

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)); 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, Sue Soileau Brignac

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

03/30/2015

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 1086627  
C.I. \_\_\_\_\_

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

December 31, 2014

Month / Day / Year

n/a

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

Reporter's Name, Street, and Mailing Address

Washington State Bancshares, Inc.

Legal Title of Holding Company

PO Box 3695

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

Houma

LA

70361

City

State

Zip Code

Washington, LA

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Thomas J. Lanoux

CPA

Name

Title

985-851-0883

Area Code / Phone Number / Extension

985-851-3014

Area Code / FAX Number

tlanoux@lanouxfelger.com

E-mail Address

www.washingtonstatebankla.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:

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

## 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.

### Not Applicable

Legal Title of Subsidiary Holding Company

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

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City State Zip Code

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Physical Location (if different from mailing address)

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Legal Title of Subsidiary Holding Company

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City State Zip Code

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Physical Location (if different from mailing address)

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WASHINGTON STATE BANCSHARES, INC.

DOMESTIC BANK HOLDING COMPANY  
ANNUAL REPORT F.R. Y-6

December 31, 2014

R E P O R T I T E M S

1. Annual Report to Shareholders

The Bank Holding Company (BHC) does not file with the Securities and Exchange Commission. The BHC prepares an annual compiled financial report. Two copies are enclosed.

2a. Organization chart

|   |   |
|---|---|
| Washington State Bancshares, Inc.<br>Washington, Louisiana<br>Incorporated in Louisiana |   |
|   | 100% ownership  |
| Washington State Bank<br>Washington, Louisiana<br>Incorporated in Louisiana             | Washington State Bancshares<br>Statutory Trust I<br>Washington, Louisiana<br>Incorporated in Delaware |

2b. Domestic Branch Listing

The domestic branch listing is enclosed as an attachment.

**Washington State Bancshares, Inc.**  
**Form FR Y-6 Annual Report of Bank Holding Company**  
**12/31/14**

**Report Item 2b: Domestic Branch Listing**

**Result:** A list of branches for your depository institution: WASHINGTON STATE BANK (ID\_RSSD: 311939).  
 This depository institution is held by WASHINGTON STATE BANCSHARES, INC. (1086627) of WASHINGTON, LA.  
 The data are as of 12/31/2014.

**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) | 311939          | WASHINGTON STATE BANK | 103 NORTH MAIN STREET       | WASHINGTON  | LA    | 70589    | ST LANDRY | UNITED STATES | 5980         | 0              | WASHINGTON STATE BANK | 311939               |          |
| OK          |                | Full Service               | 373030          | ARNAUDVILLE BRANCH    | 238 UNION STREET            | ARNAUDVILLE | LA    | 70512    | ST LANDRY | UNITED STATES | 219913       | 1              | WASHINGTON STATE BANK | 311939               |          |
| OK          |                | Full Service               | 4681377         | RIVER RANCH BRANCH    | 1042 CAMELIA BLVD., SUITE 9 | LAFAYETTE   | LA    | 70512    | ST LANDRY | UNITED STATES | Not Required | Not Required   | WASHINGTON STATE BANK | 311939               |          |
| OK          |                | Limited Service            | 2059682         | LEONVILLE BRANCH      | 3371 OSCAR RIVETTE STREET   | LEONVILLE   | LA    | 70551    | ST LANDRY | UNITED STATES | 219916       | 4              | WASHINGTON STATE BANK | 311939               |          |
| OK          |                | Full Service               | 655370          | OPELOUSAS BRANCH      | 1810 S UNION ST             | OPELOUSAS   | LA    | 70570    | ST LANDRY | UNITED STATES | 44812        | 5              | WASHINGTON STATE BANK | 311939               |          |
| OK          |                | Limited Service            | 919139          | PALMETTO BRANCH       | 105 W RAILROAD AVENUE       | PALMETTO    | LA    | 71358    | ST LANDRY | UNITED STATES | 219915       | 3              | WASHINGTON STATE BANK | 311939               |          |

Form FR Y-6 Annual Report of Bank Holding Companies  
 Washington State Bancshares, Inc.  
 December 31, 2014

**Report Item 3: Security holders**

(1)(a) (b) (c) (2)(a) (b) (c)

| Current shareholders with ownership, control or holdings of 5% or more with power to vote as of 12-31-14. |  |   | Shareholders 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 ended 12-31-13. |  |   |
|---|--|---|--|--|---|
| (1)(a)<br>Name<br>(City, State, Country)  | (1)(b)<br>Country of Citizenship<br>or Incorporation | (1)(c)<br>Number and Percentage of Each<br>Class of Voting Securities | (2)(a)<br>Name<br>(City, State, Country)   | (2)(b)<br>Country of Citizenship<br>or Incorporation | (2)(c)<br>Number and percentage of Each<br>Class of Voting Securities |
| Sue Soileau Brignac<br>Sunset, LA   | USA  | Owns 906.5 shares - 50% common<br>stock.                              |  |  | None  |
| Sue Soileau Brignac<br>Usufructuary<br>Sunset, LA   | USA  | Usufructuary over 906.5 shares -<br>50 % common stock.                |  |  |   |

**Form FR Y-6 Annual Report of Bank Holding Companies  
Washington State Bancshares, Inc.  
December 31, 2014**

Report Item 4  
Page 1 of 2

**Report Item 4: Insiders**

(1) (2) (3)(a)(b)©, and (4)(a)(b)(c)

| (1)<br>Name<br>(City, State, Country) | (2)<br>Principal<br>occupation<br>if other than with<br>Bank Holding<br>Company | (3)(a)<br>Title and<br>Position with<br>Bank Holding<br>Company | (3)(b)<br>Title and Position<br>with Subsidiaries<br>(include names of<br>subsidiaries) | (3)(c)<br>Title and Position with<br>Other Businesses<br>(include names of<br>other businesses) | (4)(a)<br>Percentage of<br>Voting Shares in<br>Bank Holding<br>Company  | (4)(b)<br>Percentage of Voting<br>Shares in Subsidiaries<br>(include names of<br>subsidiaries.) | (4)(c)<br>List names of other companies<br>(includes partnerships) if 25%<br>or more of voting securities are<br>held. (List names of companies<br>and percentage of voting<br>securities held.) |
|---------------------------------------|---|---|---|---|---|---|--|
| Sue Soileau Brignac<br>Sunset, LA     | Banker  | President/<br>Treasure<br>& Director                            | President & Director,<br>Washington State Bank  | (see below)   | Owns 50%<br>common stock,<br>Usufructuary over<br>50% common stock,<br>for a combined 100%<br>voting control. | <b>N/A - See Note 1</b>   | (see below)  |

**Note 1 - Washington State Bancshares, Inc. owns 100% of Washington State Bank**

|  |   |
|--|---|
| President & Director<br>- Alyce Corporation                              | 100% Alyce Corporation  |
| President & Director<br>- Joel Enterprises, Inc.                         | 50% Joel Enterprises, Inc.  |
| President - Sunset<br>Bancshares, Inc.                                   | Control over Sunset<br>Bancshares, Inc. - Dormant<br>corporation used to reserve<br>name, no stock issued   |
| Manager & Member - Stanyan<br>Property, LLC                              | 50% Stanyan Property, LLC   |
| <b>Usufructuary</b> over<br>business interest flowing<br>through estate. | <b>Usufructuary interests held by<br/>Sue S. Brignac:</b><br><br>50% Washington State<br>Bancshares, Inc.<br><br>50% Joel Enterprises, Inc.<br><br>Control over Sunset<br>Bancshares, Inc. - Dormant<br>corporation used to reserve<br>name, no stock issued<br><br>50% Stanyan Property, LLC |

**Form FR Y-6 Annual Report of Bank Holding Companies  
Washington State Bancshares, Inc.  
December 31, 2014**

Report Item 4  
Page 2 of 2

**Report Item 4: Insiders**

(1) (2) (3)(a)(b)©, and (4)(a)(b)(C)

| (1)<br>Name<br>(City, State, Country) | (2)<br>Principal<br>occupation<br>if other than with<br>Bank Holding<br>Company | (3)(a)<br>Title and<br>Position with<br>Bank Holding<br>Company | (3)(b)<br>Title and Position<br>with Subsidiaries<br>(include names of<br>subsidiaries) | (3)(c)<br>Title and Position with<br>Other Businesses<br>(include names of<br>other businesses)   | (4)(a)<br>Percentage of<br>Voting Shares in<br>Bank Holding<br>Company | (4)(b)<br>Percentage of Voting<br>Shares in Subsidiaries<br>(include names of<br>subsidiaries.) | (4)(c)<br>List names of other companies<br>(includes partnerships) if 25%<br>or more of voting securities are<br>held. (List names of companies<br>and percentage of voting<br>securities held.)  |
|---------------------------------------|---|---|---|---|--|---|---|
| Steven G. Durio<br>Lafayette, LA      | Attorney  | Secretary   | N/A   | President - Steven G. Durio, A<br>Professional Corporation<br><br>Director - Durio, Mcgoffin,<br>Stagg & Ackermann, A<br>Professional Corporation<br><br>Director - Building 16, LLC<br><br>Manager - Shu's Place, LLC<br><br>Manager - Villa Vista Verde,<br>LLC | N/A  | N/A   | 100% Voting Interest - Steven G.<br>Durio, A Professional Corporation<br><br>25% voting interest in Durio,<br>Mcgoffin, Stagg & Ackermann,<br>A Professional Corporation<br>which is owned through Steven<br>G. Durio, A Professional<br>Corporation<br><br>25% voting interest in Building 16,<br>LLC<br><br>25 % voting interest in Shu's<br>Place, LLC<br><br>25% voting interest in Villa Vista<br>Verde, LLC |