK		Full Service	642129	ELLOREE BRANCH	6512 OLD NUMBER 6 HWY	ELLOREE	SC	29047	ORANGEBURG	UNITED STATES	9370	20	SOUTH STATE BANK	540926
OK		Full Service	2645889	FLORENCE BRANCH	1600 WEST PALMETTO STREET	FLORENCE	SC	29501	FLORENCE	UNITED STATES	61199	41	SOUTH STATE BANK	540926
OK		Full Service	461320	FLORENCE MAIN BRANCH	285 SOUTH IRBY STREET	FLORENCE	SC	29501	FLORENCE	UNITED STATES	Not Required	Not Required	SOUTH STATE BANK	540926
OK		Full Service	937124	FLORENCE MALL BRANCH	1995 HOFFMEYER ROAD	FLORENCE	SC	29501	FLORENCE	UNITED STATES	Not Required	Not Required	SOUTH STATE BANK	540926
OK		Full Service	4161178	SOUTHPARK BRANCH	130 PAMPLICO HIGHWAY	FLORENCE	SC	29505	FLORENCE	UNITED STATES	287255	181	SOUTH STATE BANK	540926
OK		Full Service	4161150	WEST PALMETTO BRANCH	1921 WEST PALMETTO STREET	FLORENCE	SC	29501	FLORENCE	UNITED STATES	280394	179	SOUTH STATE BANK	540926
OK		Full Service	3433092	FORT MILL 160 BRANCH	817 DAVE GIBSON BOULEVARD	FORT MILL	SC	29708	YORK	UNITED STATES	442565	67	SOUTH STATE BANK	540926
OK		Full Service	2501837	FORT MILL BRANCH	808 EAST TOM HALL STREET	FORT MILL	SC	29715	YORK	UNITED STATES	290467	63	SOUTH STATE BANK	540926
OK		Full Service	4160809	GEORGETOWN BRANCH	1025 CHURCH ST	GEORGETOWN	SC	29440	GEORGETOWN	UNITED STATES	272100	170	SOUTH STATE BANK	540926
OK		Full Service	4161329	GOOSE CREEK BRANCH	218 SAINT JAMES AVENUE	GOOSE CREEK	SC	29445	BERKELEY	UNITED STATES	272094	164	SOUTH STATE BANK	540926
OK		Full Service	4160818	GOOSE CREEK WALMART BRANCH	605 SAINT JAMES AVENUE	GOOSE CREEK	SC	29445	BERKELEY	UNITED STATES	432298	189	SOUTH STATE BANK	540926

OK		Full Service	3680252	ANTRIM DRIVE BRANCH	45 EAST ANTRIM DRIVE	GREENVILLE	SC	29607	GREENVILLE	UNITED STATES	470056		139	SOUTH STATE BANK	540926
OK		Full Service	2791508	BUTLER ROAD BRANCH	1006 EAST BUTLER ROAD	GREENVILLE	SC	29607	GREENVILLE	UNITED STATES	74659		49	SOUTH STATE BANK	540926
OK		Full Service	3169700	GREENVILLE BRANCH	200 EAST BROAD ST	GREENVILLE	SC	29601	GREENVILLE	UNITED STATES	364497		38	SOUTH STATE BANK	540926
OK		Full Service	3231645	PELHAM ROAD BRANCH	3622 PELHAM ROAD	GREENVILLE	SC	29615	GREENVILLE	UNITED STATES	424715		44	SOUTH STATE BANK	540926
OK		Full Service	838922	HIGHWAY 72 BYPASS BRANCH	1224 BYPASS 72 NE	GREENWOOD	SC	29649	GREENWOOD	UNITED STATES	Not Required	Not Required		SOUTH STATE BANK	540926
OK		Full Service	892728	MONTAGUE OFFICE	702 MONTAGUE AVENUE	GREENWOOD	SC	29649	GREENWOOD	UNITED STATES	Not Required	Not Required		SOUTH STATE BANK	540926
OK		Full Service	23027	HARDEEVILLE BRANCH	21979 WHYTE HARDEE BOULEVARD	HARDEEVILLE	SC	29927	JASPER	UNITED STATES	219242		28	SOUTH STATE BANK	540926
OK		Full Service	408727	HARTSVILLE MALL BRANCH	825 SOUTH 5TH ST	HARTSVILLE	SC	29550	DARLINGTON	UNITED STATES	Not Required	Not Required		SOUTH STATE BANK	540926
OK		Full Service	4160778	EXCHANGE STREET BRANCH	100 EXCHANGE STREET	HILTON HEAD ISLAND	SC	29926	BEAUFORT	UNITED STATES	464449		193	SOUTH STATE BANK	540926
OK		Full Service	4161141	SEA PINES CIRCLE BRANCH	2 PALMETTO BAY ROAD	HILTON HEAD ISLAND	SC	29928	BEAUFORT	UNITED STATES	334358		174	SOUTH STATE BANK	540926
OK		Full Service	4160881	HWY 17 AT REDTOP BRANCH	3628 SAVANNAH HIGHWAY	JOHNS ISLAND	SC	29455	CHARLESTON	UNITED STATES	272092		162	SOUTH STATE BANK	540926
OK		Full Service	3189755	LAKE CITY BRANCH	268 W MAIN ST	LAKE CITY	SC	29560	FLORENCE	UNITED STATES	290780		42	SOUTH STATE BANK	540926
OK		Full Service	2447047	BATESBURG-LEESVILLE BRANCH	138 EAST COLUMBIA AVE	LEESVILLE	SC	29070	LEXINGTON	UNITED STATES	Not Required	Not Required		SOUTH STATE BANK	540926
OK		Full Service	3489512	HIGHWAY 378 BRANCH	5109 SUNSET BOULEVARD	LEXINGTON	SC	29072	LEXINGTON	UNITED STATES	453446		57	SOUTH STATE BANK	540926
OK		Full Service	324425	MONCKS CORNER BRANCH	317 HIGHWAY 52 NORTH	MONCKS CORNER	SC	29461	BERKELEY	UNITED STATES	224863		19	SOUTH STATE BANK	540926
OK		Full Service	4160751	COLEMAN BOULEVARD BRANCH	822 COLEMAN BOULEVARD	MOUNT PLEASANT	SC	29464	CHARLESTON	UNITED STATES	272085		155	SOUTH STATE BANK	540926
OK		Full Service	4160966	LONG POINT ROAD BRANCH	632 LONG POINT ROAD	MOUNT PLEASANT	SC	29464	CHARLESTON	UNITED STATES	362842		175	SOUTH STATE BANK	540926
OK		Full Service	4001489	MT PLEASANT BRANCH	1032 JOHNNIE DODDS BOULEVARD	MOUNT PLEASANT	SC	29464	CHARLESTON	UNITED STATES	499281		75	SOUTH STATE BANK	540926
OK		Full Service	4161217	OAKLAND WALMART BRANCH	3000 PROPRIETORS PLACE	MOUNT PLEASANT	SC	29466	CHARLESTON	UNITED STATES	520044		208	SOUTH STATE BANK	540926
OK		Full Service	4161039	TOWNE CENTRE BRANCH	1899 HIGHWAY 17 NORTH	MOUNT PLEASANT	SC	29464	CHARLESTON	UNITED STATES	272102		172	SOUTH STATE BANK	540926
OK		Full Service	2904849	MURRELLS INLET BRANCH	4210 HIGHWAY 17 BYPASS	MURRELLS INLET	SC	29576	GEORGETOWN	UNITED STATES	80246		52	SOUTH STATE BANK	540926
OK		Full Service	4161235	CAROLINA FOREST BRANCH	2005-C OAKHEART ROAD	MYRTLE BEACH	SC	29579	HORRY	UNITED STATES	491914		205	SOUTH STATE BANK	540926
OK		Full Service	4160827	GRISSOM PARKWAY BRANCH	4331 ROBERT M GRISSOM PARKWAY	MYRTLE BEACH	SC	29577	HORRY	UNITED STATES	280387		177	SOUTH STATE BANK	540926
OK		Full Service	4161301	SEABOARD WALMART BRANCH	541 SEABOARD STREET	MYRTLE BEACH	SC	29577	HORRY	UNITED STATES	433530		190	SOUTH STATE BANK	540926
OK		Full Service	4160760	SOCASSEE BRANCH	5019 DICK POND ROAD	MYRTLE BEACH	SC	29588	HORRY	UNITED STATES	280399		185	SOUTH STATE BANK	540926
OK		Full Service	901321	76 BYPASS NEWBERRY BRANCH	1310 WILSON ROAD	NEWBERRY	SC	29108	NEWBERRY	UNITED STATES	Not Required	Not Required		SOUTH STATE BANK	540926
OK		Full Service	4501895	CENTRE POINTE BRANCH	4962 CENTRE POINTE DRIVE	NORTH CHARLESTON	SC	29418	CHARLESTON	UNITED STATES	272090		160	SOUTH STATE BANK	540926
OK		Full Service	4161011	DORCHESTER AT ASHLEY PHOSPHATE BRANCH	8450 E. DORCHESTER ROAD	NORTH CHARLESTON	SC	29420	DORCHESTER	UNITED STATES	272099		169	SOUTH STATE BANK	540926
OK		Full Service	4161253	NORTH RIVERS MARKET BRANCH	7850 RIVERS AVENUE	NORTH CHARLESTON	SC	29406	CHARLESTON	UNITED STATES	272086		156	SOUTH STATE BANK	540926
OK		Limited Service	4160564	RIVERS AT COSGROVE BRANCH	3400 RIVERS AVE	NORTH CHARLESTON	SC	29405	CHARLESTON	UNITED STATES	272084		154	SOUTH STATE BANK	540926
OK		Full Service	4160573	MAIN STREET-NORTH MYRTLE BEACH BRANCH	606 MAIN STREET	NORTH MYRTLE BEACH	SC	29582	HORRY	UNITED STATES	522156		209	SOUTH STATE BANK	540926
OK		Full Service	3028627	SUN CITY BRANCH	32 WILLIAM POPE DRIVE	OKATIE	SC	29909	BEAUFORT	UNITED STATES	359922		218	SOUTH STATE BANK	540926
OK		Full Service	4418854	CALHOUN BRANCH	950 JOHN C. CALHOUN DRIVE	ORANGEBURG	SC	29115	ORANGEBURG	UNITED STATES	Not Required	Not Required		SOUTH STATE BANK	540926
OK		Full Service	896922	JOHN C CALHOUN BRANCH	761 JOHN C CALHOUN DRIVE	ORANGEBURG	SC	29115	ORANGEBURG	UNITED STATES	Not Required	Not Required		SOUTH STATE BANK	540926
OK		Full Service	17428	MALL BRANCH	1325 ST. MATTHEWS ROAD, NE	ORANGEBURG	SC	29115	ORANGEBURG	UNITED STATES	Not Required	Not Required		SOUTH STATE BANK	540926
OK		Full Service	89425	ORANGEBURG BRANCH	3025 ST MATTHEWS RD	ORANGEBURG	SC	29118	ORANGEBURG	UNITED STATES	229627		11	SOUTH STATE BANK	540926
OK		Full Service	2943307	SAINT MATTHEWS BRANCH	1255 ST MATTHEWS ROAD	ORANGEBURG	SC	29115	ORANGEBURG	UNITED STATES	357343		35	SOUTH STATE BANK	540926
OK		Full Service	4399319	PAWLEYS ISLAND BRANCH	11039 OCEAN HIGHWAY	PAWLEYS ISLAND	SC	29585	GEORGETOWN	UNITED STATES	Not Required	Not Required		SOUTH STATE BANK	540926
OK		Full Service	2018960	PICKENS OFFICE	424 HAMPTON AVENUE	PICKENS	SC	29671	PICKENS	UNITED STATES	260108		137	SOUTH STATE BANK	540926
OK		Full Service	1168998	POWDERSVILLE BRANCH	4 HOOD ROAD, AT HIGHWAY 153	PIEDMONT	SC	29673	GREENVILLE	UNITED STATES	260107		136	SOUTH STATE BANK	540926
OK		Full Service	547729	RIDGELAND BRANCH	10671 SOUTH JACOB SMART BOULEVARD	RIDGELAND	SC	29936	JASPER	UNITED STATES	229623		6	SOUTH STATE BANK	540926
OK		Full Service	2451482	ROCK HILL BRANCH	1127 EBENEZER ROAD	ROCK HILL	SC	29732	YORK	UNITED STATES	56862		62	SOUTH STATE BANK	540926
OK		Full Service	3167865	ROCK HILL MAIN BRANCH	1274 E MAIN STREET	ROCK HILL	SC	29730	YORK	UNITED STATES	366292		66	SOUTH STATE BANK	540926

OK		Full Service	88923	SAINT GEORGE BRANCH	5542 MEMORIAL BLVD	SAINT GEORGE	SC	29477	DORCHESTER	UNITED STATES	229621	4	SOUTH STATE BANK	540926
OK		Full Service	641627	SANTEE BRANCH	657 BASS DR	SANTEE	SC	29142	ORANGEBURG	UNITED STATES	232575	21	SOUTH STATE BANK	540926
OK		Full Service	2757906	SENECA BRANCH	201 BY-PASS 123	SENECA	SC	29678	OCONEE	UNITED STATES	74654	130	SOUTH STATE BANK	540926
OK		Full Service	2895853	SIMPSONVILLE BRANCH	1 FIVE FORK PLAZA COURT	SIMPSONVILLE	SC	29681	GREENVILLE	UNITED STATES	364203	50	SOUTH STATE BANK	540926
OK		Full Service	3731743	SPARTANBURG BRANCH	320 MAIN STREET	SPARTANBURG	SC	29302	SPARTANBURG	UNITED STATES	456806	129	SOUTH STATE BANK	540926
OK		Full Service	4161338	NORTH MAIN STREET-SUMMERVILLE BRANCH	1315 NORTH MAIN STREET	SUMMERVILLE	SC	29483	BERKELEY	UNITED STATES	272101	171	SOUTH STATE BANK	540926
OK		Full Service	4160706	SUMMERVILLE PLAZA BRANCH	690 BACON'S BRIDGE ROAD	SUMMERVILLE	SC	29485	DORCHESTER	UNITED STATES	272087	157	SOUTH STATE BANK	540926
OK		Limited Service	4161123	TROLLEY AT DORCHESTER BRANCH	1960 OLD TROLLEY ROAD	SUMMERVILLE	SC	29485	DORCHESTER	UNITED STATES	272097	167	SOUTH STATE BANK	540926
OK		Full Service	146225	BROAD STREET BRANCH	1141 BROAD ST	SUMTER	SC	29150	SUMTER	UNITED STATES	Not Required	Not Required	SOUTH STATE BANK	540926
OK		Full Service	50322	SUMTER MAIN OFFICE	670 WEST LIBERTY ST	SUMTER	SC	29150	SUMTER	UNITED STATES	Not Required	Not Required	SOUTH STATE BANK	540926
OK		Full Service	4161244	SURFSIDE BEACH BRANCH	211 HIGHWAY 17 NORTH	SURFSIDE BEACH	SC	29575	HORRY	UNITED STATES	464455	198	SOUTH STATE BANK	540926
OK		Full Service	916923	NORTH JEFFRIES BRANCH	520 NORTH JEFFRIES BLVD	WALTERBORO	SC	29488	COLLETON	UNITED STATES	5743	22	SOUTH STATE BANK	540926
OK		Full Service	545622	ROBERTSON BOULEVARD BRANCH	600 ROBERTSON BLVD	WALTERBORO	SC	29488	COLLETON	UNITED STATES	229626	9	SOUTH STATE BANK	540926
OK		Full Service	3103274	YORK BRANCH	801 EAST LIBERTY STREET	YORK	SC	29745	YORK	UNITED STATES	290469	65	SOUTH STATE BANK	540926

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Jimmy E. Addison Columbia, SC	Chief Financial Officer	Director	Director South State Bank	Chief Financial Officer - SCANA Corporation President - SCANA Energy	*	N/A	N/A

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Luther J. Battiste, III Columbia, SC	Attorney	Director	Director South State Bank	Partner - Johnson, Toal and Battiste, P.A. Partner - JTB Partnership Partner - 1615 Barnwell Partnership	*	N/A	28% Johnson, Toal and Battiste, P.A. 25% JTB Partnership

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 Common Stock

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Paula Harper Bethea Hilton Head Island, SC	Chief Executive Officer	Director & Vice Chairman	Director & Vice Chairman South State Bank	Chief Executive Officer - SC Education Lottery	*	N/A	N/A

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Renee R. Brooks Columbia, SC	N/A	Senior Executive Vice President & Chief Administrative Officer & Chief Risk Officer	Senior Executive Vice President & Chief Administrative Officer & Chief Risk Officer South State Bank	N/A	.	N/A	N/A

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Robert H. Demere, Jr. Savannah, GA	President	Director	Director South State Bank	President - Colonial Group, Inc.	*	N/A	53% Colonial Group, Inc

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M. Oswald Fogle Orangeburg, SC	Consultant	Director	Director South State Bank	General Manager - Mixon Warehousing	*	N/A	N/A

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Herbert G. Gray Beaufort, SC	Building Material Supplier & Property Manager	Director	Director South State Bank	President & CEO - Venture, Inc. Partner - Gray Holdings	*	N/A	N/A
	Management Real estate Company			Director - Gray RE Holdings, LLC		N/A	25.0% Gray RE Holdings, LLC

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Cynthia A. Hartley Charleston, SC	Retired	Director	Director South State Bank	N/A	*	N/A	N/A

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Robert R. Hill, Jr. Columbia, SC	N/A	Director & Chief Executive Officer	Director & Chief Executive Officer - South State Bank	N/A	-	N/A	N/A

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Robert R. Hill, Jr. Columbia, SC	N/A	Director & Chief Executive Officer	Director & Chief Executive Officer - South State Bank	N/A	*	N/A	N/A

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Robert R. Horger Orangeburg, SC	Attorney	Director & Chairman	Director & Chairman South State Bank	Attorney - Horger, Barnwell, & Reid	*	N/A	60% Horger, Barnwell, & Reid

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Thomas J. Johnson Ravenel, SC	Franchised Automobile Dealer	Director	Director South State Bank	President & CEO - Johnson Automotive Group President & CEO - F&J Associates	*	N/A	N/A

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Richard C. Mathis Elgin, SC	N/A	Executive Vice President & Treasurer	Executive Vice President & Treasurer South State Bank	N/A	•	N/A	N/A

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Ralph W. Norman, Jr. Rock Hill, SC	Real Estate Brokerage and Development	Director	Director South State Bank	President - Warren Norman Co., Inc. President - Norman Development Co., Inc	*	N/A	50% Warren Norman Co., Inc. 65% Norman Devel Co., Inc

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Alton C. Phillips Charleston, SC	Fertilizer, chemicals and seed distribution	Director	Director South State Bank	President - Carolina Eastern, Inc.	*	N/A	100% Carolina Eastern, Inc.

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John C. Pollok Chapin, SC	N/A	Director, Senior Executive Vice President, Chief Operating Officer & Chief Financial Officer	Director, Senior Executive Vice President, Chief Operating Officer & Chief Financial Officer - South State Bank	N/A	*	N/A	N/A

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Keith S. Rainwater Columbia, SC	N/A	Executive Vice President & Principal Accounting Officer	Executive Vice President & Principal Accounting Officer South State Bank	N/A	*	N/A	N/A

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James W. Roquemore Cameron, SC	Turf/Grass/ Sod/Seed	Director	Director South State Bank	Chief Executive Officer - Patten Seed Co. General Manager - Super-Sod	*	N/A	29% Patten Seed Co.,

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Richard W. Salmons, Jr. Charleston, SC	President	Director	Director South State Bank	President - Salmons Dredging Corp.	*	N/A	100% Salmons Dredging

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B. Ed Shelley, Jr. Conway, SC	Healthcare Business Consultant	Director	Director South State Bank	CEO - Patient Priority I, LLC. Director - J.M. Smith Corporation	*	N/A	N/A

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Thomas E. Suggs Columbia, SC	Insurance Brokerage & Consulting	Director	Director South State Bank	President & Chief Executive Officer - Keenan & Suggs, Inc.	*	N/A	72% Keenan & Suggs, Inc.

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John W. Williamson, III Denmark, SC	Agricultural Products	Director	Director South State Bank	President - J. W. Williamson Ginnery, Inc. Partner - Georgia Investors Chairman - Jackson Corporation Chairman - Southern Carolina Economic Development Alliance	*	N/A	100% J. W. Williamson Ginnery, Inc. 50% Georgia Investors

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John F. Windley Columbia, SC	N/A	Chief Banking Officer	President, Chief Banking Officer South State Bank	N/A	*	N/A	N/A

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Kevin P. Walker Charlotte, NC	Certified Public Accountant	Director	Director South State Bank	Partner- Greer Walker, LLP	*	N/A	1.00% Greer Walker, LLP

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