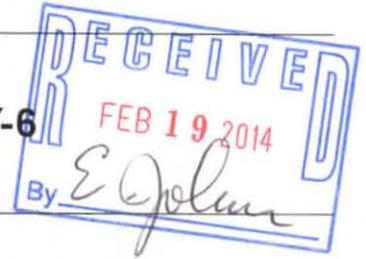


Board of Governors of the Federal Reserve System



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, Edward B. Middleton

Reporter's Name, Street, and Mailing Address

Citizens Bancorporation, Inc

Name of the Holding Company Director and Official

CEO

Legal Title of Holding Company

P. O. Box 659

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.

Plaquemine LA 70765

City State Zip Code

57910 Main Street

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:

Joycelyn F. Lamothe Treasurer

Name Title

225-685-3856

Area Code / Phone Number / Extension

225-692-5856

Area Code / FAX Number

jlamothe@cblta.com

E-mail Address

Signature of Holding Company Director and Official

www.citizensbankandtrust.com

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

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 1084472
 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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City State Zip Code

Physical location (if different from mailing address)

REPORT ITEM 1 ANNUAL REPORT TO SHAREHOLDERS

Neither Citizens Bancorporation, Inc. or Citizens Bank and Trust Company are required to file annual report form 10-K with the SEC. Consolidated and parent bank holding company financial statements for the years ended December 31, 2013 and 2012, will be presented in the 2013 annual report. The annual report will be forwarded to the Federal Reserve as soon as it is available. Consolidated financial statements for 2013 and 2012 have been audited. Parent company financial statements for 2013 and 2012 will be presented in footnote M to the financial statements.

REPORT ITEM 2A ORGANIZATION CHART

CITIZENS BANCORPORATION, INC.
PLAQUEMINE, LOUISIANA
Incorporated in Louisiana
PARENT
(Owner 40,000 shares – 100% of
Citizens Bank & Trust Company)

CITIZENS BANK & TRUST COMPANY
PLAQUEMINE, LOUISIANA
Incorporated in Louisiana
SUBSIDIARY
(40,000 shares outstanding)

REPORT ITEM 2B DOMESTIC BRANCH LISTING

No change in branch report. Report emailed to fed reserve contact.

REPORT ITEM 3(1) SECURITIES HOLDERS (5% OR MORE)

NAME AND ADDRESS	COUNTRY OR CITIZENSHIP	NO OF SHARES AND % OF COMMON STOCK
Edward B. Middleton Plaquemine, LA 70764	United States	4,525 s/s 17.89%

REPORT ITEM 3(2) OTHER 5% OR MORE SECURITIES HOLDERS DURING 2013

None

REPORT ITEM 4 INSIDERS

A list of directors and officers is attached.

Results: A list of branches for your holding company: CITIZENS BANK CORPORATION, INC. (1084472) of PLAQUEMINE, LA.
 The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

RECEIVED

FEB 10 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)	357937	CITIZENS BANK AND TRUST COMPANY	57910 MAIN STREET	PLAQUEMINE	LA	70764	IBERVILLE	UNITED STATES	901	0	CITIZENS BANK AND TRUST COMPANY	357937	
OK		Full Service	1890981	BOCAGE BRANCH	7646 JEFFERSON HIGHWAY	BATON ROUGE	LA	70809	EAST BATON ROUGE	UNITED STATES	275023	4	CITIZENS BANK AND TRUST COMPANY	357937	
OK		Full Service	2837901	O'NEAL LANE BRANCH	4810 O'NEAL LANE	BATON ROUGE	LA	70817	EAST BATON ROUGE	UNITED STATES	189436	6	CITIZENS BANK AND TRUST COMPANY	357937	
OK		Full Service	4275020	PERKINS ROWE BRANCH	10601 PERKINS ROAD	BATON ROUGE	LA	70810	EAST BATON ROUGE	UNITED STATES	519369	7	CITIZENS BANK AND TRUST COMPANY	357937	
OK		Full Service	2235888	SHERWOOD FOREST BRANCH	2925 SOUTH SHERWOOD FOREST BLVD	BATON ROUGE	LA	70816	EAST BATON ROUGE	UNITED STATES	286785	5	CITIZENS BANK AND TRUST COMPANY	357937	
OK		Full Service	889634	BELLEVIEW BRANCH	58240 BELLEVIEW ROAD	PLAQUEMINE	LA	70764	IBERVILLE	UNITED STATES	189434	1	CITIZENS BANK AND TRUST COMPANY	357937	

NAME AND ADDRESS	OCCUPATION	POSITION WITH HOLDING COMPANY	POSITION WITH SUBSIDIARY	OWNERSHIP INTEREST			POSITION	OWNERSHIP INTEREST
				COMMON STOCK CITIZENS BANCORPORATION INC	COMMON STOCK CITIZENS BANK AND TRUST COMPANY	OTHER BUINESSS INTERESTS		
Edward B. Middleton Plaquemine, LA 70764	Bank Executive	Chairman of the Board of Directors, President And Director, Citizens Bancorporation, Inc.	Chairman of the Board of Directors, President, Chief Executive Officer and Director, Citizens Bank & Trust Company	4,525 shares 17.89%	None	Rental Properties Limited	Owner	100%
Roland F. Dugas III Baton Rouge, LA 70808	Businessman	Director, Citizens Bancorporation, Inc.	Director, Citizens Bank & Trust Company	0 shares 0.00%	None	DSDC, LLC R. Dugas family, LLC Acadian Research Louisiana Oil Group, LLC Big Cypress, LLC Louisiana Royalty Partners, LLC Bayou Jonson, LLC Geoterre, LLC Belwood Exploration, Buckston Bayou, LLC Buck Road Properties, LLC	Manager Manager President Manager Manager Manager Manager Manager President Member Member	50% <25% 100% 33% 25% 25% 20% 50% 100% 33% 33%
Charles E. Schwing Baton Rouge, LA 70802	Retired	Director, Citizens Bancorporation, Inc.	Director, Citizens Bank & Trust Company	850 shares 3.36%	None	Schwing Mgmt. LLC CE Schwing, LLC AE Plans Pointe Coupee Farm LLC B S Barge Terminal LLC Schwing Acquisitions LLC Mound Farm LLC Sigler Farm LLC Gay Farm LLC West Oak Farm LLC	President Manager Stockholder Manager Manager Manager Manager Manager Manager Manager	<10% 49% <10% 13.67% <10% <10% 12.5% 12.2% 13.67% 13.67%
Patrick Thistlethwaite Plaquemine, LA 70764	Veterinarian	Director, Citizens Bancorporation, Inc.	Director, Citizens Bank & Trust Company	200 shares 0.79%	None	Animal Medical Center of Plaquemine Inc. Thistlethwaite Planning, Co. LTD Edward T, LLC Thisco Partnership Thistlethwaite Family Investments, LLC Thistlesoar, LLC	President President Managing Member Managing Partner Managing Member Managing Member	100% <25% <25% <25% 33 1/3% 100%
Ronald R. E. Hebert Plaquemine, LA 70764	Businessman	Director, Citizens Bancorporation, Inc	Director, Citizens Bank & Trust Company	200 shares .79%	None None	EETC Sales Basin Enterprises True Hope Enterprises EETC Services Louisiana Power Service, LLC Pinelog Plantation Ranch, LLC Geospatial Solutions, LLC	President President President President Managing Member Manager Manager	30% 100% 100% 30% 55% 100% 50%
R. Wendel Foushee Baton Rouge, LA 70808	Retired	Director, Citizens Bancorporation, Inc.	Director, Citizens Bank & Trust Company	0 shares 0.00%	None	Old Forge Syndicate	Partner	30%
William C. Blackwood, Jr. Baton Rouge, LA 70808	Bank Executive	Secretary	Senior Vice President & Cashier, Citizens Bank & Trust Company	0 shares 0.00%	None	Alakazam, LLC	Managing Member	50%
Joycelyn F. Lamothe Plaquemine, LA 70764	Bank Executive	Treasurer	Senior Vice President & Controller, Citizens Bank & Trust Company	0 shares 0.00%	None	None	None	None