

Revised 6/18/14

FR Y-6  
OMB Number 7100-0297  
Approval expires December 31, 2015  
Page 1 of 2



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, Alden McDonald  
Name of the Holding Company Director and Official  
President and CEO  
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address  
Liberty Financial Services, Inc.

Legal Title of Holding Company  
6600 Plaza Dr., Suite 504

(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.

New Orleans LA 70127  
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:  
Travis McDonald AVP - Finance  
Name Title

504-240-5295  
Area Code / Phone Number / Extension

504-240-2720  
Area Code / FAX Number

Tmcdonald@libertybank.net  
E-mail Address

[Signature]  
Signature of Holding Company Director and Official  
06/11/2014  
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

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

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

**0001130548**

**Liberty Financial Services, Inc.**

6600 Plaza Dr., Suite 504

New Orleans, LA 70127

**Responses to Y6**

Report Item 1a - N/A. The company is privately held and does not file a 10K

Report item 1b - N/A. The company does not prepare an Annual Report to Shareholders.

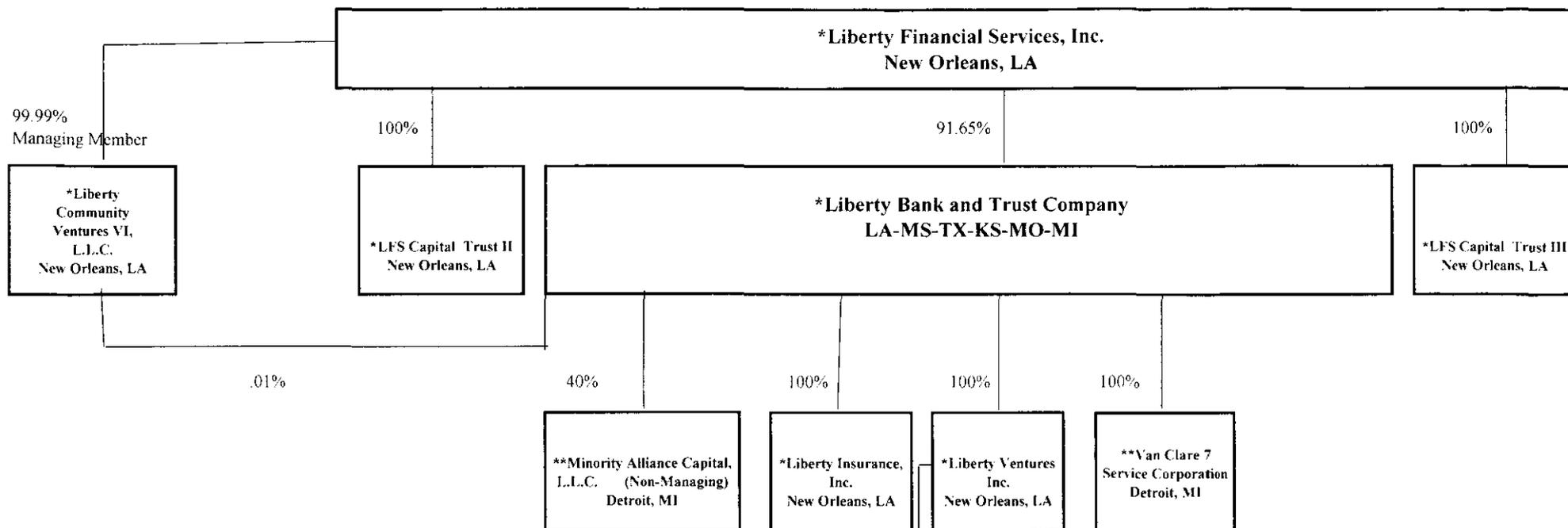
Report Item 3(2) - None

Liberty Financial Services, Inc.

Revised

Organizational Chart

As of December 31, 2013



- Liberty Financial Services, Inc. owns 88.49% of Liberty Bank and Trust Company
  - Liberty Financial Services, Inc. owns 99.99% of Liberty Community Ventures VI, L.L.C.
  - Liberty Financial Services, Inc. owns .01% of Liberty Community Ventures XII, XIV-XVIII L.L.C.
  - Liberty Financial Services, Inc. owns 100% of Liberty Community Capital Investment Corporation
  - Liberty Bank owns 100% of Liberty Insurance, Inc.
  - Liberty Bank owns 15% of Minority Alliance Capital, L.L.C.
  - Liberty Bank owns 100% of Vanclare Corporation
  - Liberty Bank owns 100% of Liberty Ventures Inc.
  - Liberty Bank owns .01% of Liberty Community Ventures I-XI L.L.C.s
  - Liberty Bank owns 99% of Liberty Community Ventures XIII L.L.C.s
  - Liberty Ventures Inc. owns 1% of Liberty Community Ventures XIII L.L.C.s
- \* Entities chartered in Louisiana  
 \*\* Entities chartered in Michigan

Results: A list of branches for your depository institution: LIBERTY BANK AND TRUST COMPANY (ID, RSSD: 283438).  
 This depository institution is held by LIBERTY FINANCIAL SERVICES, INC. (1130548) of NEW ORLEANS, LA.  
 The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

**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*	Comments
		Full Service (Head Office)	283438	LIBERTY BANK AND TRUST COMPANY	6600 PLAZA DRIVE, SUITE 600	NEW ORLEANS	LA	70127	ORLEANS	UNITED STATES	14407		LIBERTY BANK AND TRUST COMPANY	283438	
		Full Service	4479529	CHICAGO HOMAN AVENUE BRANCH	1111 SOUTH HOMAN AVENUE	CHICAGO	IL	60624	COOK	UNITED STATES	Not Required	Not Required	LIBERTY BANK AND TRUST COMPANY	283438	
		Full Service	2357641	1314 NORTH 5TH STREET BRANCH	1314 NORTH 5TH STREET	KANSAS CITY	KS	66101	WYANDOTTE	UNITED STATES	257566	20	LIBERTY BANK AND TRUST COMPANY	283438	
		Full Service	3291153	GREENWELL SPRINGS BRANCH	8796 GREENWELL SPRINGS ROAD	BATON ROUGE	LA	70814	EAST BATON ROUGE	UNITED STATES	432380	13	LIBERTY BANK AND TRUST COMPANY	283438	
		Full Service	3725180	PERKINS BRANCH	4707 PERKINS ROAD	BATON ROUGE	LA	70808	EAST BATON ROUGE	UNITED STATES	251832	9	LIBERTY BANK AND TRUST COMPANY	283438	
		Full Service	2181891	UNIVERSITY BRANCH	7990 SCENIC HIGHWAY	BATON ROUGE	LA	70807	EAST BATON ROUGE	UNITED STATES	48022	5	LIBERTY BANK AND TRUST COMPANY	283438	
		Full Service	1478307	CANAL STREET BRANCH	2714 CANAL STREET	NEW ORLEANS	LA	70119	ORLEANS	UNITED STATES	46379	21	LIBERTY BANK AND TRUST COMPANY	283438	
		Full Service	2491835	FRANKLIN BRANCH	6600 FRANKLIN AVENUE	NEW ORLEANS	LA	70122	ORLEANS	UNITED STATES	257883	11	LIBERTY BANK AND TRUST COMPANY	283438	
		Full Service	3725201	GENERAL DEGAULLE BRANCH	3535 GENERAL DEGAULLE DRIVE	NEW ORLEANS	LA	70114	ORLEANS	UNITED STATES	251831	8	LIBERTY BANK AND TRUST COMPANY	283438	
		Full Service	127738	GENTILLY BRANCH	3002 GENTILLY BLVD	NEW ORLEANS	LA	70122	ORLEANS	UNITED STATES	251827	1	LIBERTY BANK AND TRUST COMPANY	283438	
		Full Service	345635	NEW ORLEANS EAST BRANCH	7200 CROWDER BLVD	NEW ORLEANS	LA	70127	ORLEANS	UNITED STATES	251826	2	LIBERTY BANK AND TRUST COMPANY	283438	
		Full Service	3587687	OPELOUSAS BRANCH	823 SOUTH ACADEMY STREET	OPELOUSAS	LA	70570	ST LANDRY	UNITED STATES	466267	23	LIBERTY BANK AND TRUST COMPANY	283438	
		Full Service	3990036	WOODWARD BRANCH	9108 WOODWARD AVENUE	DETROIT	MI	48202	WAYNE	UNITED STATES	43163	25	LIBERTY BANK AND TRUST COMPANY	283438	
OK	31-Jan-12	Full Service	2060875	LAMAR BRANCH	200 SOUTH LAMAR STREET	JACKSON	MS	39201	HINDS	UNITED STATES	Not Required	Not Required	LIBERTY BANK AND TRUST COMPANY	283438	
		Full Service	4101389	LIVINGSTON BRANCH	2325 LIVINGSTON ROAD	JACKSON	MS	39213	HINDS	UNITED STATES	503131	27	LIBERTY BANK AND TRUST COMPANY	283438	
		Full Service	3921982	63RD STREET BRANCH	1670 EAST 63RD ST	KANSAS CITY	MO	64110	JACKSON	UNITED STATES	17120	18	LIBERTY BANK AND TRUST COMPANY	283438	

Revised

### Y6 - Report Item 3

**Liberty Financial Services, Inc.**  
**Stockholders Who Control 5% or More**  
**December 31, 2013**

<b>Stockholder</b>	<b>Citizenship</b>	<b>Shares of Common Stock</b>	<b>Percentage Ownership</b>
Liberty Bank & Trust ESOP New Orleans, LA	USA	42,993	22.40%
Dr. Norman C. Francis New Orleans, LA	USA	22,369	11.65%
Alden McDonald, Jr. New Orleans, LA	USA	22,418	11.67%
Dorion Family Trust Los Angeles, CA	USA	15,664	8.16%

**Y6 – REPORT ITEM 4  
DIRECTORS AND OFFICERS  
12-31-13**

<b>Name and Address</b>	<b>Principal Occupation</b>	<b>Position With Liberty Financial Services</b>	<b>Position With Liberty Bank</b>	<b>Positions Held With Other Companies</b>	<b>% Ownership of Liberty Financial Services, Inc.</b>	<b>% Ownership of Liberty Bank</b>	<b>Other Companies With 25% or More Ownership</b>
Liberty Bank & Trust ESOP New Orleans, LA	Employee Benefit Plan	N/A	N/A	N/A	22.40%	1.68%	N/A
Alden J. McDonald, Jr. New Orleans, LA	President of Banking Institution	President/CEO Director	President/CEO Director	Chart L.L.C. - Owner	11.67%	None	Damermac, Inc. - 33.3% Chart L.L.C. 25% Grand Theatre - 20%
Norman C. Francis New Orleans, LA	University Administrator	Director & Chairman	Chairman	Xavier University - President	11.65%	1.43%	None
Carolyn C. Dorion Los Angeles, CA **Trustee of Dorion Family Trust	Property Manager	Director	Director	None	8.16%	0.09%	None
George Dimitri New Orleans, LA	Ophthalmologist	Director	Director	Dimitri Eye Clinic - Owner	3.30%	None	Dimitri Eye Center – 100%
Sybil H. Morial Baton Rouge, LA	Retired University Administrator	Director	Director	Retired	0.61%	None	None
Ronald V. Burns, Sr. New Orleans, LA	Owner, Courier Company	Director	Director	Burns Management Group & Quick Courier Services President/CEO	0.78%	0.12%	Burns Management Group - 100% Quick Courier Services -26% New South Parking - 40% Grand Theatre - 20% Global Parking - 40%
Cecil Blache Baton Rouge, LA	Attorney	Director	Director	None	0.26%	None	None
James Smith New Orleans, LA	Retired/Consultant	Director	Director	None	0.78%	None	None