

Board of Governors of the Federal Reserve System

MAR 20 2019



Annual Report of Holding Companies—FR Y-6
FRB RICHMOND

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):

December 31, 2018

Month / Day / Year

549300TC167EC19SMC70

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

Reporter's Name, Street, and Mailing Address

I, Michael C. Crapps

Name of the Holding Company Director and Official

President, CEO and Director

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.

First Community Corporation

Legal Title of Holding Company

5455 Sunset Blvd

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

Lexington

SC

City

State

Zip Code

Same

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Joseph G. Sawyer

Exec VP & CFO

Name

Title

803-951-0508

Area Code / Phone Number / Extension

803-358-6900

Area Code / FAX Number

jsawyer@firstcommunitysc.com

E-mail Address

www.firstcommunitysc.com

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

Signature of Holding Company Director and Official

03/25/2019

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 2337401

C.I.

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."

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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**FIRST COMMUNITY CORPORATION
ANNUAL REPORT OF BANK HOLDING COMPANIES - FR Y-6
DECEMBER 31, 2018**

Report Item 1: SEC Registered Company - FCCO

Report Item 2: Organizational Chart

	Percentage Ownership	
	By BHC (First Community Corp.)	<u>Incorporated/Registered In</u>
Bank Holding Company: First Community Corporation LEI: 549300TC167ECI9SMC70 5455 Sunset Blvd, P.O. Box 64 Lexington, S.C. 29071		State of South Carolina
First Community Bank LEI: 5493001HBUA9JSUEWO16 5455 Sunset Blvd, P.O. Box 64 Lexington, S.C. 29071	100%	State of South Carolina
FCC Capital Trust I NO LEI 5455 Sunset Blvd, P.O. Box 64 Lexington, S.C. 29071	100%	Trust Registered in State of Delaware

Report Item 2b:

Submitted by e-mail to rich.fry6@rich.frb.org – March 14, 2019

Results: A list of branches for your depository institution: FIRST COMMUNITY BANK (ID_RSSD: 2328137).
 This depository institution is held by FIRST COMMUNITY CORPORATION (2337401) of LEXINGTON, SC.
 The data are as of 12/31/2018. Data reflects information that was received and processed through 01/06/2019.

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)	2328137	FIRST COMMUNITY BANK	5455 SUNSET BLVD	LEXINGTON	SC	29072	LEXINGTON	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	4165318	AUGUSTA BRANCH	3638 WALTON WAY EXTENSION	AUGUSTA	GA	30909	RICHMOND	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	5213609	DOWNTOWN AUGUSTA BRANCH	771 BROAD STREET, SUITE 100	AUGUSTA	GA	30901	RICHMOND	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	3620883	AIKEN BRANCH	407 SILVER BLUFF ROAD, SW	AIKEN	SC	29803	AIKEN	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	4847249	BLYTHEWOOD BRANCH	201 MAIN STREET	BLYTHEWOOD	SC	29016	RICHLAND	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	2992350	CAMDEN BRANCH	631 WEST DEKALB ST	CAMDEN	SC	29020	KERSHAW	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	2994989	CHAPIN BRANCH	127 AMICKS FERRY ROAD	CHAPIN	SC	29036	LEXINGTON	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	2434878	FOREST ACRES BRANCH	4404 FOREST DRIVE	COLUMBIA	SC	29206	RICHLAND	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	4717838	LADY STREET BRANCH	1213 LADY STREET	COLUMBIA	SC	29201	RICHLAND	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	3264401	NORTHEAST BRANCH	9822 TWO NOTCH ROAD	COLUMBIA	SC	29223	RICHLAND	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	2834179	EASLEY BRANCH	1670 EAST MAIN STREET	EASLEY	SC	29640	PICKENS	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	3078046	GILBERT BRANCH	4325 AUGUSTA HIGHWAY	GILBERT	SC	29054	LEXINGTON	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	3136281	BEREA OFFICE BRANCH	45 FARMS BRIDGE ROAD	GREENVILLE	SC	29617	GREENVILLE	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	3078037	IRMO BRANCH	1030 LAKE MURRAY BOULEVARD	IRMO	SC	29063	LEXINGTON	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	3325795	RED BANK BRANCH	1449 TWO NOTCH ROAD	LEXINGTON	SC	29073	LEXINGTON	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	328076	NEWBERRY BRANCH	1735 WILSON ROAD	NEWBERRY	SC	29108	NEWBERRY	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	3375914	POWDERSVILLE BRANCH	11000 ANDERSON ROAD	PIEDMONT	SC	29673	ANDERSON	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	3545445	PROSPERITY BRANCH	101 NORTH WHEELER AVENUE	PROSPERITY	SC	29127	NEWBERRY	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	
OK		Full Service	2862510	CAYCE/WEST COLUMBIA BRANCH	506 MEETING STREET	WEST COLUMBIA	SC	29169	LEXINGTON	UNITED STATES	Not Required	Not Required	FIRST COMMUNITY BANK	2328137	

**FIRST COMMUNITY CORPORATION
 ANNUAL REPORT OF BANK HOLDING COMPANIES - FR Y-6
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Report Item 3: Securities Holders

Shareholders that directly own 5% or more of the voting shares of the bank holding company as of **December 31, 2018**:

Current shareholders of 5%	Country	Number and Percentage of each class
Manulife Asset Management, LLC, et al Boston, MA	USA	558,091 Common Stock, 7.29%
RMB Capital Management, LLC	<u>USA</u>	593,953 Common Stock, 7.75%

(2) The following person or entities, not included in item 3(1), owned or controlled five percent or more of voting securities in the bank holding company during the fiscal year for which the report is being submitted.

Wellington Management Group, LLP Boston, MA	<u>USA</u>	428,355 Common Stock 5.64%
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ANNUAL REPORT OF BANK HOLDING COMPANIES - FR Y-6
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Report Item 4: Insiders

Items (1), (2) and (3), (a), (b), (c)

The following is a list of directors and executive officers along with their address, principal occupation, title and position with the Company and its subsidiary First Community Bank, as of **December 31, 2018.**

<u>Name</u>	<u>Principal Occupation and Title</u>	<u>Position with First Community Corp</u>	<u>Position with First Community Bank</u>
Richard K. Bogan, M.D. Columbia, SC, USA	President, Bogan Sleep Consultants, LLC.	Director	Director
Thomas C. Brown Pawleys Island, SC, USA	Rector St. Pauls Church, Greenville, SC	Director	Director
Chimin J. Chao Lexington, SC, USA	President, Chao and Associates	Director	Director
Michael C. Crapps Lexington, SC, USA	President & CEO, First Community Bank	Director, President, and Chief Executive Officer	Director, President, and Chief Executive Officer
Anita B. Easter Lexington, SC, USA	Co-owner, Greenleaf Enterprises	Director	Director
J. Thomas Johnson. Newberry, SC, USA	Former President and CEO of Citizens Building and Loan Assoc. (a mutual savings and loan)	Director, Vice Chairman of the Board	Director, Vice Chairman of the Board

**FIRST COMMUNITY CORPORATION
ANNUAL REPORT OF BANK HOLDING COMPANIES - FR Y-6
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Report Item 4: Insiders - Continued

<u>Name</u>	<u>Principal Occupation and Title</u>	<u>Position with First Community Corp</u>	<u>Position with First Community Bank</u>
W. James Kitchens, Jr. Columbia, SC, USA	Certified Public Accountant, The Kitchens Firm, Inc.	Director	Director
J. Randolph Potter Greenville, SC, USA	Former CEO of Savannah River Financial Corporation - Retired	Director	Director
E. Leland Reynolds Aiken, SC, USA	Co-Owner, HG Reynolds Co., Inc	Director	Director
Edward J. Tarver Augusta, GA, USA	Partner, Enoch Tarver P.C., Law Firm	Director	Director
Roderick M. Todd, Jr. Camden, S.C. USA	Roderick M. Todd Jr., Attorney & Counselor at Law	Director	Director
Alexander Snipe, Jr. Columbia, S.C. USA	President & CEO Glory Communications Inc.	Director	Director

**FIRST COMMUNITY CORPORATION
ANNUAL REPORT OF BANK HOLDING COMPANIES - FR Y-6
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Report Item 4: Insiders - Continued

Items (4)(a) and (4)(b)

The following is a list of insiders, directors and executive officers and the percentage of voting shares owned, controlled or held with the power to vote in First Community Corporation for fiscal year ending **December 31, 2018**. The company owns a 100% interest in its only subsidiary, First Community Bank.

<u>Name of Beneficial Owner</u>	<u>Amount of Beneficial Ownership of Common Stock</u>	<u>Right to Acquire Options/ Warrants</u>	<u>Total Percent of Common Stock</u>
Richard K. Bogan	3,709	-	.05%
Thomas C. Brown	24,734	7,740	.42%
Chimin J. Chao	37,848		.50%
Michael C. Crapps	69,189	1,290	.91%
Anita B. Easter	20,083	-	.26%
W. James Kitchens, Jr.	8,370	34,400	.56%
J. Thomas Johnson	31,859	-	.42%
J. Randolph Potter	16,159	-	.21%
E. Leland Reynolds	22,517	-	.29%
Alexander Snipe, Jr.	6,251	-	.08%
Roderick M. Todd, Jr.	8,819		.12%
Edward J. Tarver	730		.01%
Mitchell M. Willoughby	42,108	4,300	.61%
David K. Proctor	26,235	430	.35%
Joseph G. Sawyer	29,099		.38%
J. Ted Nissen	26,316		.35%
Robin D. Brown	17,028		.22%
Tanya A. Butts	1,243		.02%

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Item (4) (c)

Board of Directors - Insiders as of December 31, 2018

<u>Director</u>	<u>Business/Company</u>	<u>Percentage of Ownership or Voting Securities</u>
Richard K. Bogan	Bogan Consulting PA Bogan Sleep Consultants, LLC Healthy Humming, LLC	100% 100% 55%
Thomas C. Brown	N/A	N/A
Chimin J. Chao	Chao and Associates, Inc. Chao Engineering	100% 100%
Michael C. Crapps	N/A	N/A
Anita B. Easter	Greenleaf Enterprises	50%
O. A. Ethridge	N/A	N/A
George H. Fann, Jr.	Saluda River Property, Inc	50%
Alexander Snipe, Jr.	Glory Communications Inc. Praise Communications, Inc.	100% 100%
Edward J. Tarver	Enoch Tarver P.C.	50%
Roderick M. Todd, Jr.	Swift Creek LLC Chestnut Street Partners LLC Wateree Title Ins. Co. Roderick M. Todd, Jr. Attorney	50% 50% 100% 100%

**FIRST COMMUNITY CORPORATION
ANNUAL REPORT OF BANK HOLDING COMPANIES - FR Y-6
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Item (4) (c) - Continued

<u>Director</u>	<u>Business/Company</u>	<u>Percentage of Ownership or Voting Securities</u>
W. James Kitchens, Jr.	The Kitchens Firm, LLC.	100%
	Middleburg Mall LLC	100%
	KMK Devonshire Assoc, LLC	100%
	Nepotes Limited Company	100%
	205 Pickens St LLC	100%
	1730 St. Julian, LLC	100%
	1735 Devonshire, LLC	100%
	Charitable Contributions Fund, Inc	100%
	Professional Payroll Benefit Services, Inc	100%
	Professional Payroll Services Inc	100%
	1800 St. Julian, LLC	100%
	KMK Middleburg, LLC	100%
	Wealth Plan, LLC	100%
	Kitchens Family Investment LLC	100%
	Kittrell, LLC	100%
KMK Associates, LLC	100%	
J. Thomas Johnson	POJO Timber, LLC	50%
J. Randolph Potter	N/A	N/A
E. Leland Reynolds	Reynolds II, LLC	50%
	HG Reynolds Leasing	50% voting
Mitchell M. Willoughby	Willoughby and Hoefer, P.A.	68%
	930 Richland Street LLC	72%
	Willoughby Family Farms, LLC	100%
	Willoughby Farms and Foods LLC	100%

**FIRST COMMUNITY CORPORATION
 ANNUAL REPORT OF BANK HOLDING COMPANIES - FR Y-6
 DECEMBER 31, 2018**

Item (4) (c) - Continued

Executive Officers - Insiders as of **December 31, 2018**

<u>EXECUTIVE OFFICER</u>	<u>BUSINESS/COMPANY</u>	<u>PERCENTAGE OWNERSHIP OR VOTING SECURITIES</u>
Michael C. Crapps	See Director listing	
David K. Proctor	N/A	N/A
Joseph G. Sawyer	N/A	N/A
J. Ted Nissen	N/A	N/A
Robin D. Brown	N/A	N/A
Tanya A. Butts	N/A	N/A