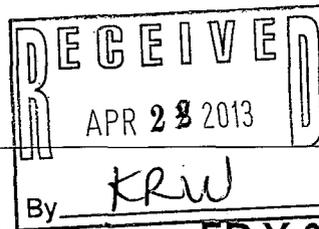




Annual Report of Holding Companies—FR Y-6



FR Y-6
OMB Number 7100-0297
Approval expires December 31, 2015
Page 1 of 2

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, 2012
Month / Day / Year

I, Carroll A. Green

Name of the Holding Company Director and Official

President & CEO

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Beauregard Bancshares, Inc.

Legal Title of Holding Company

122 N Jefferson/ P. O. Box 70

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

DeRidder, LA 70634

City

State

Zip Code

I 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.

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:

Karen L. Cunningham Secretary-Treasurer
Name Title

337-463-4493

Area Code / Phone Number / Extension

Area Code / FAX Number

KarenCunningham@suddenlinkmail.com

E-mail Address

Signature of Holding Company Director and Official

Carroll A. Green

Date of Signature

4/22/13

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.

3841839

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

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

CRW

REVISED

Form FR-Y6

Beauregard Bancshares, Inc.
122 N. Jefferson
DeRidder, Louisiana 70634
Fiscal Year Ending December 31, 2012

Report Item

1. The savings and loan holding company does not prepare an annual report for its securities holders and is not registered with the SEC.
2. Organizational Chart:

Beauregard Bancshares, Inc.
(Incorporated in the State of Louisiana)
122 N Jefferson
DeRidder, Louisiana 70634

100%

Beauregard Federal Savings Bank
122 N Jefferson
DeRidder, Louisiana 70634

NR=Ownership percentage not reportable on the FR Y-10. Percentage of ownership is 25% or less and the companies are not controlled by any other means.

2b. Domestic branch listing provided to the Federal Reserve Bank.

Results: A list of branches for your holding company: BEAUREGARD BANCSHARES, INC. (3841839) of DERIDDER, LA.
The data are as of 12/31/2012. Data reflects information that was received and processed through 04/10/2013.

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 UNNUM, 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 UNNUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	123374	BEAUREGARD FEDERAL SAVINGS BANK	122 JEFFERSON	DERIDDER	LA	70634	BEAUREGARD	UNITED STATES	43173	0	BEAUREGARD FEDERAL SAVINGS BANK	123374	
OK		Full Service	4174628	PINE STREET BRANCH	522 NORTH PINE ST	DERIDDER	LA	70634	BEAUREGARD	UNITED STATES	441478	1	BEAUREGARD FEDERAL SAVINGS BANK	123374	

CP

REVISED

Form FR Y-6
Beauregard Bancshares, Inc
DeRidder, Louisiana
Fiscal Year Ending 12/31/12
Report Item 3: Securities Holders

3.1(a) Name	City, State	(1)(b) Country	(1) (c) - Common Stock	
			Shares	Percentage
*Bailey Living Trust of 1996, Victoria B. Bailey, Trustee	DeRidder, LA 70634	USA	11,071	10
*Gary and Betty Blackmon	DeRidder, LA 70634	USA	7,731	7
*Carroll A. Green	DeRidder, LA 70634	USA	18,072	29
*Eleanor Lynn Kay	Phippsburg, ME 04562	USA	6,551	6
*Stuart S. Kay, Jr.	DeRidder, LA 70634	USA	6,654	18
*Millard E. Morris	DeRidder, LA 70634	USA	5,323	5

(2)(a) Name	City, State	(2)(b) Country	(2) (c) - Common Stock	
			Shares	Percentage
None				

105,800 Common Stock

*Current securities holders with ownership of 5% or more. All securities holders have power to vote.

REVISED

Form FR Y-6
Beauregard Bancshares, Inc
DeRidder, Louisiana
Fiscal Year Ending 12/31/12
Report Item 4: Insiders

(1) Name City, State Country	(2) Principal Occupation if other than Beauregard Bancshares, Inc.	(3)(a) Title & Position with Beauregard Bancshares, Inc.	(3)(b) Title & Position with Beauregard Federal Savings Bank	(4)(a) Percentage of Voting Shares in Beauregard Bancshares, Inc.	(4)(b) Percentage of Voting Shares in Beauregard Federal Savings Bank	(4)(c) List Names of Other Companies and Percentages if 25% or More Owned
Bailey Living Trust of 1996 DeRidder, Louisiana USA	Victoria M. Bailey, Trustee Retired Banker	Director	Director	10%	10%	N/A
Carroll A. Green DeRidder, Louisiana USA	N/A	Director, Chairman, President	Director, Chairman President	29%	29%	Green Chevrolet, Inc. 80%
Stuart S. Kay, Jr. DeRidder, Louisiana USA	Retired Judge	Principal Shareholder	Principal Shareholder	18%	18%	None