



Annual Report of Bank 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)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

NOTE: The *Annual Report of Bank Holding Companies* must be signed by one director of the top-tier bank holding company. This individual should also be a senior official of the top-tier bank holding company. In the event that the top-tier bank 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, JoAnn Duplechin
Name of the Bank Holding Company Director and Official
Vice President and Director
Title of the Bank Holding Company Director and Official

attest that the *Annual Report of Bank Holding Companies* (including the supporting attachments) for this report date have 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.

JoAnn Duplechin
Signature of Bank Holding Company Director and Official
03/28/2012
Date of Signature

For bank 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 3477528
C.I. _____

This report form is to be filed by all top-tier bank 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). 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.

Date of Report (top-tier bank holding company's fiscal year-end):
December 31, 2011
Month / Day / Year

Reporter's Name, Street, and Mailing Address
CPB Bancshares, Incorporated
Legal Title of Bank Holding Company
P. O. Box 100
(Mailing Address of the Bank Holding Company) Street / P.O. Box
Church Point LA 70525
City State Zip Code
114 Main Street, Church Point, LA 70525
Physical location (if different from mailing address)

Person to whom questions about this report should be directed:
JoAnn Duplechin Vice President
Name Title
337-684-6303
Area Code / Phone Number / Extension
337-684-4755
Area Code / FAX Number
joannd@churchpointbank.com
E-mail Address
http://www.churchpointbank.com
Address (URL) for the Bank 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 Bank Holding Companies

Top-tiered bank holding companies must list the names, mailing address, and physical locations of each of their subsidiary bank holding companies below.

Legal Title of Subsidiary Bank Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

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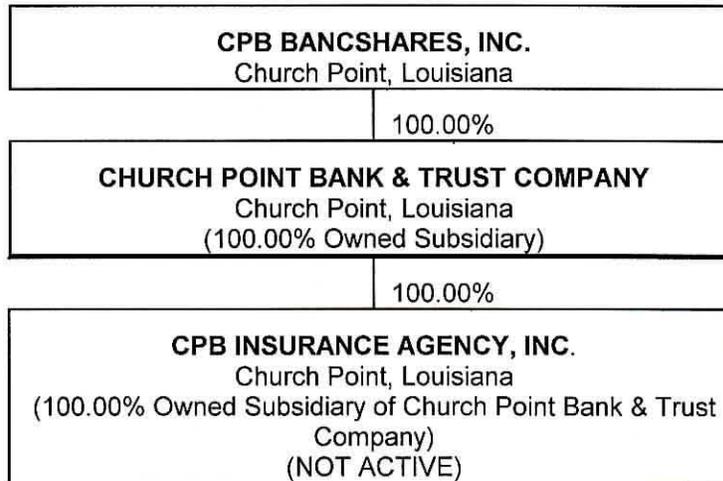
CPB BANCSHARES, INC.
Church Point, Louisiana

**SUMMARY OF REPORT ITEMS REQUIRED FOR FORM FRY-6
FOR THE TWELVE MONTH PERIOD ENDING DECEMBER 31, 2011**

- Report Item 1: CPB Bancshares, Inc. does not prepare an annual report for its shareholders. – None.
- Report Item 2a: Organizational Chart -- Enclosed
- Report Item 2b: Domestic Branch Listing
- Report Item 3: Shareholders -- Enclosed
- Report Item 4: Insiders -- Enclosed

CPB BANCSHARES, INC
Church Point, Louisiana

REPORT ITEM 2a.: ORGANIZATIONAL CHART
AS OF DECEMBER 31, 2011



All other items -- Not Applicable

3477528

Results: A list of branches for your BHC, CPB BANCSHARES, INC. (3477528) of CHURCH POINT, LA. The data are as of 12/31/2011. Data reflects information that was received and processed through 01/05/2012.

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-40 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch, with a Data Action of Changes, 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://y20online.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) | 566238 | CHURCH POINT BANK AND TRUST | 1114 NORTH MAIN | CHURCH POINT | LA | 70525 | ACADIA | UNITED STATES | 11350 | | CHURCH POINT BANK AND TRUST 0 COMPANY | 566238 | |

CPB BANCSHARES, INC.
Church Point, Louisiana

REPORT ITEM 3: SHAREHOLDERS
AS OF DECEMBER 31, 2011

| (1) | | | | (2) | | | |
|--|--------------------------------------|---|---|--|--------------------------------------|---|---|
| Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12/31/2011 | | | | 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 calendar year ending 12/31/2011 | | | |
| (1)(a) | (1)(b) | (1)(c) | | (2)(a) | (2)(b) | (2)(c) | |
| Name and Address of Shareholders (City, State, Country) | Country of Citizenship or Inc. | Number of Shares -- Common Stock | Percentage Ownership -- Common Stock | Name and Address of Shareholders (City, State, Country) | Country of Citizenship or Inc. | Number of Shares -- Common Stock | Percentage Ownership -- Common Stock |
| F. Rodney Daugereaux Church Point, LA 70525 | U S A | 5,963 shares | 12.99% | None | N/A | N/A | N/A |
| | | | | None | N/A | N/A | N/A |
| | | | | None | N/A | N/A | N/A |
| | | | | None | N/A | N/A | N/A |

CPB BANCSHARES, INC.
Church Point, Louisiana

REPORT ITEM 4: INSIDERS
AS OF DECEMBER 31, 2011

| (1) | (2) | (3)(a) | (3)(b) | (3)(c) | (4)(a) | | (4)(b) | | (4)(c) | |
|--|--|--|--|--|--|---|--|---|--|---|
| Name and Address (City, State, Country) | Principal Occupation if other than with Bank Holding Company | Title & Position With Bank Holding Company | Title & Position With Subsidiary Bank (Church Point Bank & Trust Co) | Title & Position With Other Businesses (Include names of other businesses) | Bank Holding Company -- Number of Shares Owned or Controlled | Bank Holding Company -- Percent of Shares Owned or Controlled | Direct or Indirect BHC Subsidiaries-- Shares Owned or Controlled | Direct or Indirect BHC Subsidiaries-- Percent Owned or Controlled | Name of Other Companies or Partnerships 25% or more Controlled | Other Companies 25% or More Controlled-- Percent of Voting Securities |
| Jerome J. Lambert Crowley, LA 70526 | N/A | Director | CEO, President Director | N/A | 240 | 0.52% | None | N/A | None | N/A |
| JoAnn Duplechin Church Point, LA 70525 | N/A | Director | Vice President Director | N/A | None | 0.00% | None | N/A | None | N/A |
| Donald J. Higginbotham Church Point, LA 70525 | Retired | Director | Director | N/A | 1,550 | 3.38% | None | N/A | None | N/A |
| F. Rodney Daugereaux Church Point, LA 70525 | Executive | Director | Director | President Rod's Thrifty Mart | 5,963 | 12.99% | None | N/A | Rod's Thrifty Mart | 100.00% |
| Carol J. Smith Lafayette, LA 70508 | Self Employed | Director | Director | Owner of Rental Properties | 883 | 1.92% | None | N/A | Rental Properties | 100.00% |
| Carol J. Richard Church Point, LA 70525 | Self Employed | Director | Director | Independent Consultant | 1,325 | 2.89% | None | N/A | Carol J. Richard Independent Consultant | 100.00% |
| Mark C. Link Branch, LA 70516 | Farmer | Director | Director | Owner Farmer | 1,180 | 2.57% | None | N/A | Mark C. Link Farm | 100.00% |
| Paul D. Matte Church Point, LA 70525 | Retired | Director | Director | N/A | 1,360 | 2.96% | None | N/A | None | N/A |
| W. Simmons Sandoz Opelousas, LA 70571 | Attorney | Director | Director | Partner 50.00% | 200 | .44% | None | N/A | Sandoz & Sandoz Law Firm | 50.00% |