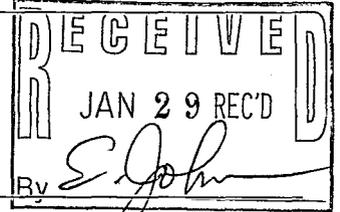


Board of Governors of the Federal Reserve System



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, 2012
 Month / Day / Year

I, J. Randall Prather, Director

Reporter's Name, Street, and Mailing Address
Financial Corporation of Louisiana

Name of the Holding Company Director and Official
Chairman of the Board

Legal Title of Holding Company
128 N Parkerson Ave/PO Box 267

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.

(Mailing Address of the Holding Company) Street / P.O. Box
Crowley, LA 70527-0267
 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.

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:
Arlene Albarado VP & Treasurer

J. Randall Prather
 Signature of Holding Company Director and Official
January 24, 2013
 Date of Signature

Name Title
(337) 788-8973

Area Code / Phone Number / Extension
(337) 788-8937

Area Code / FAX Number
aalbarado@fnb-la.com

E-mail Address

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 2227182
 C.I. _____

Form FR Y-6

Financial Corporation of Louisiana
Crowley, Louisiana
Fiscal Year Ending December 31, 2012

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 2013.

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

|
|

Form FR Y-6

Financial Corporation of Louisiana
Crowley, Louisiana
Fiscal Year Ending December 31, 2012

2b: Domestic Branch Listing

Name of Branch**Address****City, State Zip****County, Country****Date Opened, Closed****or Experienced a change****Branch Service Type**

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

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Financial Corporation of Louisiana
Crowley, Louisiana
Fiscal Year Ending December 31, 2012

2b: Domestic Branch Listing, Continued

<u>Name of Branch</u> <u>Address</u> <u>City, State Zip</u> <u>County, Country</u>	<u>Date Opened, Closed</u> <u>or Experienced a change</u>	<u>Branch Service Type</u>
Rayne State Bank Main Office 200 S. Adams Ave. Rayne, LA 70578 Acadia Parish, USA	July 1943	Full Service
Rayne State Bank University Branch 410 W. University Ave. Lafayette, LA 70506 Lafayette Parish, USA	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	April 1997	Full Service

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Financial Corporation of Louisiana
 Crowley, Louisiana
 Fiscal Year Ending December 31, 2012

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

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 Financial Corporation of Louisiana
 Crowley, Louisiana
 Fiscal Year Ending December 31, 2012

Report Item 3: Securities Holders

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12/31/12			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 12/31/12		
(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, 2012

Report Item 4: Insiders

(1) Names	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with 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 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% ⁽¹⁾	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
Greg A. Jones Crowley, LA 70527-0027 USA	Oil & Gas Investments / Mayor	Director	Director (First National Bank of LA)	Kalem LLC Vice President	.82%	NONE	N/A
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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Financial Corporation of Louisiana
Crowley, Louisiana
Fiscal Year Ending December 31, 2012

Report Item 4: Insiders

(1) Names (City, State, Country)	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with 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 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)
Christopher Arsement Lafayette, LA 70503 USA	Accountant	Director	Director, Chairman of the Board (Rayne State Bank)	Partner (Arsement, Redd & Morella)	.86%	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)	1.46 %	NONE	N/A
Thomas Tucker Johnston Carencro, LA 70520 USA	Retired (State of La- Dept. Corrections)	Director	Director (Rayne State Bank)	Partner (MLBJ, LLC)	.11%	NONE	N/A
Stephen P. Hollier Lafayette, LA 70506 USA	Banker	Director, President	Director President (Rayne State Bank)	N/A	.58%	NONE	N/A

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Financial Corporation of Louisiana
Crowley, Louisiana
Fiscal Year Ending December 31, 2012

Report Item 4: Insiders

(1) Names (City, State, Country)	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with 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 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	1.19%	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.