

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

MAR 07 2016

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, **BLAKE WILLIAMS**

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

2-12-16

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 1141898
C.I. _____

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

December 31, 2015

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

VERMILION BANCSHARES CORPORATION

Legal Title of Holding Company

420 NORTH CUSHING AVENUE

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

KAPLAN

LA

70548

City

State

Zip Code

N/A

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

ROBERT S. CARTER

CPA

Name

Title

3378937944

Area Code / Phone Number / Extension

3378937946

Area Code / FAX Number

ROBC@KCSRCPAS.COM

E-mail Address

WWW.VERMILIONBANK.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:

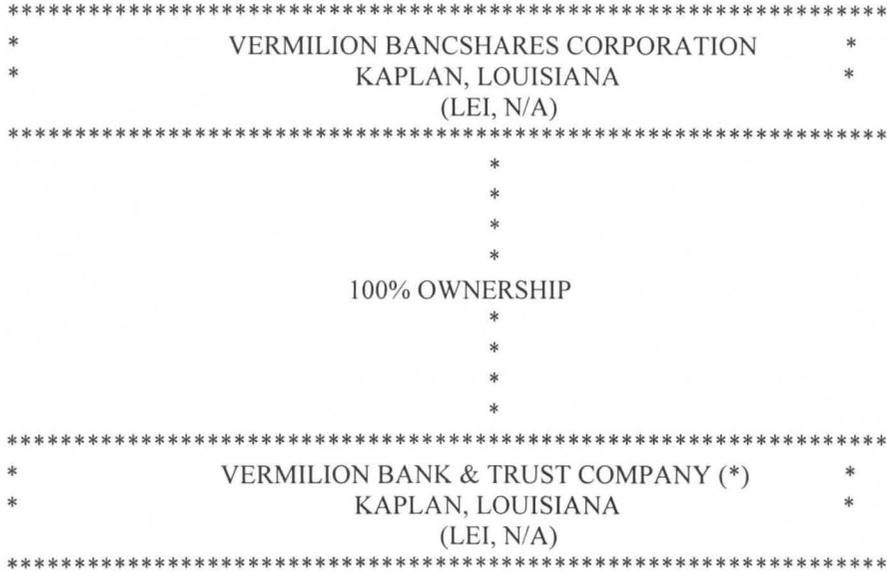
In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

F.R. Y-6
VERMILION BANCSHARES CORPORATION
KAPLAN, LOUISIANA
ORGANIZATIONAL CHART
DECEMBER 31, 2015

 **REVISED**
03/30/16



(*) WHOLLY OWNED SUBSIDIARY

NOTE: THERE ARE NO HOLDINGS OVER 5% IN ANY OTHER COMPANY

STATE OF INCORPORATION:

VERMILION BANCSHARES CORPORATION – LOUISIANA
VERMILION BANK AND TRUST COMPANY - LOUISIANA

Results: A list of branches for your depository institution: VERMILION BANK & TRUST COMPANY (ID_RSSD: 754536). This depository institution is held by VERMILION BANCSHARES CORPORATION (1141898) of KAPLAN, LA. The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

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)	754536	VERMILION BANK & TRUST COMPANY	420 NORTH CUSHING AVENUE	KAPLAN	LA	70548	VERMILION	UNITED STATES	11783	0	VERMILION BANK & TRUST COMPANY	754536	
OK		Full Service	761039	GUEYDAN BRANCH	211 MAIN ST	GUEYDAN	LA	70542	VERMILION	UNITED STATES	242939	1	VERMILION BANK & TRUST COMPANY	754536	
OK		Full Service	760537	WEST-END BRANCH	WEST HIGHWAY 14 AND TRAHAN AVENUE	KAPLAN	LA	70548	VERMILION	UNITED STATES	242940	2	VERMILION BANK & TRUST COMPANY	754536	



F.R. Y-6
 VERMILION BANCSHARES CORPORATION
 SHAREHOLDERS WITH POWER TO VOTE 5% OR MORE OF STOCK
 DECEMBER 31, 2015



NAME/ CITY, STATE, COUNTRY	COUNTRY OF CITIZENSHIP OR INCORPORATION	NUMBER OF SHARES	PERCENTAGE OF VOTING
James E. Benoit Kaplan, La., USA	USA	7.0667	10.34% **
Blake S. Williams Lafayette, La., USA	USA	6.1001	8.93%
James W. Thompson Kaplan, La., USA	USA	4	5.86%
Paul Roy Eleazar Kaplan, La., USA	USA	3.76666666	5.50% *

NOTE: NO OTHER SHAREHOLDERS HAVE HAD THE POWER TO VOTE 5% OR MORE OF COMPANY STOCK.

SHARES WHICH THE SHAREHOLDER HAVE THE POWER TO VOTE INCLUDES SHARES IN THE NAME OF WIFE AND CHILDREN.

*	Paul Roy Eleazar	2.02%
	Succession of Dorothy Eleazar	2.02%
	Paula Eleazar	<u>1.46%</u>
	Total	<u>5.50%</u>
**	James E. Benoit	8.88%
	Jamie S. Benoit	<u>1.46%</u>
		<u>10.34%</u>

F.R. Y-6
VERMILION BANCSHARES CORPORATION
DIRECTORS AND OFFICERS
DECEMBER 31, 2015

(1) NAME CITY, STATE COUNTRY	(2) PRINCIPAL OCCUPATION IF OTHER THAN WITH HOLDING COMPANY	(3)A TITLE & POSITION WITH HOLDING COMPANY	(3)B TITLE & POSITION WITH SUBSIDIARIES BANK & TRUST	(3)C TITLE AND POSITION WITH ANY OTHER BUSINESS	(4)A % OF VOTING SHARES IN HOLDING COMPANY	(4)B % OF VOTING SHARES IN SUBSIDIARY	(4)C LIST NAMES OF OTHER COMPANIES IF 25% OR MORE OF VOTING SECURITIES ARE HELD	
JAMES E. BENOIT KAPLAN, LA. USA	N/A	DIRECTOR VICE CHAIRMAN	DIRECTOR VICE CHARIMAN	N/A	10.34%	**	N/A	N/A
PAUL R. ELEAZAR KAPLAN, LA. USA	N/A	DIRECTOR VICE PRESIDENT	DIRECTOR VICE PRESIDENT	OWNER	5.50%	*	N/A	P.R. ELLEAZAR REALESTATE 66 2/3% ELEAZAR FARM 100%
LYMAN VINCENT KAPLAN, LA. USA	N/A	DIRECTOR CHAIRMAN	DIRECTOR CHAIRMAN	N/A	2.71%		N/A	N/A
BLAKE S. WILLIAMS LAFAYETTE, LA. USA	N/A	DIRECTOR PRESIDENT & CEO	DIRECTOR PRESIDENT & CEO	N/A	8.93%		N/A	N/A
JOSEPH COUVILLON ABBEVILLE, LA USA	N/A	NONE	DIRECTOR EXECUTIVE VICE- PRESIDENT	N/A	3.01%		N/A	N/A

NOTE: THESE INDIVIDUALS HOLD NO STOCK IN THE SUBSIDIARY BANK, VERMILION BANK TRUST COMPANY
ALL ABOVE ARE U.S.A. CITIZENS

*	Paul Roy Eleazar	2.02%
	Succession of Dorthy M Eleazar	2.02%
	Paula Eleazar	<u>1.46%</u>
	Total	<u>5.50%</u>
**	James E. Benoit	8.88%
	Jamie S. Benoit	<u>1.46%</u>
	Total	<u>10.34%</u>