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), 602, and 611a); and sections 113, 165, 312, 616, 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.

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, James M. Ivey, Jr.

Name of the Holding Company Director and Official

President

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

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.

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

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

☐ No

☒ 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."

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

December 31, 2017

Month / Day / Year:

5493008R6U4O25EKG8M89

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

Darlington County Bancshares Inc

Legal Title of Holding Company

P.O. Box 502

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

Darlington

SC

29540-0502

City

State

Zip Code

202 Cashua St., Darlington, S.C. 29532-3302

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Ellen T. Berry

E.V.P./Subsidiary

Name

Title

843/3951305 (D)

Area Code / Phone Number / Extension

843/3931221

Area Code / FAX Number

eberry@dcbsc.com

E-mail Address

www.dcbsc.com

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

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 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.

12/2016
For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

<table>
<thead>
<tr>
<th>Legal Title of Subsidiary Holding Company</th>
<th>Legal Title of Subsidiary Holding Company</th>
</tr>
</thead>
<tbody>
<tr>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
</tr>
<tr>
<td>City</td>
<td>State</td>
</tr>
<tr>
<td>City</td>
<td>State</td>
</tr>
<tr>
<td>Physical Location (if different from mailing address)</td>
<td>Physical Location (if different from mailing address)</td>
</tr>
</tbody>
</table>

Legal Title of Subsidiary Holding Company

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

City | State | Zip Code
---|---|---
City | State | Zip Code
Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City | State | Zip Code
---|---|---
City | State | Zip Code
Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City | State | Zip Code
---|---|---
City | State | Zip Code
Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City | State | Zip Code
---|---|---
City | State | Zip Code
Physical Location (if different from mailing address)
Report Item

1. Darlington County Bancshares, Inc. does prepare an annual report for its shareholders and is not registered with SEC. As specified by the appropriate Federal Reserve Bank, two copies are enclosed.

2. (a) Organizational Chart

![Organizational Chart]

2. (b) Domestic Branch Listing
submitted via email January 28, 2018
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.

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.

<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</td>
<td>533322</td>
<td>DEDICATED COMMUNITY BANK</td>
<td>202 CASUAL STREET</td>
<td>DARLINGTON</td>
<td>SC</td>
<td>29532</td>
<td>DARLINGTON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>DEDICATED COMMUNITY BANK</td>
<td>533322</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>4967594</td>
<td>FLORENC BRANCH</td>
<td>2016 HOPFMEYER ROAD</td>
<td>FLORENCE</td>
<td>SC</td>
<td>29501</td>
<td>FLORENCE</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>DEDICATED COMMUNITY BANK</td>
<td>533322</td>
<td></td>
</tr>
</tbody>
</table>
Report Item 3: Securities Holders (1.a.b.c) and (2.a.b.c)

<table>
<thead>
<tr>
<th>(1.a) Name</th>
<th>(1.b) Country of Citizenship or Incorporation</th>
<th>(1.c) Number &amp; Percentage of Each Class of Voting Securities</th>
<th>(2.a) Name</th>
<th>(2.b) Country of Citizenship or Incorporation</th>
<th>(2.c) Number &amp; Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>G. Clyde Scott Rev Trust</td>
<td>USA</td>
<td>5438</td>
<td>None</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Darlington, SC, USA</td>
<td></td>
<td>4%</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Carolyn A Scott Rev Trust</td>
<td>USA</td>
<td>5039</td>
<td>None</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Darlington, SC, USA</td>
<td></td>
<td>4%</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

*G. Clyde Scott and Carolyn A. Scott are spouses*
Form FR Y-6  
Darlington County Banchares, Inc.  
Fiscal Year Ending December 31, 2017

<table>
<thead>
<tr>
<th>(1) Name &amp; Address</th>
<th>(2) Principal Occupation if Other Than Holding</th>
<th>(3.a) Title &amp; Position with Holding Company</th>
<th>(3.b) Title &amp; Position with Subsidiaries</th>
<th>(3.c) Title &amp; Position with Other Businesses</th>
<th>(4.a) Percentage of Voting Shares in Holding Company</th>
<th>(4.b) Percentage of Voting Shares in Subsidiaries</th>
<th>List names of other companies (includes partnerships) if 25% or more of voting securities are held.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hubert C. Baker</td>
<td>Retired</td>
<td>Director &amp; Chairman</td>
<td>Retired</td>
<td>1%</td>
<td>NA</td>
<td>NA</td>
<td>Dargan Farms Partnership 50%</td>
</tr>
<tr>
<td>Darlington, SC, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>W. Edwin Dargan</td>
<td>Farmer</td>
<td>Director</td>
<td>Partner</td>
<td>1%</td>
<td>NA</td>
<td>NA</td>
<td>Dargan Farms Partnership</td>
</tr>
<tr>
<td>Darlington, SC, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Henry M. Funderburk, Ill</td>
<td>Director</td>
<td>Director</td>
<td>Retired</td>
<td>1%</td>
<td>NA</td>
<td>NA</td>
<td></td>
</tr>
<tr>
<td>Darlington, SC, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Raymond Galloway, Jr.</td>
<td>Farmer</td>
<td>Director</td>
<td>owner with spouse</td>
<td>4%</td>
<td>NA</td>
<td>NA</td>
<td>Galloway Farms 50%</td>
</tr>
<tr>
<td>Darlington, SC, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Charles G. Howard, Jr.</td>
<td>Company Secretary</td>
<td>Director</td>
<td>Secretary &amp; Treasurer</td>
<td>1%</td>
<td>N/A</td>
<td>NA</td>
<td>Chase Oil Company 40%</td>
</tr>
<tr>
<td>Florence, SC, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>James M. Ivey, Jr.</td>
<td>President</td>
<td>Director</td>
<td>President &amp; C.E.O.</td>
<td>1%</td>
<td>N/A</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Florence, SC, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Albert L. James III</td>
<td>Attorney</td>
<td>Director &amp; Secretary Treasurer</td>
<td>Partner - Pauling &amp; James, PA</td>
<td>1%</td>
<td>NA</td>
<td>NA</td>
<td>Pauling &amp; James, PA. 50%</td>
</tr>
<tr>
<td>Darlington, SC, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Terry M. Josey</td>
<td>Management Hospital System Director</td>
<td>Director</td>
<td>Director of Planning McLeod Health</td>
<td>3%</td>
<td>N/A</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Darlington, SC, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>W. B. McCown</td>
<td>Retired</td>
<td>Director</td>
<td>Retired</td>
<td>1%</td>
<td>NA</td>
<td>NA</td>
<td></td>
</tr>
<tr>
<td>Darlington, SC, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>G. Clyde Scott</td>
<td>Retired</td>
<td>Director &amp; Vice Chairman</td>
<td>Retired</td>
<td>4%</td>
<td>NA</td>
<td>NA</td>
<td></td>
</tr>
<tr>
<td>Darlington, SC, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Eugene A. Vaughan</td>
<td>Company President</td>
<td>Director</td>
<td>President - Vaughan Insurance Agency</td>
<td>2%</td>
<td>NA</td>
<td>NA</td>
<td>Vaughan Ins Agency, Inc. 100%</td>
</tr>
<tr>
<td>Darlington, SC, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
