



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, **Charles L. Petrey**

Reporter's Name, Street, and Mailing Address

CB&T Holding Corporation

Name of the Holding Company Director and Official

Legal Title of Holding Company

Chief Financial Officer / Treasurer

P. O. Box 61813

Title of the Holding Company Director and Official

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

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.

New Orleans **LA** **70161-1813**

City State Zip Code

1100 Poydras Street, Suite 100

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:

Melissa English

VP/Controller

Name

Title

504-293-7488

Area Code / Phone Number / Extension

866-374-5710

Area Code / FAX Number

menglish@cbtno.com

E-mail Address

n/a

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

Signature of Holding Company Director and Official

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 **2254508**
C.I. _____

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.

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)

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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Physical location (if different from mailing address)

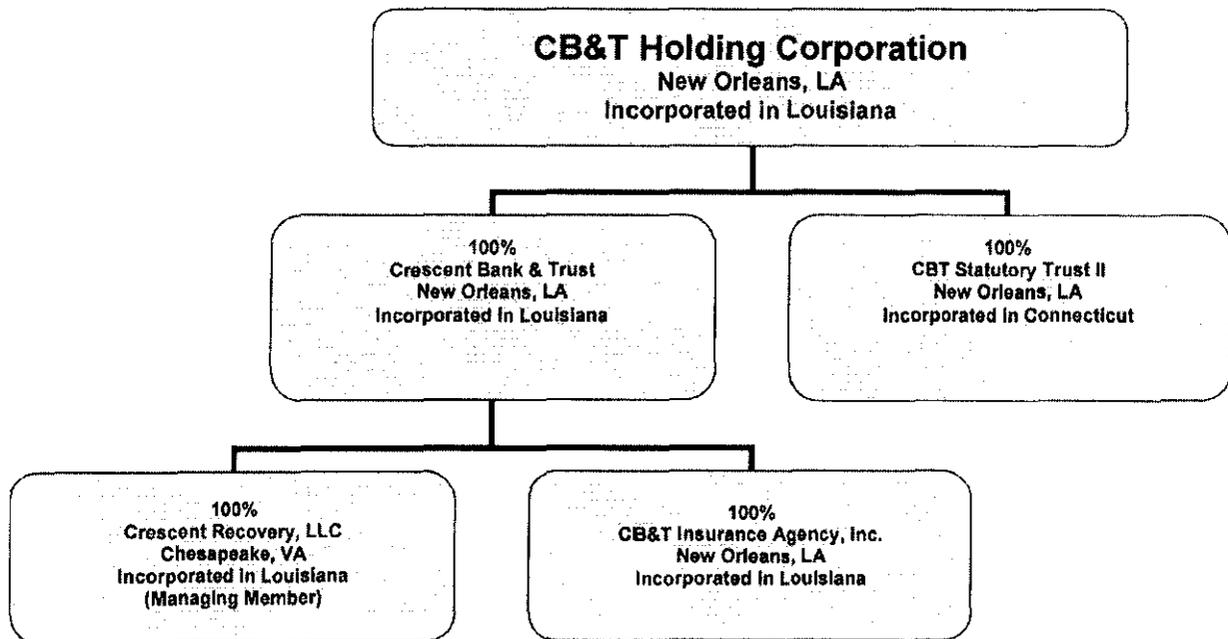
Revised

Form FR Y-6

CB&T Holding Corporation
New Orleans, Louisiana
Fiscal Year Ending December 31, 2013

Report Item

- 1: The bank holding company prepares an annual report for its securities holders. Two copies will be forwarded to the Federal Reserve by April 30, 2014.
- 2a: Organizational Chart



- 2b: Domestic Branch Listing

Submitted via email on March 12, 2014.

Results: A list of branches for your depository institution: CRESCENT BANK & TRUST (ID_RSSD:1885932).
 This depository institution is held by CB&T HOLDING CORPORATION (2254508) of NEW ORLEANS, 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)	1885932	CRESCENT BANK & TRUST	1100 POYDRAS STREET	NEW ORLEANS	LA	70163	ORLEANS	UNITED STATES	47216	0	CRESCENT BANK & TRUST	1885932	
OK		Full Service	4103347	ALEXANDER OFFICE	5208 JACKSON STREET, SUITE C	ALEXANDRIA	LA	71303	RAPIDES	UNITED STATES	482613	42	CRESCENT BANK & TRUST	1885932	
OK		Full Service	2763000	BATON ROUGE OFFICE	4870 BLUEBONNET BOULEVARD, SUITE A	BATON ROUGE	LA	70809	EAST BATON ROUGE	UNITED STATES	506261	46	CRESCENT BANK & TRUST	1885932	
OK		Full Service	3192344	COVINGTON OFFICE	106 PARK PLACE, SUITE 115	COVINGTON	LA	70433	ST TAMMANY	UNITED STATES	496428	45	CRESCENT BANK & TRUST	1885932	
OK		Full Service	4348036	LAFAYETTE OFFICE	100 ASMA BOULEVARD, SUITE 140-E	LAFAYETTE	LA	70508	LAFAYETTE	UNITED STATES	525916	63	CRESCENT BANK & TRUST	1885932	
OK		Full Service	1974201	METAIRIE BRANCH	1000 VETERANS MEMORIAL BOULEVARD, SUITE 100	METAIRIE	LA	70005	JEFFERSON	UNITED STATES	451933	27	CRESCENT BANK & TRUST	1885932	
OK		Full Service	4348045	MONROE OFFICE	1816 GLENMAR AVENUE, SUITE 2	MONROE	LA	71201	OUACHITA	UNITED STATES	522276	60	CRESCENT BANK & TRUST	1885932	
OK		Full Service	4103365	SHREVEPORT OFFICE	900 PIERREMONT, SUITE 120	SHREVEPORT	LA	71106	CADDO	UNITED STATES	482610	39	CRESCENT BANK & TRUST	1885932	

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 CB&T Holding Corporation
 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 12/31/13.			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 12/31/13.		
(1)(a) Name City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Gary N. Solomon, Sr. New Orleans, LA - USA	USA	47,862 – 31.05% (Common Stock)	None	None	None
Martha N. Solomon New Orleans, LA - USA	USA	47,861 – 31.05% (Common Stock)	None	None	None
Sam M. and Gloria S. Newman Grandchildren's Irrevocable Class Trust #1 New Orleans, LA - USA	USA	44,115 – 28.62% (Common Stock)	None	None	None

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CB&T Holding Corporation
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 (includes partnerships) if 25% or more of voting securities are held (list names of companies and percent of voting securities held)
Gary N. Solomon, Sr. New Orleans, LA - USA	Owner	Director & Chairman	Director & Chairman Crescent Bank & Trust	Attached	31.05%	None	Attached
Martha N. Solomon New Orleans, LA - USA	Entrepreneur	Director & Secretary	Director & Secretary Crescent Bank & Trust	Attached	31.05%	None	Attached
Sam M. and Gloria S. Newman Grandchildren's Irrevocable Class Trust #1 New Orleans, LA - USA	Trust	Shareholder	Shareholder	None	28.62%	None	None
John Meltzer New Orleans, LA - USA	Real Estate Developer	Director	Director Crescent Bank & Trust	Attached	2.69%	None	Attached
Robert Redfearn New Orleans, LA - USA	Attorney	Director	Director Crescent Bank & Trust	Attached	1.32%	None	Attached
Daniel Buckman Palm Beach Gardens, FL - USA	Consultant	Director	Director Crescent Bank & Trust	Attached	0.67%	None	Attached
Fred B. Morgan, III New Orleans, LA - USA	President	Director/President	Director/President Crescent Bank & Trust	None	0.26%	None	None
Ronald Briggs Abita Springs, LA - USA	Retired	Director	Director Crescent Bank & Trust	None	0.26%	None	None
Gary N. Solomon, Jr. New Orleans, LA - USA	President	Director	Director Crescent Bank & Trust	Attached	None	None	Attached
Sam M. Solomon New Orleans, LA - USA	President/Owner	Director	Director Crescent Bank & Trust	Attached	None	None	Attached
Charles L. Petrey Mandeville, LA - USA	Chief Financial Officer / Chief Operating Officer	Chief Financial Officer/ Chief Operating Officer/ Senior Executive Vice President / Treasurer	Chief Financial Officer/ Chief Operating Officer/ Senior Executive Vice President / Cashier Crescent Bank & Trust	None	None	None	None

Report Item 4: Directors and Officers (continued)

- 3: c Title & Position with Other Businesses (include names of other businesses)
4. c List names of other companies (includes partnerships of 25% or more of voting securities are held) (List names and percentage of voting securities held)

**Gary N. Solomon - Chairman of the Board/CEO
CB&T Holding Corporation & Crescent Bank & Trust
Owner or Part Owner in all listed below.**

Gary N. Solomon (Owns 25% or more with Martha N. Solomon) – 12/31/13**

Company	Percentage of Ownership	Number of Shares
306 Hammond Highway, LLC – Sole Member	100%	N/A
Ahlstedt Logistics, Inc. ** – Investor	21.71%	2608
Amber Isle, LLC - Investor	50%	N/A
Amber Isle Properties, LLC – Sole Member	100%	N/A
Amber Isle Solomon, LLC - Investor	50%	N/A
Bella Vista Development, LLC – Investor	25%	N/A
Broadway Natchez Investors, LLC – Investor	31.24%	N/A
Certified Bureau of the South, Inc. ** - President	20%	225
Charlotte Prime, LLC ** - Investor	16.5%	N/A
Consol Restaurant Group, LLC – Investor	25%	N/A
Daiquiris Chalmette Partnership ** - Investor	12.5%	N/A
Daiquiris – Riverwalk, Inc. – Investor	49%	49
Daiquiris-Riverwalk Limited Partnership – Investor	25%	N/A
Direct Tire and Auto Supply, LLC – Investor	40%	N/A
Fat Tuesday Bayside Partnership ** - Investor	15.625%	N/A
Fat Tuesday Cocowalk Partnership - Investor	31.25%	N/A
Fat Tuesday Spanish Plaza Ptr - Partner	25%	N/A
Finance America Business Group ** – Investor	16.66%	N/A
Genco Investments, LLC – Investor	50%	N/A
Girod Street Master Tenant, LLC - Investor	99.9%	73
GNS of Riverwalk, LLC – Investor	50%	N/A
GNS of Spanish Plaza, LLC – Investor	50%	N/A
Gulf Coast Shippers, LP – Partner	33.71%	N/A
HC Business Investments, LLC – Investor	40%	N/A
Holiday Development State Park, LLC – Investor	25%	N/A
Louisiana Modular Home Development, LLC – Investor	80%	N/A
M & G Oil, LLC – Investor	50%	N/A
MGR Partners, LLC – Investor	40%	N/A
MNS of Chalmette, Inc. – President	50%	50
MNS of Cocowalk, Inc. – President	100%	50
MNS of Miami – President	50%	50
MNS Ventures, Inc. – President	50%	50
Mark Anthony Covington, LLC – Investor	25%	N/A
Medical Imaging Solutions, Inc. ** – Investor	20%	N/A
Oak Place Properties, LLC – Investor	25%	N/A
Oaks of Long Beach, LLC – Investor	25%	N/A
Petro Lift Royalties, LLC ** - Investor	16.5%	N/A
S & G Capital, LLC – Investor	50%	N/A
SB ACME, LLC ** – Investor	18.75%	N/A
SBC Restaurants, LLC ** – Investor	18.75%	N/A
SC Business Development, LLC – Investor	35%	N/A
SNO Oil & Gas, LLC – Investor	25%	N/A
SOMEX Restaurants, LLC ** – Investor	12.5%	N/A
Southern Oil Systems, LLC ** – Investor	22.5%	N/A
Southpoint Credit Services, LLC – Managing Member	50%	50
Tire Town Auto Service, LLC – Investor	40%	N/A
TKG Brightside, LLC ** - Investor	12.5%	N/A
TNGP, Inc. – President	40%	50
TP Clearview, LLC ** - Investor	16.875%	N/A

Martha N. Solomon – Director/Secretary
 CB&T Holding Corporation & Crescent Bank & Trust
 Owner or Part Owner in all listed below.

Martha N. Solomon (**Owns 25% or more with Gary N. Solomon) – 12/31/13

Company	Percentage of Ownership	Number of Shares
Ahlstedt Logistics, Inc ** - Investor	21.71%	2608
Amber Isle, LLC – Investor	50%	N/A
Amber Isle Solomon, LLC – Investor	50%	N/A
Bella Vista Development, LLC – Investor	25%	N/A
Certified Bureau of the South, Inc ** – Investor	20%	225
Charlotte Prime, LLC ** - Investor	16.5%	N/A
Consol Restaurant Group, LLC – Investor	25%	N/A
Daiquiris Chalmette Partnership ** - Investor	12.5%	N/A
Daiquiris-Riverwalk Limited Partnership – Investor	25%	N/A
Fat Tuesday Bayside Partnership ** - Investor	15.625%	N/A
Fat Tuesday Spanish Plaza Ptr – Partner	25%	N/A
Finance America Business Group ** – Investor	16.67%	N/A
GNS of Riverwalk, LLC – Investor	25%	N/A
GNS of Spanish Plaza, LLC – Investor	50%	N/A
Gulf Coast Shippers, LP – Partner	33.71%	N/A
Holiday Development State Park, LLC – Investor	25%	N/A
M & G Oil, LLC – Investor	50%	N/A
MGR Partners, LLC – Investor	40%	N/A
MNS of Chalmette, Inc. – Secretary	50%	50
MNS of Miami, Inc. – Secretary	50%	50
MNS Ventures, Inc. – Secretary	50%	50
Mark Anthony Covington, LLC – Investor	25%	N/A
Medical Imaging Solutions, Inc. ** – Investor	20%	N/A
Oak Place Properties, LLC – Investor	25%	N/A
Petro Lift Royalties, LLC ** - Investor	16.5%	N/A
S & G Capital, LLC – Investor	50%	N/A
SB ACME, LLC ** - Investor	18.75%	N/A
SBC Restaurants, LLC ** - Investor	18.75%	N/A
SC Business Development, LLC – Investor	35%	N/A
SNO Oil & Gas, LLC	25%	N/A
SOMEX Restaurants, LLC ** – Investor	12.5%	N/A
Southern Oil Systems, LLC ** – Investor	22.5%	N/A
Southpoint Credit Services, LLC – Investor	50%	50
TNGP, Inc. – Investor	40%	50
TKG Brightside, LLC ** - Investor	12.5%	N/A
TP Clearview, LLC ** - Investor	16.875%	N/A

Ronald Briggs – Director
CB&T Holding Corporation & Crescent Bank & Trust
Owner or Part Owner in all listed below.

Ronald Briggs – 12/31/13

Company	Percentage of Ownership	Number of Shares
None		

Daniel Buckman - Director
CB&T Holding Corporation & Crescent Bank & Trust
Owner/President – International Trade Consultants, Inc.

Daniel Buckman - 12/31/13

Company	Percentage of Ownership	Number of Shares
International Trade Consultants, Inc. – Owner	100%	100

John Meltzer - Director
CB&T Holding Corporation & Crescent Bank & Trust
Owner or Part Owner in all listed below.

John Meltzer - 12/31/13

Company	Percentage of Ownership	Number of Shares
Meltzer Properties, LTD - Owner/CEO/President	100%	1,000
Meltzer Management Corp. - President	50%	500
Terry Parkway Limited Partnership, LLC - Member	50%	500
Meltzer Brothers, LLC - Partner	50%	500
West Napoleon, LLC - Member	100%	1,000
Northlake Partners - Partner	20%	200
1401, LLC - Member	50%	500
Bethel Plaza, Inc. - Partner	15%	150
Anderson Seafood - Partner	15%	150
Canyon Creek, LLC - Member	100%	100
Bridal Veil Townhomes, LLC	100%	100
Meltzer & Plainfield, LLC - Member	50%	2,000
Meltzer-Elk Lakes, LLC - Member	50%	2,000
Ridgway Investors, LLC - Member	50%	500

Robert Redfearn - Director
CB&T Holding Corporation & Crescent Bank & Trust
Partner – Simon, Peragine, Smith & Redfearn, LLP
Owner or part owner in all listed below.

Robert Redfearn – 12/31/13

Company	Percentage of Ownership	Number of Shares
Simon, Peragine, Smith & Redfearn, LLP – Partner	9%	N/A
P. L. Title Company, Inc. – Partner	100%	100

Gary N. Solomon, Jr. – Director
 CB&T Holding Corporation & Crescent Bank & Trust
 Owner or Part Owner in all listed below.

Gary N. Solomon, Jr. - 12/31/13

Company	Percentage of Ownership	Number of Shares
Coming Together Nicely, LLC	100.00%	N/A
GSC Mission Beach, LLC	33.33%	N/A
Solomon Brothers, LLC	50.00%	N/A
Solomon Developer, LLC	100.00%	N/A
Solomon Group Ventures, LLC	51%	N/A
- Solomon Group Productions, LLC	51%	N/A
- Solomon Group Entertainment, LLC	51%	N/A
- Solomon Group Equipment Rentals, LLC	51%	N/A
- Civic Theatre Operating Company, LLC	17%	N/A
- Girod Street Master Tenant, LLC	.0051%	N/A

Sam M. Solomon – Director
CB&T Holding Corporation & Crescent Bank & Trust
Owner or Part Owner in all listed below.

Sam M. Solomon - 12/31/13

Company	Percentage of Ownership	Number of Shares
GSC Mission Beach, LLC	33.3%	N/A
Solomon Brothers, LLC	33.3%	N/A
Solomon Developers, LLC	33.3%	N/A
Bancroft Property Investments	100%	N/A
14 Investors, LLC	5.95%	N/A

Charles L. Petrey – Treasurer/CFO/COO/SEVP
CB&T Holding Corporation & Crescent Bank & Trust
Owner or Part Owner in all listed below.

Charles L. Petrey - 12/31/13

Company	Percentage of Ownership	Number of Shares
None		