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Board of Governors of the Federal Reserve System



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.

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.

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.

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

I, J. Randall Prather, Director  
Name of the Bank Holding Company Director and Official  
Chairman of the Board  
Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address  
Financial Corporation of Louisiana  
Legal Title of Bank Holding Company  
128 N Parkerson Ave / PO Box 267  
(Mailing Address of the Bank Holding Company) Street / P.O. Box  
Crowley, LA 70527-0267  
City State Zip Code

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.

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:  
Arlene Albarado VP & Treasurer  
Name Title  
(337) 788-8973  
Area Code / Phone Number / Extension  
(337) 788-8937  
Area Code / FAX Number  
aalbarado@fnb-la.com  
E-mail Address  
FNB-la.com / ARB  
Address (URL) for the Bank Holding Company's web page

J. Randall Prather  
Signature of Bank Holding Company Director and Official  
January 19, 2012  
Date of Signature

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 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 2227182  
C.I. \_\_\_\_\_

Form FR Y-6

Financial Corporation of Louisiana  
Crowley, Louisiana  
Fiscal Year Ending December 31, 2011

Annual Report to Shareholders

1a: The FCL is not required to prepare form 10K with the SEC.

1b: No annual report to shareholders covering Financial Corporation of Louisiana's last fiscal year, and no proxy statement, form of proxy or other proxy soliciting material has been sent to the shareholders. We will furnish a copy of such material to the Federal Reserve when it is sent to shareholders; tentatively scheduled for May 2012.

2a: Organizational Chart

FINANCIAL CORPORATION OF LOUISIANA  
CROWLEY, LOUISIANA 70526

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First National Bank of Louisiana  
Crowley, Louisiana  
Subsidiary  
100% owned by Financial  
Corporation of Louisiana

Rayne State Bank & Trust  
Rayne, Louisiana  
Subsidiary  
100% owned by Financial  
Corporation of Louisiana

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Financial Corporation of Louisiana  
Crowley, Louisiana  
Fiscal Year Ending December 31, 2011

2b: Domestic Branch Listing

<u>Name of Branch Address City, State Zip County, Country</u>	<u>Date Opened, Closed or Experienced a change</u>	<u>Branch Service Type</u>
First National Bank of LA, Crowley 128 N Parkerson Ave. Crowley, LA 70526 Acadia Parish, USA <i>575834</i>	April 1924	Full Service
First National Bank of LA, Lake Charles 551 W. Prien Lake Road Lake Charles, LA 70601 Calcasieu Parish, USA <i>2338677</i>	August 1995	Full Service
First National Bank of LA, North Crowley 1941 N. Parkerson Ave. Crowley, LA 70526 Acadia Parish, USA <i>2528375</i>	December 1996	Full Service
First National Bank of LA, Lafayette 1300 Camellia Blvd. Lafayette, LA 70508 Lafayette Parish, USA <i>2890184</i>	March 2000	Full Service
First National Bank of LA, Sulphur 3201 Maplewood Dr. Sulphur, LA 70663 Calcasieu Parish, USA <i>3208699</i>	August 2002	Full Service

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Financial Corporation of Louisiana  
Crowley, Louisiana  
Fiscal Year Ending December 31, 2011

2b: Domestic Branch Listing, Continued

Name of Branch	Address	City, State Zip	County, Country	Date Opened, Closed or Experienced a change	Branch Service Type
Rayne State Bank Main Office 200 S. Adams Ave. Rayne, LA 70578 Acadia Parish, USA	<i>900034</i>	July 1943	Full Service		
Rayne State Bank University Branch 410 W. University Ave. Lafayette, LA 70506 Lafayette Parish, USA	<i>225 2090</i>	November 1994	Full Service		
Rayne State Bank Motor Branch 200 Gabriels Alley Rayne, LA 70578 Acadia Parish, USA		August 1996	Limited Service		
Rayne State Bank Kaliste Saloom Branch 410 Kaliste Saloom Lafayette, LA 70508 Lafayette Parish, USA	<i>2570002</i>	April 1997	Full Service		

Financial Corporation of Louisiana  
Crowley, Louisiana  
Fiscal Year Ending December 31, 2011

2b: Domestic Branch Listing, Continued

Name of Branch Address City, State Zip County, Country	Date Opened, Closed or Experienced a change	Branch Service Type
Rayne State Bank Carencro Branch 4200 N. University Ave. Carencro, LA 70521 Lafayette Parish, USA	October 1998	Full Service
Rayne State Bank Church Point Branch 741½ S. Main St. Church Point, LA 70525 Acadia Parish, USA	March 2001	Full Service
Rayne State Bank Guilbeau Branch 503 Guilbeau Road Lafayette, LA 70506 Lafayette Parish, USA	October 2004	Full Service

2806381

3160697

3307308

Form FR Y-6  
**Financial Corporation of Louisiana**  
**Crowley, Louisiana**  
 Fiscal Year Ending December 31, 2011

**Report Item 3: Securities Holders**

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12/31/11			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 12/31/11		
(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
✓ ESOP Crowley, LA 70526	USA	121,918 14.81%	NONE		

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**Financial Corporation of Louisiana**  
**Crowley, Louisiana**  
Fiscal Year Ending December 31, 2011

**Report Item 4: Insiders**

(1) Names	(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)
✓ Arlene Albarado Crowley, LA 70526 USA	Banker	Treasurer	Director, Sr VP & CFO (First National Bank of LA)	N/A	.12%	NONE	N/A
✓ Homer Ed Barousse Crowley, LA 70527-1305 USA	Attorney	Director	Director (First National Bank of LA)	N/A	1.09% <sup>(1)</sup>	NONE	N/A
✓ Russell Freeland, Sr. Crowley, LA 70527-1841 USA	Louisiana Irrigation & Mill Co. & First National Farms	Director	Director (First National Bank of LA)	Pres. & General Manager - LA Irrigation & Mill V.P. - 1st Nat'l Farms	.40%	NONE	N/A
✓ Richard Seale Crowley, LA 70527-0173 USA	FCL Holding Co.	Director	Retired (First National Bank of LA)	Seale Properties President	2.18% <sup>(2)</sup>	NONE	Seale Properties 25%
✓ John Randall Prather Broussard, LA 70518 USA	Banker	Director, Chairman	Director, President & CEO (First National Bank of LA)	CBR Partnership Partner	.09%	NONE	CBR Partnership 33.33%
✓ Randall Roach Lake Charles, LA 70606-4983 USA	Attorney/Mayor	Director	Director (First National Bank of LA)	Kimira Properties Secretary	.01%	NONE	Kimira Properties 25%
✓ Kevin Moody Lafayette, LA 70503 USA	The Moody Company	Director	NONE	President - The Moody Company	.24%	NONE	N/A

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Fiscal Year Ending December 31, 2011

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Christopher Arsement ✓ Lafayette, LA 70503 USA	Accountant	Director	Director, Chairman of the Board (Rayne State Bank)	Partner (Arsement, Redd & Morella)	.79%	NONE	25% (Arsement, Redd & Morella)
James M. Cunningham, III ✓ Rayne, LA 70578 USA	Attorney	Director,	Director (Rayne State Bank)	N/A	1.07%	NONE	N/A
Lawrence J. Prevost ✓ Rayne, LA 70578 USA	Banker	Director	Director, Vice President, CFO (Rayne State Bank)	Small Owner (Signal Investment LLC)	1.39 %	NONE	N/A
Thomas Tucker Johnston ✓ Carencro, LA 70520 USA	Retired (State of La- Dept. Corrections)	Director	Director (Rayne State Bank)	Partner (MLBJ, LLC)	.33%	NONE	N/A
Stephen P. Hollier ✓ Lafayette, LA 70506 USA	Banker	Director, President	Director President (Rayne State Bank)	N/A	.53%	NONE	N/A

Form FR Y-6  
**Financial Corporation of Louisiana**  
**Crowley, Louisiana**  
Fiscal Year Ending December 31, 2011

**Report Item 4: Insiders**

(1) Names  (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)
Fred J. Gossen Rayne, LA 70578-0403 / USA	Real Estate Appraiser	Director	Director (Rayne State Bank)	Partner (Fred J. Gossen Co) Owner (Henry Gossen, Inc.) Partner (Gossen and Ware, LLC) Partner (ALC Real Estate) Owner (FJG Properties, Inc.) Partner (Gossen Ware Gossen Properties) Part Owner (Affiliated Medical Supplies, Inc.) Owner FJG, Sr. Partners, Inc. Partner F. Gossen & A. Gossen, Ltd. Partnership	1.28%	NONE	52% (Fred J. Gossen) 100% (Henry Gossen) 50% (G and W Prop) 52% (ALC R/E) 100% (FJG Properties) 33% (G W G Prop) N/A (Affiliated Med) 100% (FJG, Sr.) 98% (Ltd,Partnership)
Yvonne D. Menard Rayne, LA 70578-0261 USA	Banker	Director, Secretary Sec. to the Board	Sr. Vice President, Sr. Admin. Officer BSA Officer, Rayne State Bank	Martha Hanks Dupuis LLC & M.H. Dupuis Farms, LLC (Member)	.09%	NONE	N/A
Financial Corporation of LA ESOP Crowley, LA 70526 USA	ESOP	N/A	N/A	N/A	14.81%	NONE	N/A

**TOTAL PERCENTAGE**

- (1) Includes 6,000 shares held of record by Mr. Barousse, and 3,000 shares of record by Ms. Mary Carolyn Baker Barousse, Mr. Barousse's wife  
(2) Includes 21,486 shares held of record by Mr. Seale and 500 shares held of record by Ms. Julia Ann Seale, Mr. Seale's wife.

ches for your depository institution: RAYNE STATE BANK & TRUST COMPANY (ID\_RSSD: 900034).  
 ion is held by FINANCIAL CORPORATION OF LOUISIANA (2227182) of CROWLEY, LA.  
 31/2010. Data reflects information that was received and processed through 01/05/2011.

**Verification Steps**

In the **Data Action** column of each branch row, enter one or more of the actions specified below.  
 In the **Effective Date** column, enter the date in the **Effective Date** column.

If 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.  
 If a branch was sold or closed, enter 'Close' in the **Data Action** column and the sale or closure date in the **Effective Date** column.  
 If a branch was never owned by this depository institution, enter 'Delete' in the **Data Action** column.  
 If a 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.

You may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

**File**

When you file, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.  
 When you email to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

For **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.  
 Reports may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

The **Branch ID**, **Branch Number**, and **ID\_RSSD** columns are for reference only. Verification of these values is not required.

Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code
	Full Service (Head Office)	900034	RAYNE STATE BANK & TRUST COMPANY	200 S. ADAMS AVENUE	RAYNE	LA	70578
	Full Service	2806381	CARENCRO BRANCH	4200 NORTH UNIVERSITY AVENUE	CARENCRO	LA	70520
	Full Service	3160697	CHURCH POINT BRANCH	741 SOUTH MAIN STREET	CHURCH POINT	LA	70525
	Full Service	3307308	GUILBEAU BRANCH	503 GUILBEAU ROAD	LAFAYETTE	LA	70506
	Full Service	2570002	KALISTE SALOOM BRANCH	410 KALISTE SALOOM ROAD	LAFAYETTE	LA	70508
194	Full Service	2252090	LAFAYETTE BRANCH	410 WEST UNIVERSITY AVENUE	LAFAYETTE	LA	70508
196	Limited Service		MOTOR BANK BRANCH	200 GABRIELS ALLEY	RAYNE	LA	70578

*Add August 96*

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