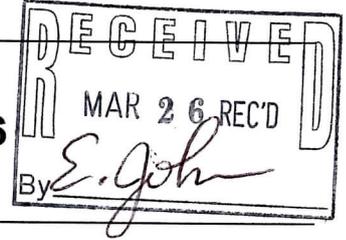


Board of Governors of the Federal Reserve System



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):

12/31/2012

Month / Day / Year

I, Thomas B. Legleu

Reporter's Name, Street, and Mailing Address
Clinton Bancshares, Inc.

Name of the Holding Company Director and Official

Legal Title of Holding Company

President

P. O. Box 967

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.

Clinton La 70722

City State Zip Code

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.

12225 St. Helena

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Thomas B. Legleu President

Signature of Holding Company Director and Official

Name Title
225 683 3371 Ext. 214

Area Code / Phone Number / Extension

225 683 5141

Area Code / FAX Number

tlegleu@landmarkbankla.com

E-mail Address

landmarkbankla.com

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

3 21 13
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 1085460
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

Revised

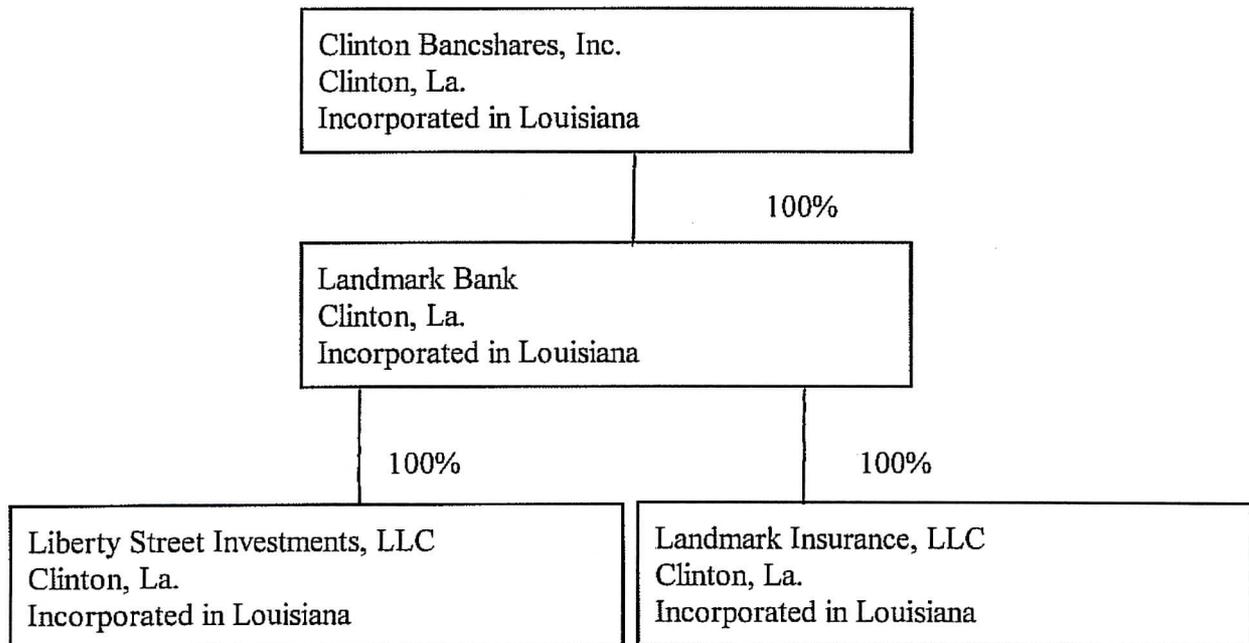
FORM FR Y-6

CLINTON BANCSHARES, INC.
CLINTON, LOUISIANA
FISCAL YEAR ENDING DECEMBER 31, 2012

Report Item

1 : The BHC is not required to prepare form 10K with the SEC

2a: Organizational Chart



Results: A list of branches for your depository institution: **LANDMARK BANK (ID_RSSD: 535034)**.
 This depository institution is held by **CLINTON BANCSHARES, INC. (1085460) of CLINTON, LA**.
 The data are as of **12/31/2012**. Data reflects information that was received and processed through **02/24/2013**.

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 correct 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, 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
OK		Full Service (Head Office)	535034	LANDMARK BANK	12225 ST. HELENA STREET	CLINTON	LA
OK		Full Service	4389815	GREENSBURG OFFICE	31 KENDRICK STREET	GREENSBURG	LA
OK		Full Service	2798226	ZACHARY BRANCH	20070 PLANK ROAD	ZACHARY	LA

ame valid in the **Effective Date** column.

ctive Date column.

Delete, or Add.

Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
70722	EAST FELICIANA	UNITED STATES	246	0	LANDMARK BANK	535034	
70441	ST HELENA	UNITED STATES	Not Required	Not Required	LANDMARK BANK	535034	
70791	EAST BATON ROUGE	UNITED STATES	181484	2	LANDMARK BANK	535034	

Form FR Y-6
Clinton Bancshares, Inc.
Fiscal Year Ending December 31, 2012

Report Item 3: Shareholders (1)(a) (1)(b) (1)(c) (2)(a) (2)(b) (2)(c)					
Current Shareholders with ownership, control or holdings of 5% more with power to vote as of 12-31-2012.			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 fiscal year ending 12-31-2012.		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)© Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Leslie D. Ligon, Jr. Clinton, LA USA	United States of America	1296 Shares 13.99%	R. C. Graham Clinton, La. USA	United States of America	501 Shares 6.26%
L.C. McKnight, Jr. Clinton, LA USA	United States of America	712 Shares 7.69%	G. Hal Ware Clinton, La. USA	United States of America	451 Shares 5.64%
Dennis R. Aucoin Clinton, LA USA	United States of America	869 Shares 9.38%	Felix T and Ethel P Cucullu Clinton, La. USA	United States of America	404 Shares 5.05%
Ruby L. Engquist Estate of Thomas R. Engquist Ethel, LA USA	United States of America	650 Shares 7.02%			
Ann Reiley Jones Clinton, LA USA	United States of America	568 Shares 6.13%			

Form FR Y-6
Clinton Bancshares, Inc
Fiscal Year Ending December 31, 2012

Report Item 4: Insiders

(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1) Names & Address (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 percentage of voting securities held)
Leslie D. Ligon, Jr. Clinton, LA USA	Lawyer	Director and Chairman	Director and Chairman (Landmark Bank)	100% Owner, Ligon Law Office; 100% Owner, Feliciano Title Co.; 100% Owner Mill Site, LLC	13.99%	None	Ligon Law Office, 100% Owner; Feliciano Title Co., 100% owner; Mill Site, LLC, 100% Owner
L.C. McKnight, Jr. Clinton, LA USA	Retired	Director and Vice Chairman	Director and Vice Chairman (Landmark Bank)	None	7.69%	None	None
Carl E. Bunch Clinton, LA USA	Businessman and Farmer	Director	Director (Landmark Bank)	100% Owner, Bunch's Gravel Company; 100% Owner, Bunch's Cattle Company; 100% Owner, Bunch Dozer Service	3.84%	None	Bunch's Gravel Company, 100% Owner; Bunch's Cattle Company, 100% Owner; Bunch Dozer Service, 100% Owner
Thomas B. Legleu Clinton, LA USA	Banker	Director and President	Director and President (Landmark Bank)	None	3.77%	None	None

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Fiscal Year Ending December 31, 2012

Report Item 4

Dennis R. Aucoin Clinton, LA., USA	Logger	Director	Director (Landmark Bank)	100% owner, Slaughter Logging, Inc	9.38%	NONE	Slaughter Logging, Inc., 100% owner
Tom Spec Jones, IV Clinton, LA., USA	Farmer	Director	Director (Landmark Bank)	.05% owner, Blairstown Plantation, Inc.	4.64%	NONE	Blairstown Plantation, Inc., .05% owner
James Nugent Baton Rouge, LA., USA	Businessman	Director	Director (Landmark Bank)	25% owner, Nugent Steel Co., 50% owner, Jefferson Oaks, 34% owner Nugent Properties, LLC, 34% owner Ironwood, LLC, 15% owner Big Creek, LLC, 10% owner Hollywood at Norwood, LLC	3.24%	NONE	Nugent Steel Co., 25% owner, Jefferson Oaks, 50% owner, Nugent Properties, LLC, 34% owner, Ironwood, LLC, 34% owner, Big Creek, LLC, 15% owner, Hollyood at Norwood, LLC, 10% owner
Ross Maggio Slaughter, LA., USA	Cattleman	Director	Director(Landmark Bank)	NONE	1.08%	NONE	NONE
John W. Barton, Jr. Baton Rouge, La, USA	Attorney	Director	Director(Landmark Bank)	10% owner, Beech Grove Management, Inc., 25% owner, Beech Grove Land, Co., Non equity partner, Breazeale, Sachre, & Wilson, 14.25% owner, Bercham Associates, LLC, 14.25% owner, Bercham Holding, Co., Inc., 14.25% Bayou Choctaw, LLC, 10% owner, Black River Point, LLC, 40% owner, Lottie Land West, LLC, 2% owner, Michens Road Land Co.	1.08%	NONE	Beech Grove Management, Inc., 10% owner, Beech Grove Land Co., 25% owner, Breazeal, Sachre, & Wilson, non equity partner, Bercham Associates, LLC, 14.25% owner, Bercham Holding, Co., 14.25% owner, Bayou Choctaw, LLC, 14.25% owner, Black River Point, LLC, 10% owner, Lottie Land West, LLC, 40% owner, Michens Road Land Co., 2% owner

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Clinton Bancshares, Inc
Fiscal Year Ending December 31, 2012

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Report Item 4

Phil T. Graham Baton Rouge, La. USA	Certified Public Accountant	Director	Director (Landmark Bank)	50% owner, Heritage Land & Investments, LLC, 100% owner/President Phil T. Graham CPA APAC, 50% owner, Heritage Rental Property, LLC	3.27%	NONE	Heritage Land & Investments, LLC, 50% owner, Phil T. Graham CPA APAC, 100% owner/President, Heritage Rental Property, LLC, 50% owner
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