

Board of Governors of the Federal Reserve System

JAN 14 REC'D



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.

I, Daniel R. Domingue

Name of the Holding Company Director and Official

President & Chief Executive Officer

Title of the Holding Company Director and Official

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.

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.

Daniel R. Domingue

Signature of Holding Company Director and Official

01/06/2015

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 3371701

C.I.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2014

Month / Day / Year

n/a

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

FSB BANCSHARES, INC.

Legal Title of Holding Company

110 W. Plaquemine St / P.O. Box 9

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

Church Point

LA

70525

City

State

Zip Code

N/A

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Troy G. Kibodeaux

Secretary/ Treasurer

Name

Title

337-684-3301

Area Code / Phone Number / Extension

337-684-3334

Area Code / FAX Number

tkibodeaux@farmers24.com

E-mail Address

N/A

Address (URL) for the 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:

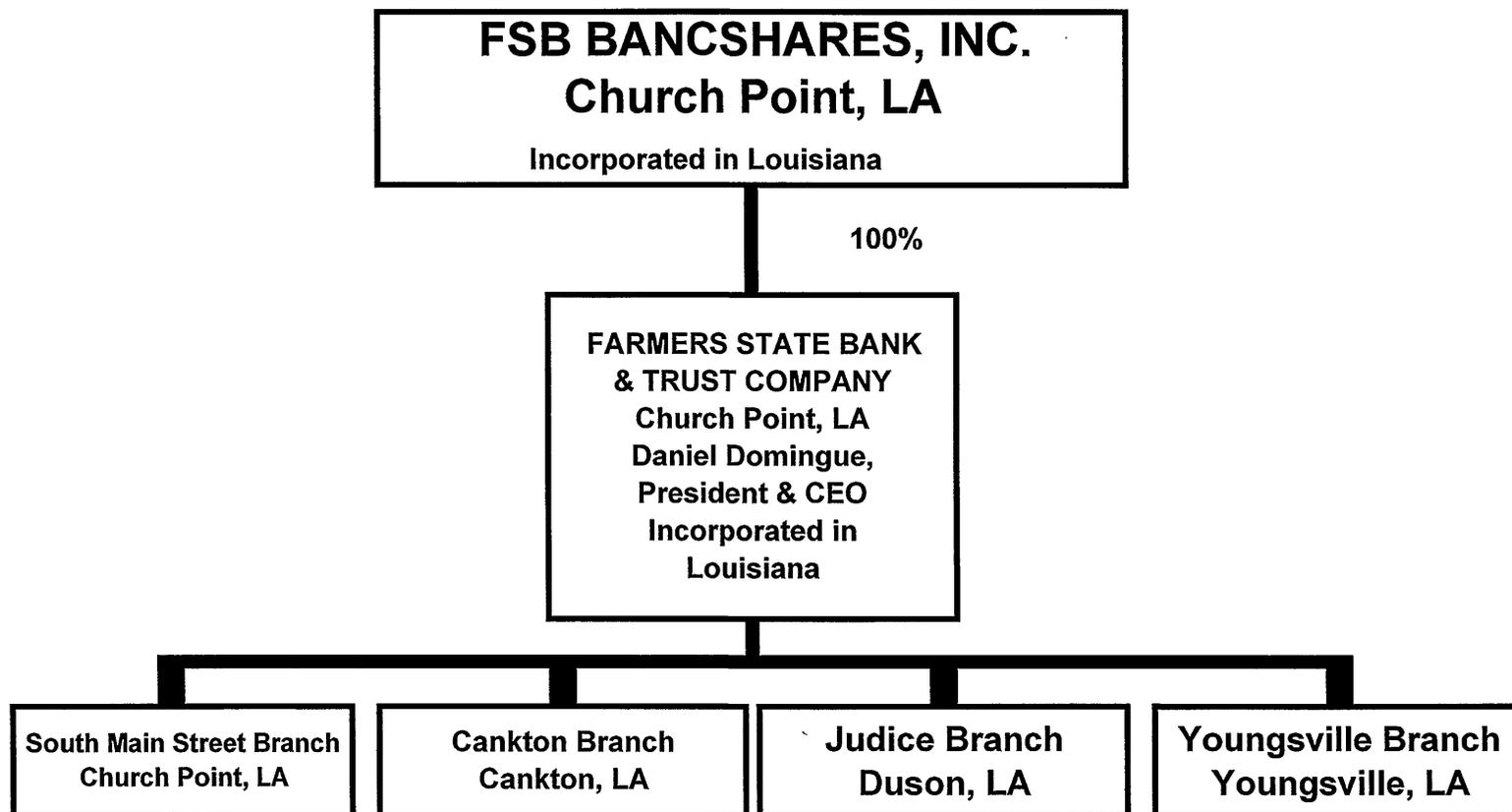
In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

FORM FR Y - 6
FSB BANCSHARES, INC.
Church Point, LA
December 31, 2014

Report Item 2 & 2b
Organizational Chart



Results: A list of branches for your depository institution: FARMERS STATE BANK & TRUST COMPANY (ID_RSSD: 567736).

This depository institution is held by FSB BANCSHARES, INC. (3371701) of CHURCH POINT, LA.

The data are as of 09/30/2014. Data reflects information that was received and processed through 10/05/2014.

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*
OK	12/31/2014	Full Service (Head Office)	567736	FARMERS STATE BANK & TRUST COMPANY	110 WEST PLAQUEMINE	CHURCH POINT	LA	70525	ACADIA	UNITED STATES	10330	0	FARMERS STATE BANK & TRUST COMPANY	567736
OK	12/31/2014	Full Service	2159863	CANKTON BRANCH	216 MAIN STREET	CANKTON	LA	70584	ST LANDRY	UNITED STATES	237319	2	FARMERS STATE BANK & TRUST COMPANY	567736
OK	12/31/2014	Full Service	720830	SOUTH MAIN STREET BRANCH	250 SOUTH MAIN ST	CHURCH POINT	LA	70525	ACADIA	UNITED STATES	237318	1	FARMERS STATE BANK & TRUST COMPANY	567736
OK	12/31/2014	Full Service	3255137	JUDICE BRANCH	1950 RIDGE ROAD	DUSON	LA	70529	LAFAYETTE	UNITED STATES	426513	3	FARMERS STATE BANK & TRUST COMPANY	567736
CLOSE	9/30/2014	Full Service	2510718	RAYNE BRANCH	211 N. ADAMS AVE	RAYNE	LA	70578	ACADIA	UNITED STATES	257582	5	FARMERS STATE BANK & TRUST COMPANY	567736
OK	12/31/2014	Full Service	3868706	YOUNGSVILLE BRANCH	412 IBERIA STREET	YOUNGSVILLE	LA	70592	LAFAYETTE	UNITED STATES	481399	4	FARMERS STATE BANK & TRUST COMPANY	567736

FORM FR Y - 6
FSB BANCSHARES, INC.
Church Point, LA
December 31, 2014

Report Item 3
Current Shareholders with ownership
or holdings of 5.00% or more with
power to vote as of 12/31/14

1a			1b	1c
<u>Name</u>	<u>City</u>	<u>State</u>	<u>Country</u>	<u>Voting Shares</u> <u>Percentage</u>
Francis Burleigh, Jr.	Church Point	Louisiana	USA	12,777 25.32%

Report Item 3
Current Shareholders with ownership
or holdings of 5.00% or more with
power to vote during year 2014

2a			2b	2c
<u>Name</u>	<u>City</u>	<u>State</u>	<u>Country</u>	<u>Shares</u> <u>Percentage</u>
NONE (not listed above)				

FORM FR Y - 6
 FSB BANCSHARES, INC
 Church Point, LA
 December 31, 2014

Report Item 4
 Insiders

1	2	3a	3b	3c	4a	4b	4c					
<u>Name</u>	<u>City</u>	<u>State</u>	<u>Country</u>	<u>Principal Occupation</u>	<u>Title & Position Holding CO</u>	<u>Title & Position Subsidiary (Farmers State Bank & Trust Co.)</u>	<u>Title & Position Other Business</u>	<u>Holding CO Voting Shares</u>	<u>Holding CO Voting Percentage</u>	<u>Subsidiary Voting Percentage</u>	<u>25%+ voting securities held</u>	<u>Other Business</u>
Francis Burleigh, Jr	Church Point	Louisiana	USA	Retired	Chairman	Chairman	N/A	12,777	25.32%	0.00%	N/A	N/A
Jeff Daigle	Church Point	Louisiana	USA	Convenience Store	Director	Director	Owner & Manager	500	0.99%	0.00%	100.00%	Main Street Shell
Alfred Daigle	Lafayette	Louisiana	USA	Retired	Director	Director	N/A	2,198	4.36%	0.00%	N/A	N/A
Ann Voitier	Lafayette	Louisiana	USA	Attorney	Director	Director	Attorney - Self Employed	1,828	3.62%	0.00%	N/A	N/A
Thomas Murrel	Church Point	Louisiana	USA	Retired	Director	Director	N/A	1,541	3.05%	0.00%	N/A	N/A
Steve Barry	Church Point	Louisiana	USA	Pharmacist	Director	Director	Pharmacist	616	1.22%	0.00%	N/A	N/A
George Brouillette	Church Point	Louisiana	USA	Lumber Yard	Director	Director	President - Evangeline Brokerage	533	1.06%	0.00%	100.00%	Evangeline Brokerage
Phillip Smith	Lafayette	Louisiana	USA	Nursing Home	Director	Director	General Manager - Jeff Davis Living Center	533	1.06%	0.00%	50.00%	Jeff Davis Living Center
Daniel Domingue	Arnaudville	Louisiana	USA	Banker	President & CEO	President & CEO	N/A	-	0.00%	0.00%	N/A	N/A
Troy Kibodeaux	Rayne	Louisiana	USA	Banker	Secretary/Treasurer	SR. VP & CFO	N/A	-	0.00%	0.00%	N/A	N/A
Christine Benoit	Church Point	Louisiana	USA	Banker	Vice President	SR. VP	N/A	-	0.00%	0.00%	N/A	N/A
Patricia Venable	Church Point	Louisiana	USA	Banker	Vice President	Vice President	N/A	-	0.00%	0.00%	N/A	N/A