

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, Normand Desautels

Name of the Holding Company Director and Official

Senior Vice President and Director

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Desjardins FSB Holdings, Inc.

Legal Title of Holding Company

1001 East Hallandale Beach Boulevard

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

Hallandale Beach FL 33009

City State Zip Code

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:

Robert Bastien Vice President

Name Title

866-866-7000 8819

Area Code / Phone Number / Extension

514-843-7593

Area Code / FAX Number

robert.bastien@desjardins.com

E-mail Address

Signature of Holding Company Director and Official

04/24/2014

Date of Signature

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

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

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 Federal Reserve Bank Use Only

RSSD ID 39589S

C.I.

**Form FR Y-6**

**Desjardins FSB Holdings, Inc.  
Fiscal Year Ending December 31, 2013**

**Report Item 1: Annual report to shareholders**

Desjardins FSB Holdings, Inc. does not prepare an Annual Report to Shareholders.

**Report Item 2a: Organization Chart**

Desjardins FSB Holdings, Inc. incorporated in Delaware holds 100% of the outstanding common stock of Desjardins Bank, National Association, incorporated in Delaware and 100% of the outstanding common stock of Desjardins Florida Loan Center, Inc. incorporated in Delaware, both located in Hallandale, Florida.

**Report Item 2b: Domestic Branch Listing**

The FR Y-6 2013 Depository Institution Branch Data Verification Report, as of April 7, 2014.

DESJARDINS BANK, NATIONAL ASSOCIATION | D | 1940747 |  
 151 N. W. 13th Street | Hallandale, FL  
 was received and processed through 04/27/2014

mark of the action specified below

**Action** column:  
 Change the data, enter "Change" in the **Data Action** column and the date when this information first became valid in the **Effective Date** column.  
 Close the institution, enter "Close" in the **Data Action** column and the date of closure in the **Effective Date** column.  
 Delete the institution, enter "Delete" in the **Data Action** column.  
 Add new branch data, enter "Add" in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

45 Excel: Try using landscape orientation, page scaling, and/or legal sized paper.

See the detailed instructions on this site for more information.  
 In name, city and state in the subject line of the e-mail.

Submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of Change, Close, Delete, or Add,  
 via the FR Y-10 Online application: <https://y10online.federalreserve.gov>

reference only. Verification of these values is not required.

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	1940747	DESJARDINS BANK, NATIONAL ASSOCIATION	1001 EAST HALLANDALE BEACH BLVD	HALLANDALE	FL	33009	BROWARD	UNITED STATES	47448	0	DESJARDINS BANK, NATIONAL ASSOCIATION	1940747		
OK	3600652	DESJARDINS BANK, NA LAUDERHILL BRANCH	7329 WEST OAKLAND PARK BOULEVARD	FORT LAUDERDALE	FL	33319	BROWARD	UNITED STATES	453615	3	DESJARDINS BANK, NATIONAL ASSOCIATION	1940747		
OK	3229718	POMPANO BEACH BRANCH	2741 EAST ATLANTIC BOULEVARD	POMPANO BEACH	FL	33062	BROWARD	UNITED STATES	362707	2	DESJARDINS BANK, NATIONAL ASSOCIATION	1940747		

Form FR Y-6

Desjardins FSB Holdings, Inc.  
Fiscal Year Ending December 31, 2013

Report Item 3: Securities holders

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

Current Shareholders with ownership, control or holding of 5% or more with power to vote as of fiscal year ending December 31, 2013			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 December 31, 2013		
(1)(a) Name & Address	(1)(b) Country of Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a)	(2)(b)	(2)(c)
Monique Leroux, Chair of the Board La Caisse centrale Desjardins du Québec Montréal, Québec, Canada	Canada	750 – 100% Common Stock	None	-	-

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Desjardins FSB Holdings, Inc.  
Fiscal Year Ending December 31, 2013

Report Item 4: Insiders

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

(1) Name & Address	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with Other Businesses	(4)(a)(b)(c) Percentage of Voting Shares in Bank Holding Company, Subsidiaries or other Companies
La Caisse centrale Desjardins du Quebec Quebec, Canada		Sole shareholder			100%
Leroux F. Monique Quebec, Canada	President of the Desjardins Group, Chief Executive Officer, Federation des caisses Desjardins du Quebec	Director Chair of the Board & Chief Executive Officer	N/A	Director Chairman of the Board & Chief Executive Officer, Caisse centrale Desjardins	None
Chevalier, Carole Quebec, Canada	Chairman of the Board, Representative Council, Center of Quebec Region	Director	N/A	Director, Federation des caisses Desjardins du Quebec and Caisse centrale Desjardins	None
Chamberland, Serges Quebec, Canada	Retired	Director	N/A	Director Federation des caisses Desjardins du Quebec and Caisse centrale Desjardins	None
Desautels, Normand Quebec, Canada	Senior Executive Vice-President, Federation Management and Desjardins Group Corporate Executive Division	Director Treasurer	Chair of the Board of Desjardins Florida Loan Center, Inc	None	None
Gauvin, L.-Daniel Quebec, Canada	Senior Vice President and General Manager Caisse centrale Desjardins	Director Administrator	N/A	None	None
Lapierre, Réjean Sunrise, Florida, U.S.A	Accountant	Assistant Treasurer	Director, Desjardins Bank, N.A	None	None
Raiche, Alain Quebec, Canada	General Manager - Caisse Desjardins Pierre-Le Gardier	Director	N/A	Director Federation des caisses Desjardins du Quebec and Caisse centrale Desjardins	None
Pare, Denis Quebec, Canada	Notary	Director Vice Chairman of the Board	N/A	Director, Federation des caisses Desjardins du Quebec and Caisse centrale Desjardins	None

Tourangeau, Serge Quebec, Canada	Retired	Director	N/A	Director, Federation des caisses Desjardins du Quebec and Caisse centrale Desjardins	None
Valois, Lucie Quebec, Canada	Vice President Personal Services Finance Federation des caisses Desjardins du Quebec	Assistant-Treasurer	Treasurer, Desjardins Financial Loan Center	None	None
Vinet, Yvon Quebec, Canada	Notary	Director Secretary Board	N/A	Director, Federation des caisses Desjardins du Quebec and Caisse centrale Desjardins	None
Lachaine, Eric Quebec, Canada	Vice President Specialized Investment Products, Marketing and Distribution Networks Administrative Division	Director Assistant Secretaries	N/A	Director, Federation des caisses Desjardins du Quebec and Caisse centrale Desjardins	None
Lesage, Geneviève Quebec, Canada	Advisor, Governance and Support to Democratic Bodies Administrative Department	Director Assistant Secretaries	N/A	Director, Federation des caisses Desjardins du Quebec and Caisse centrale Desjardins	None