

Board of Governors of the Federal Reserve System



# 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)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). 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, top-tier savings and loan holding companies, and U.S. intermediate 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. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I, David H. Rupp

Name of the Holding Company Director and Official

President & CEO

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

03/30/2017

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, 2016

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Four Oaks Fincorp, Inc.

Legal Title of Holding Company

PO Box 309

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

Four Oaks

NC

27524

City

State

Zip Code

6114 US 301 South

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Deanna W. Hart

EVP & CFO

Name

Title

919-963-2177

Area Code / Phone Number / Extension

919-963-2768

Area Code / FAX Number

dwhart@fouroaksbank.com

E-mail Address

http://www.fouroaksbank.com

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

Is confidential treatment requested for any portion of this report submission? .....

0=No

1=Yes

0

In accordance with the General Instructions for this report (check only one),

- 1. a letter justifying this request is being provided along with the report .....
- 2. a letter justifying this request has been provided separately .....

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

## **Form FR Y-6**

**Four Oaks Fincorp, Inc.  
Four Oaks, NC  
Fiscal Year Ending December 31, 2016**

### **REPORT ITEM**

**1:** Four Oaks Fincorp, Inc. is registered with the SEC and prepares an annual report for its securities holders which was filed with the Securities and Exchange Commission on March 30, 2017. The actual Form 10-K report is not included in the report, however, it can be found on the SEC website.

**2a:** Organizational Chart – see next page

## Report Item 2: Organization Chart

### Bank Holding Company



Note: There are no assigned LEI numbers

**Form FR Y-6**

**Four Oaks Fincorp, Inc.**

**Four Oaks, NC**

**Fiscal Year Ending December 31, 2016**

**REPORT ITEM**

**2b:** Domestic branch listing – submitted via email to the FRB on 3/2/17. Also being included on the next page:

**Results:** A list of branches for your depository institution: **FOUR OAKS BANK & TRUST COMPANY (ID\_RSSD: 292524)**.  
 This depository institution is held by **FOUR OAKS FINCORP, INC. (2557405)** of **FOUR OAKS, NC**.  
 The data are as of **12/31/2016**. Data reflects information that was received and processed through **01/10/2017**.

**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) | 292524          | FOUR OAKS BANK & TRUST COMPANY | 6144 US 301 SOUTH             | FOUR OAKS     | NC    | 27524    | JOHNSTON | UNITED STATES | 7352         | 0              | FOUR OAKS BANK & TRUST COMPANY | 292524               |          |
| OK          |                | Full Service               | 2619602         | BENSON BRANCH                  | 200 EAST CHURCH ST            | BENSON        | NC    | 27504    | JOHNSTON | UNITED STATES | 224716       | 7              | FOUR OAKS BANK & TRUST COMPANY | 292524               |          |
| OK          |                | Full Service               | 585422          | CLAYTON BRANCH                 | 102 EAST MAIN ST              | CLAYTON       | NC    | 27520    | JOHNSTON | UNITED STATES | 224712       | 2              | FOUR OAKS BANK & TRUST COMPANY | 292524               |          |
| OK          |                | Full Service               | 3686049         | DUNN BRANCH                    | 115 FOUR OAKS PLACE           | DUNN          | NC    | 28334    | HARNETT  | UNITED STATES | 479783       | 17             | FOUR OAKS BANK & TRUST COMPANY | 292524               |          |
| OK          |                | Full Service               | 3345757         | FUQUAY-VARINA BRANCH           | 325 N JUDD PARKWAY NE         | FUQUAY VARINA | NC    | 27526    | WAKE     | UNITED STATES | 358901       | 9              | FOUR OAKS BANK & TRUST COMPANY | 292524               |          |
| OK          |                | Full Service               | 2619611         | GARNER BRANCH                  | 200 GLEN ROAD                 | GARNER        | NC    | 27529    | JOHNSTON | UNITED STATES | 224715       | 6              | FOUR OAKS BANK & TRUST COMPANY | 292524               |          |
| OK          |                | Full Service               | 3320053         | HARRELLS BRANCH                | 590 TOMAHAWK HIGHWAY          | HARRELLS      | NC    | 28444    | SAMPSON  | UNITED STATES | 443323       | 12             | FOUR OAKS BANK & TRUST COMPANY | 292524               |          |
| OK          |                | Full Service               | 3194339         | HOLLY SPRINGS BRANCH           | 201 WEST CENTER STREET        | HOLLY SPRINGS | NC    | 27540    | WAKE     | UNITED STATES | 420235       | 11             | FOUR OAKS BANK & TRUST COMPANY | 292524               |          |
| OK          |                | Full Service               | 3610576         | GARNER STATION BRANCH          | 1408 GARNER STATION BOULEVARD | RALEIGH       | NC    | 27603    | WAKE     | UNITED STATES | 456046       | 19             | FOUR OAKS BANK & TRUST COMPANY | 292524               |          |
| OK          |                | Limited Service            | 2619620         | BRIGHT LEAF BRANCH             | 403 SOUTH BRIGHT LEAF BLVD    | SMITHFIELD    | NC    | 27577    | JOHNSTON | UNITED STATES | 224714       | 5              | FOUR OAKS BANK & TRUST COMPANY | 292524               |          |
| OK          |                | Full Service               | 1872437         | SMITHFIELD BRANCH              | 128 NORTH SECOND STREET       | SMITHFIELD    | NC    | 27577    | JOHNSTON | UNITED STATES | 224713       | 3              | FOUR OAKS BANK & TRUST COMPANY | 292524               |          |
| OK          |                | Full Service               | 3140233         | WALLACE BRANCH                 | 406 E MAIN ST                 | WALLACE       | NC    | 28466    | DUPLIN   | UNITED STATES | 420234       | 10             | FOUR OAKS BANK & TRUST COMPANY | 292524               |          |
| OK          |                | Full Service               | 3435667         | ZEBULON BRANCH                 | 805 N ARENDELL AVENUE         | ZEBULON       | NC    | 27597    | WAKE     | UNITED STATES | 450358       | 13             | FOUR OAKS BANK & TRUST COMPANY | 292524               |          |

# Form FR Y-6

## Four Oaks Fincorp, Inc. Four Oaks, NC Fiscal Year Ending December 31, 2016

### REPORT ITEM

#### 3: Securities Holders

1. Current securities holder with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending December 31, 2016:

|        |                                    |        |     |        |                   |
|--------|------------------------------------|--------|-----|--------|-------------------|
| (1)(a) | Kenneth R. Lehman<br>Arlington, VA | (1)(b) | USA | (1)(c) | 3,200,000 / 47.4% |
|--------|------------------------------------|--------|-----|--------|-------------------|

2. 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 December 31, 2016:

(2)(a)(b)(c) N/A for each

Note: Shares have been adjusted for the 1 for 5 reverse stock split, effective 3/8/17

## Form FR Y-6

### Four Oaks Fincorp, Inc. Four Oaks, NC

Fiscal Year Ending December 31, 2016

#### Report Item

#### 4: INSIDERS - As of 12/31/16

| (1)<br>Name,<br>City,<br>State / Country            | (2)<br>Principal<br>Occupation,<br>if other than<br>Holding<br>Company | (3. (a)(b)(c))<br>Title & Position with Holding<br>Company & Any Other Companies   | (4.a.)<br>Percentage<br>of Voting<br>Shares in<br>the<br>Holding<br>Company | (4.b.)<br>Percentage<br>of Voting<br>Shares in<br>Subsidiaries | (4.c.)<br>If 25% or more Ownership in Other<br>Company, List Companies & Percentage of<br>Ownership |
|---|--|--|---|--|---|
| Ayden R. Lee, Jr.<br>Clayton,<br>North Carolina/USA | N/A  | <b>(a)</b><br>Chairman of the Board of Directors<br>of Four Oaks Fincorp, Inc. and Four<br>Oaks Bank & Trust Company;<br><b>(b) &amp; (c)</b><br>None                  | 1.2%  | None   | None  |
| David H. Rupp<br>Raleigh,<br>North Carolina/USA     | N/A  | <b>(a)</b><br>Director, Chief Executive Officer,<br>and President of Four Oaks<br>Fincorp, Inc. and Four Oaks Bank &<br>Trust Company;<br><b>(b) &amp; (c)</b><br>None | 0.8%  | None   | None  |

| <b>(1)<br/>Name,<br/>City,<br/>State / Country</b> | <b>(2)<br/>Principal<br/>Occupation,<br/>if other than<br/>Holding<br/>Company</b> | <b>(3. (a)(b)(c))<br/>Title &amp; Position with Holding<br/>Company &amp; Any Other Companies</b>  | <b>(4.a.)<br/>Percentage<br/>of Voting<br/>Shares in<br/>the<br/>Holding<br/>Company</b> | <b>(4.b.)<br/>Percentage<br/>of Voting<br/>Shares in<br/>Subsidiaries</b> | <b>(4.c.)<br/>If 25% or more Ownership in Other<br/>Company, List Companies &amp; Percentage of<br/>Ownership</b>  |
|--|--|--|--|---|--|
| Kenneth R. Lehman<br>Arlington,<br>Virginia / USA  | Private<br>Investor,<br>Attorney and<br>Banking<br>Entrepreneur                    | <p><b>(a)</b><br/>Director and Principal Securities<br/>Holder of Four Oaks Fincorp, Inc.<br/>and Four Oaks Bank &amp; Trust<br/>Company;</p> <p><b>(b)</b> None</p> <p><b>(c)</b><br/>Director of:<br/>Virginia Partners Bank; Marine<br/>Bank &amp; Trust Company;<br/>Delmar Bancorp, Inc. and The Bank<br/>of Delmarva; Liberty Bell Bank;<br/>and Village Bank &amp; Trust Financial<br/>Corporation and Village Bank.<br/>Managing member, sole owner<br/>and sole beneficiary of BVC<br/>Capital, LLC.<br/>Principal Stockholder of Liberty<br/>Shares, Inc. and The Heritage<br/>Bank.</p> | 47.4%  | None  | Virginia Partners Bank / 43%;<br>Liberty Shares, Inc. and The Heritage Bank /<br>48%;<br>Marine Bank & Trust Company / 45%;<br>Delmar Bancorp, Inc. and The Bank of<br>Delmarva / 41%;<br>Liberty Bell Bank / 43%;<br>Village Bank & Trust Financial Corporation<br>and Village Bank / 41%;<br>BVC Capital, LLC / 100% |

| <b>(1)<br/>Name,<br/>City,<br/>State / Country</b>          | <b>(2)<br/>Principal<br/>Occupation,<br/>if other than<br/>Holding<br/>Company</b> | <b>(3. (a)(b)(c))<br/>Title &amp; Position with Holding<br/>Company &amp; Any Other Companies</b>  | <b>(4.a.)<br/>Percentage<br/>of Voting<br/>Shares in<br/>the<br/>Holding<br/>Company</b> | <b>(4.b.)<br/>Percentage<br/>of Voting<br/>Shares in<br/>Subsidiaries</b> | <b>(4.c.)<br/>If 25% or more Ownership in Other<br/>Company, List Companies &amp; Percentage of<br/>Ownership</b>   |
|---|--|--|--|---|---|
| Michael A. Weeks<br>Willow Springs,<br>North Carolina / USA | Architect  | <p><b>(a)</b><br/>Lead Independent Director of<br/>Four Oaks Fincorp, Inc. and Four<br/>Oaks Bank &amp; Trust Company;</p> <p><b>(b)</b> None</p> <p><b>(c)</b><br/>Co-owner and President:<br/>Weeks Turner Architecture, PA;<br/>Co-Owner &amp; Member Manager:<br/>Atlantic Park, LLC,<br/>Weeks &amp; Sherron, LLC,<br/>Weeks Sherron &amp; Turner, LLC,<br/>Serwee Associates, LLC,<br/>South Main Associates, LLC,<br/>Durant Business Center, LLC,<br/>Knightdale Business Partners, LLC,<br/>Weeks Associates, LLC,<br/>Tryon Theater, LLC,<br/>Manns Chapel Properties, LLC,<br/>WRS, LLC,<br/>Brown Street Associates, LLC,<br/>SWR, LLC,<br/>Lake Wheeler Mobile Estates, LLC;<br/>Mr. Weeks has diverse experience<br/>serving on various government,<br/>community and private boards</p> | 0.6%   | None  | <p>Serwee Associates, LLC / 62.5%</p> <p>Weeks Turner Architecture, PA / 100%</p> <p>Atlantic Park, LLC / 100%</p> <p>Durant Business Center, LLC / 25%</p> <p>Weeks Associates, LLC / 25%</p> <p>Manns Chapel Properties, LLC / 66.66%</p> <p>WRS, LLC / 33%</p> <p>Lake Wheeler Mobile Estates, LLC / 25%</p> <p>Brown Street Associates, LLC / 33%</p> <p>SWR, LLC / 33%</p> |

| <b>(1)<br/>Name,<br/>City,<br/>State / Country</b>        | <b>(2)<br/>Principal<br/>Occupation,<br/>if other than<br/>Holding<br/>Company</b> | <b>(3. (a)(b)(c))<br/>Title &amp; Position with Holding<br/>Company &amp; Any Other Companies</b>  | <b>(4.a.)<br/>Percentage<br/>of Voting<br/>Shares in<br/>the<br/>Holding<br/>Company</b> | <b>(4.b.)<br/>Percentage<br/>of Voting<br/>Shares in<br/>Subsidiaries</b> | <b>(4.c.)<br/>If 25% or more Ownership in Other<br/>Company, List Companies &amp; Percentage of<br/>Ownership</b> |
|---|--|--|--|---|---|
| Dr. R. Max Raynor, Jr.<br>Benson,<br>North Carolina / USA | Optometrist  | <p><b>(a)</b><br/>Director of Four Oaks Fincorp, Inc.<br/>and Four Oaks Bank &amp; Trust<br/>Company;<br/>Chairman of the Company's<br/>Nominating and Corporate<br/>Governance Committee;</p> <p><b>(b)</b><br/>None</p> <p><b>(c)</b><br/>Owner of Professional Eye Care,<br/>with locations in Benson, North<br/>Carolina, Roseboro, North Carolina<br/>and Clinton, North Carolina</p> | 0.7%   | None  | Professional Eye Care / 100%  |
| Warren L. Grimes<br>Smithfield,<br>North Carolina / USA   | N/A = Retired  | <p><b>(a)</b><br/>Director of Four Oaks Fincorp, Inc.<br/>and Four Oaks Bank &amp; Trust<br/>Company;<br/>Chairman of the Company's<br/>Compensation Committee and<br/>Audit Committee</p> <p><b>(b) &amp; (c)</b><br/>None</p>  | 0.3%   | None  | None  |

| <b>(1)<br/>Name,<br/>City,<br/>State / Country</b> | <b>(2)<br/>Principal<br/>Occupation,<br/>if other than<br/>Holding<br/>Company</b> | <b>(3. (a)(b)(c))<br/>Title &amp; Position with Holding<br/>Company &amp; Any Other Companies</b>   | <b>(4.a.)<br/>Percentage<br/>of Voting<br/>Shares in<br/>the<br/>Holding<br/>Company</b> | <b>(4.b.)<br/>Percentage<br/>of Voting<br/>Shares in<br/>Subsidiaries</b> | <b>(4.c.)<br/>If 25% or more Ownership in Other<br/>Company, List Companies &amp; Percentage of<br/>Ownership</b>  |
|--|--|---|--|---|--|
| R. Gary Rabon<br>Raleigh,<br>North Carolina / USA  | Certified<br>Public<br>Accountant<br>and Real<br>Estate Broker                     | <p><b>(a)</b><br/>Director of Four Oaks Fincorp, Inc.<br/>and Four Oaks Bank &amp; Trust<br/>Company;</p> <p><b>(b)</b><br/>None</p> <p><b>(c)</b><br/>A founding partner of:<br/>Rabon &amp; Dailey, LLP;<br/>CEO or Co-CEO of:<br/>Coldwell Banker Advantage;<br/>Principal partner of:<br/>Advantage Lending, LCC;<br/>Partner in Cardinal Title, LLC;<br/>Managing member of various<br/>limited liability companies that<br/>own and manage office properties<br/>and an industrial site</p> | 0.1%   | None  | <p>Advantage Group Realty, LLC / 100%</p> <p>Advantage Group Realty I, LLC / 50%</p> <p>Advantage Group Realty III, LLC / 35%</p> <p>Advantage Group Realty IV, LLC / 50%</p> <p>Advantage Group Realty VI, LLC / 40%</p> <p>Advantage Group Realty VII, LLC / 60%</p> <p>WRS Associates, LLC / 50%</p> <p>SWR Associates, LLC / 33.3%</p> <p>Brown Street Associates, LLC / 33.3%</p> <p>Advantage Southeast, LLC / 51.5%</p> <p>Advantage New Homes, LLC / 50%</p> <p>Advantage Southern Pines, LLC / 25%</p> <p>Advantage Lending, LLC / 33.3%</p> <p>Advantage Commercial, LLC / 90%</p> <p>Advantage Referral Network, Inc. / 95%</p> <p>Advantage Management, Inc. / 100%</p> <p>1004 Dabney Drive Associates, LLC / 25%</p> <p>WYAP, LLC / 85%</p> <p>309 Siena Office Park Associates, LLC / 50%</p> <p>Mimosa Investments, LLC / 50%</p> <p>Cleveland Oaks, LLC / 50%</p> <p>Wythe Advantage, Inc. / 50.1%</p> <p>2391 Eaton Ferry Road Associates, LLC / 50%</p> <p>111 Old University Station Road, LLC / 25%</p> <p>Hamstead Enterprises, LLC / 33.3%</p> <p>133 Properties, LLC / 33.3%</p> <p>North Lake Park, LLC / 33.3%</p> <p>Surf City Holdings, LLC / 33.3%</p> <p>SeAdJax, LLC / 33.3%</p> <p>Advantage Rentals, LLC / 33.3%</p> <p>5826 Beach Drive Shallotte, LLC / 50%</p> <p>Apex Peakway Associates, LLC / 33.3%</p> <p>11183 US Hwy 70 Associates, LLC / 33.3%</p> <p>7511 Mourning Dove, LLC / 50%</p> |

| <b>(1)<br/>Name,<br/>City,<br/>State / Country</b>        | <b>(2)<br/>Principal<br/>Occupation,<br/>if other than<br/>Holding<br/>Company</b> | <b>(3. (a)(b)(c))<br/>Title &amp; Position with Holding<br/>Company &amp; Any Other Companies</b>   | <b>(4.a.)<br/>Percentage<br/>of Voting<br/>Shares in<br/>the<br/>Holding<br/>Company</b> | <b>(4.b.)<br/>Percentage<br/>of Voting<br/>Shares in<br/>Subsidiaries</b> | <b>(4.c.)<br/>If 25% or more Ownership in Other<br/>Company, List Companies &amp; Percentage of<br/>Ownership</b> |
|---|--|---|--|---|---|
| Jeff D. Pope<br>Smithfield,<br>North Carolina / USA       | N/A  | <b>(a)</b><br>Executive Vice President of Four<br>Oaks Fincorp, Inc. and Four Oaks<br>Bank & Trust Company, Chief<br>Banking Officer of Four Oaks Bank<br>& Trust Company<br><b>(b) &amp; (c)</b><br>None                             | 0.5%   | None  | None  |
| Lisa S. Herring<br>Smithfield,<br>North Carolina / USA    | N/A  | <b>(a)</b><br>Executive Vice President and Chief<br>Operating Officer of Four Oaks<br>Fincorp, Inc. and Four Oaks Bank &<br>Trust Company, Chief Risk Officer<br>of Four Oaks Bank & Trust<br>Company<br><b>(b) &amp; (c)</b><br>None | 0.4%   | None  | None  |
| Deanna W. Hart<br>Garner,<br>North Carolina / USA         | N/A  | <b>(a)</b><br>Executive Vice President and Chief<br>Financial Officer of Four Oaks<br>Fincorp, Inc. and Four Oaks Bank &<br>Trust Company<br><b>(b) &amp; (c)</b><br>None   | 0.3%   | None  | None  |
| Warren D. Herring, Jr.<br>Garner,<br>North Carolina / USA | N/A  | <b>(a)</b><br>Executive Vice President of Four<br>Oaks Fincorp, Inc. and Four Oaks<br>Bank & Trust Company, Chief<br>Credit Officer of Four Oaks Bank &<br>Trust Company<br><b>(b) &amp; (c)</b><br>None                              | 0.3%   | None  | None  |

| <b>(1)<br/>Name,<br/>City,<br/>State / Country</b> | <b>(2)<br/>Principal<br/>Occupation,<br/>if other than<br/>Holding<br/>Company</b> | <b>(3. (a)(b)(c))<br/>Title &amp; Position with Holding<br/>Company &amp; Any Other Companies</b>   | <b>(4.a.)<br/>Percentage<br/>of Voting<br/>Shares in<br/>the<br/>Holding<br/>Company</b> | <b>(4.b.)<br/>Percentage<br/>of Voting<br/>Shares in<br/>Subsidiaries</b> | <b>(4.c.)<br/>If 25% or more Ownership in Other<br/>Company, List Companies &amp; Percentage of<br/>Ownership</b> |
|--|--|---|--|---|---|
| Lawrence F. DesPrés                                | N/A  | <b>(a)</b><br>Executive Vice President of Four<br>Oaks Fincorp, Inc. and Four Oaks<br>Bank & Trust Company, Chief<br>Information Officer of Four Oaks<br>Bank & Trust Company<br><b>(b) &amp; (c)</b><br>None | 0.2%   | None  | None  |