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FR Y-6  
OMB Number 7100-0297  
Approval expires November 30, 2019  
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APR -4 2018

Board of Governors of the Federal Reserve System



# FRB RICHMOND 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.

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

12/31/2017

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

SCCB Financial Corporation

Legal Title of Holding Company

1545 Sumter Street

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

Columbia

City

SC

State

29201

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Beverly Jacobs Accounting Manager

Name

Title

(803) 733-8100/1135

Area Code / Phone Number / Extension

(803) 733-8125

Area Code / FAX Number

bjacobs@sccommunitybank.net

E-mail Address

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

I, Don  
Name of the Holding Company Director and Official  
PROSIDENT AND 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.

Don  
Signature of Holding Company Director and Official

4/3/18  
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 3334489

C.I. \_\_\_\_\_

Is confidential treatment requested for any portion of this report submission? .....  0=No  1=Yes

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."

## 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.

N/A

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

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City State Zip Code

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City State Zip Code

Physical Location (if different from mailing address)

**Form FR-Y6**  
**SCCB Financial Corporation**  
**Columbia, South Carolina**  
**For the Year Ending December 31, 2017**

Report Item:

1. Annual Reports will be submitted as soon as available.

2a. Organizational Chart

NO LEI

SCCB Financial Corporation  
Columbia, South Carolina  
State of Incorporation - South Carolina  
United States

NO LEI

Wholly Owned Subsidiary 100%  
South Carolina Community Bank Columbia, South Carolina  
State of Incorporation - South Carolina  
United States

2b. Branch List attached.

Results: A list of branches for your depository institution: SOUTH CAROLINA COMMUNITY BANK (ID\_RSSD: 2794732).  
 This depository institution is held by SCCB FINANCIAL CORPORATION (3334489) of COLUMBIA, SC.  
 The data are as of 12/31/2017. Data reflects information that was received and processed through 01/04/2018.

**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.  
 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)	2794732	SOUTH CAROLINA COMMUNITY BANK	1545 SUMTER STREET	COLUMBIA	SC	29201-2829	RICHLAND	UNITED STATES	Not Required	Not Required	SOUTH CAROLINA COMMUNITY BANK	2794732	

3(1)  
 Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-17

<u>1a</u> Name , City, State , Country	<u>1b</u> Country of Citizenship or Incorporation	<u>1c</u> Number & Percentage of Voting Securities
<b><u>CLASS A</u></b>		
Paul Mitchell Columbia, SC USA	USA	4,007,500 shares - 20.79% Common Stock
Kenneth Loyd Atlanta, GA USA	USA	2,400,000 shares - 12.45% Common Stock
Dominik Mjartan Columbia, SC USA	USA	8,057,337 shares - 41.80% Common Stock
<b>Total Outstanding Shares - Class A</b>	<b>19,274,963.00</b>	
<b><u>PREFERRED SERIES A *</u></b>		
Paul Mitchell Columbia, SC USA	USA	34,319,074 shares - 85.80% Preferred Stock
Kenneth Loyd Atlanta, GA USA	USA	5,630,926 shares - 14.08% Preferred Stock
<b>Total Outstanding Shares - Preferred</b>	<b>40,000,000.00</b>	

Securities holders not listed in 3 - 1a through 3-1c that had ownership , control or holdings of 5 % or more with power to vote during the fiscal year 12-31-17

<u>2a</u> Name , City, State , Country	<u>2 b</u> Country of Citizenship or Incorporation	<u>2c</u> Number & Percentage of Voting Securities
N/A	N/A	N/A

SCCB Preferred - Series A Stock has voting rights

3(2) - No other shareholders held more than 5% of the shares at any time during FY 2017

\* Preferred Stock shares were converted 1-1 to Class A in December 2017.  
 The converted totals will be provided in the next report.

Form FR Y-6  
 SCCB Financial Corporation  
 Fiscal Year Ending December 31, 2017  
 Report 4: Insider

Prepared 04-03-2018  
 Prepared by Beverly Jacobs

<u>1</u>	<u>2</u>	<u>3a</u>	<u>3b</u>	<u>3c</u>	<u>4a</u>	<u>4a</u>	<u>4b</u>	<u>4c</u>
<u>Name, City, State, Country</u>	<u>Occupation, if other than Bank Holding Co.</u>	<u>Title &amp; Position with Bank Holding Company</u>	<u>Title &amp; Position with Subsidiaries</u>	<u>Title &amp; Position with Other Businesses</u>	<u>% Shares Holding</u>	<u>% Shares Holding</u>	<u>% Shares Sub</u>	<u>% Shares Other</u>
					<u>Class A</u>	<u>Preferred Series A *</u>		
Paul Mitchell Columbia, SC USA	Manufacturing	Director	Director	Managing Partner - South Coast Paper	20.79%	85.80%	0.00%	0.00%
Kenny Loyd Atlanta, GA USA	Manufacturing	Principal Security Holder	Director	Managing Partner - South Coast Paper	12.45%	14.08%	0.00%	0.00%
Dominik Mjartan Columbia, SC USA	N/A	President & CEO	President & CEO	N/A	41.80%	0.00%	0.00%	0.00%
Miya Littlejohn Columbia, SC USA	N/A	CFO	CFO	N/A	0.00%	0.00%	0.00%	0.00%

\* Preferred Stock shares were converted 1-1 to Class A in December 2017.  
 The converted totals will be provided in the next report.