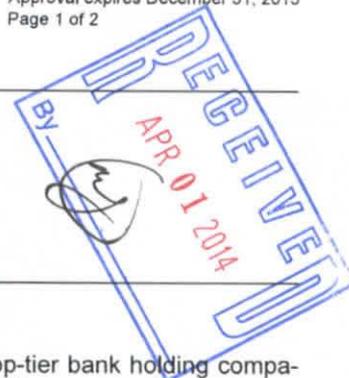
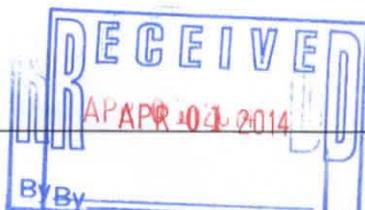




# Annual Report of Holding Companies—FR Y-6



## 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.

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

**December 31, 2013**

Month / Day / Year

I, **JEFF L BOUDREAUX**

Reporter's Name, Street, and Mailing Address

**THE BANCSHARES, INC.**

Legal Title of Holding Company

**P.O. BOX 787**

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

**JENNINGS LA 70546**

City State Zip Code

**1304 NORTH CUTTING AVENUE, JENNINGS, LA**

Physical location (if different from mailing address)

Name of the Holding Company Director and Official

Person to whom questions about this report should be directed:

**DEBORAH O MURRELL EVP/CFO**

Name Title

**337-824-0033-120**

Area Code / Phone Number / Extension

**337-824-0035**

Area Code / FAX Number

**DMURRELL@THEBANK-LOUISIANA.COM**

E-mail Address

**WWW.THEBANK-ONLINE.COM**

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

Title of the Holding Company Director and Official

**VICE-CHAIRMAN**

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

**03/31/2014**

Date of Signature

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 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.

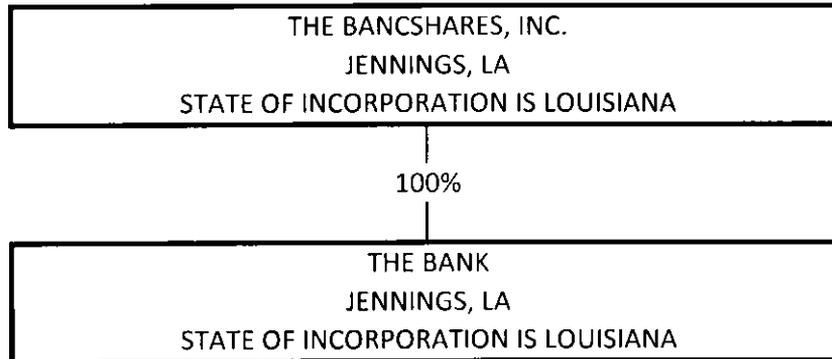
**2504874**

Form FR Y-6  
The Bancshares, Inc.  
Jennings, Louisiana  
Fiscal Year Ending December 31, 2013

Report Item

1: The bank holding company prepares an annual report for its securities holders and is not registered with the SEC. As specified by the responsible Reserve Bank two copies are enclosed.

2a: Organizational Chart



2b: Submitted via email on 3/31/2014.

Results: A list of branches for your holding company: **BANCSHARES, INC., THE (2504874) of JENNINGS, LA.**  
 The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

**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)	2505460	BANK, THE	1304 NORTH CUTTING AVENUE	JENNINGS	LA	70546	JEFFERSON DAVIS	UNITED STATES	57172	0	BANK, THE	2505460	
OK		Full Service	3557587	IOTA OFFICE	413 SAINT JOSEPH AVENUE	IOTA	LA	70543	ACADIA	UNITED STATES	457252	4	BANK, THE	2505460	
OK		Full Service	2540966	IOWA BRANCH	114 NORTH THOMSON STREET	IOWA	LA	70647	CALCASIEU	UNITED STATES	290616	2	BANK, THE	2505460	
OK		Full Service	4352471	LAKE ARTHUR BRANCH	800 NORTH HIGHWAY 26	LAKE ARTHUR	LA	70549	JEFFERSON DAVIS	UNITED STATES	526382	5	BANK, THE	2505460	
OK		Full Service	4428040	WELSH BRANCH	113 WEST RUSSELL AVENUE	WELSH	LA	70591	JEFFERSON DAVIS	UNITED STATES	Not Required	Not Required	BANK, THE	2505460	

Form FR Y-6  
 The Bancshares, Inc.  
 Jennings, Louisiana  
 Fiscal Year Ending December 31, 2013

Report Item 3: Securities holders  
 (1)(a)(b)(C) and (2)(a)(b)(C)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2013			Securities holders 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 ending 12-31-2013		
(1)(a) Name, City,State,Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number & Percentage of Each Class of Voting Sec.	(2)(a) Name, City,State,Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number & Percentage of Each Class of Voting Sec.
Clarence L Miller Jennings, LA USA	USA	112,069- 14.26% Common Stock	None		
Logan L. Nichols Jennings, LA USA	USA	51,816 - 6.59% Common Stock			
Jeff L. Boudreaux Jennings, LA USA	USA	40,663 - 5.18% Common Stock			

Form FRY-6  
The Bancshares, Inc.  
Jennings, Louisiana  
Fiscal Year Ending December 31, 2013

Report Item 4: Insiders

(1), (2), (3)(a)(b)(C), and (4)(a)(b)(C)

(1) Name, City State, Country	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(C) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(C) List names of other companies (include partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Jeff L Boudreaux Jennings LA USA	N/A	Director /Pres/CEO	Director/Pres/ CEO of The Bank	Member-Petit Peu De Ciel, LLC; Member-Le Whitetail Hunters, LLC	5.18%	None	N/A
Blaine Boudreaux Jennings LA USA	N/A	Director	Director/Exec Vice President of The Bank	Member-Petit Peu De Ciel, LLC; Member-Le Whitetail Hunters, LLC	1.91%	None	N/A
Chris Thibodeaux Jennings, LA USA	Physical Therapist Thibodeaux, Albro & Touchet Therapy Group, LLC	Director	Director of The Bank	Owner-Grace Ranch, Inc.; Member-Southwest LA Sports & Rehab Center, LLC; Member- Iowa Therapy Center, LLC; Member-Thibodeaux, Albro & Touchet Therapy Group, LLC	1.59%	None	N/A
Clarence L Miller, Jennings, LA USA	Consultant- National Oilwell Varco	Director /Chairman	Director /Chairman of The Bank	Owner-Lazy M Ranch, Inc.; Owner-Cajun Elite Shooting Club; Owner-Suncoast Chemical, Inc.;	14.26%	None	N/A
Charles E. Ray, M.D., Jennings, LA USA	Self Employed M.D.	Director/ Vice Chairman	Director/ Vice Chairman of The Bank	Vice-President of Jeff Davis Diagnostics	2.03%	None	N/A
Kenneth W. Young, Sr., Jennings, LA USA	Owner- Young's Appliance Repair	Director	Director of The Bank	Owner- Young's Appliance Repair	2.83%	None	N/A
Pat Hanley, Welsh LA USA	Self Employed Electrician	Director	Director of The Bank	Member-Elite Manufacturing & Tool, LLC; Member-Pat's Electrical Service, LLC	0.89%	None	N/A