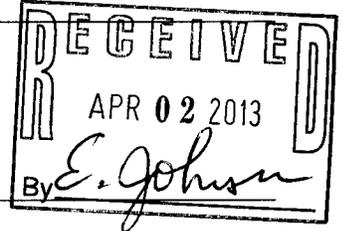


Board of Governors of the Federal Reserve System



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, **Larry Callais**

Name of the Holding Company Director and Official

President & C.E.O.

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.

Reporter's Name, Street, and Mailing Address

M C Bancshares, Inc.

Legal Title of Holding Company

P. O. Drawer 2000

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

Morgan City LA 70381

City State Zip Code

1201 Brashear Ave.

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:

Larry Callais President & C.E.O.

Name Title

985-245-3210

Area Code / Phone Number / Extension

985-384-6351

Area Code / FAX Number

larry.callais@mcbs.com

E-mail Address

[Signature]
 Signature of Holding Company Director and Official

03/22/2013

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

For Federal Reserve Bank Use Only

RSSD ID
 C.I.

1841732

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."

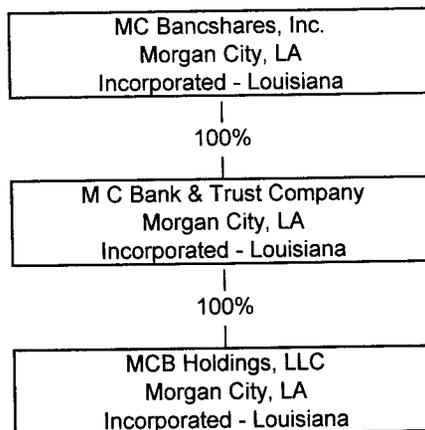
No

Revised

1: Annual Report

The holding company does not prepare annual reports to the shareholders.

2.a Organizational Chart



See Attachment

2.b Domestic Branch Listing

3: Shareholders

3:1

| 3:1:a Name | Address | 3:1:b Citizenship | 3:1:c # of shares | %-age | Class |
|-------------------------------|-----------------|----------------------|----------------------|-------|--------|
| Wallace Carline | Morgan City, LA | USA | 5,411 | 9.05% | Common |
| Kenneth Nelkin | Morgan City, LA | USA | 4,825 | 8.07% | Common |
| S. J. Russo, LLC | Morgan City, LA | USA | 3,820 | 6.39% | Common |
| L. Maraist Family Partnership | Lafayette, LA | USA | 3,870 | 6.47% | Common |

3:2

None

Results: A list of branches for your holding company: M C BANCSHARES, INC. (1841732) of MORGAN CITY, LA.
The data are as of 12/31/2012. Data reflects information that was received and processed through 02/24/2013.

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 |
|-------------|----------------|----------------------------|-----------------|--------------------------|--|-------------|-------|-----------|-----------|---------------|--------------|----------------|--------------------------|----------------------|----------|
| OK | | Full Service (Head Office) | 1003839 | M C BANK & TRUST COMPANY | 1201 BRASHEAR AVENUE | MORGAN CITY | LA | 70380-200 | ST MARY | UNITED STATES | 11389 | 0 | M C BANK & TRUST COMPANY | 1003839 | |
| OK | | Limited Service | 1001732 | AMELIA BRANCH | 10517 HIGHWAY 182 FRONTAGE RD IN AMELIA | AMELIA | LA | 70380 | ST MARY | UNITED STATES | 241597 | 3 | M C BANK & TRUST COMPANY | 1003839 | |
| OK | | Limited Service | 267232 | BAYOU VISTA BRANCH | 530 SOUTHEAST BLVD | BAYOU VISTA | LA | 70380 | ST MARY | UNITED STATES | 241598 | 4 | M C BANK & TRUST COMPANY | 1003839 | |
| OK | | Full Service | 2300487 | LAFAYETTE BRANCH | 115 VEROT SCHOOL ROAD | LAFAYETTE | LA | 70508 | LAFAYETTE | UNITED STATES | 248842 | 7 | M C BANK & TRUST COMPANY | 1003839 | |
| OK | | Limited Service | 152534 | COLONIAL PLAZA BRANCH | 6413 HIGHWAY 90 EAST | MORGAN CITY | LA | 70380 | ST MARY | UNITED STATES | 13358 | 5 | M C BANK & TRUST COMPANY | 1003839 | |

| 4: Directors & Officers | | | | | | | | |
|-------------------------|-----------------|--|--|---|--|-----------------------------------|--|--|
| 4:1 | 4:2 | 4:3:a | 4:4:a | 4:3:b | 4:4:b | 4:3:c | 4:4:c | |
| Name | Address | Principal Occupation | Holding Co. (MC Bancshares, Inc.) Title/Position | Holding Co. (MC Bancshares, Inc.) %-age | Subsidiary (M C Bank) Title/Position | Subsidiary (M C Bank) %-age | Other Companies Title/Position | Other Cos. %-age |
| Wallace Carline | Morgan City, LA | Oilfield Services | Director; Chairman of the Board | 9.05% | Director; Chairman of the Board | None | President, Diamond Services Corp. President, St. Mary Executive Air, Inc. President, Oil City Leasing, Inc. President, Gulf Marine Surveyors, Inc. President, Superior Marine, Inc. President, Wal Mac, Inc. | --- 100% 100% 50% 100% 100% |
| Larry J. Callais | Berwick, LA | President & CEO of M C Bank & Trust Company | Director; President & CEO | 0.06% | Director; President & CEO | None | None | --- None |
| Kenneth I. Nelkin | Morgan City, LA | Marine Operator | Director; Secretary | 8.07% | Director | None | President, Nika Corp dba Candy Fleet President, Candy Cruiser, Inc. President, Candy Cane, Inc. President, Candy Ventures, Inc. President, Candy Fleet Corp. President, Candy Marine Investment Corp. President, Crewboat C. L., Inc. President, Kinship, Inc. President, Hideaway Trailer Park, Inc. President, MCN Corp. President, E R N Corporation of Morgan City President, BSN Inc. President, Caribbean Dive Vessels, Inc. Manager, Moken Properties, LLC | --- 100% 100% 100% 100% 100% 100% 100% 100% 100% 100% 100% 100% 50% |
| P. J. Laborde, Jr. | Lafayette, LA | Attorney; Retired Judge | Director | 0.31% | Director | None | Manager, LaBorde Law Firm, LLC Manager, LaBorde Properties, LLC | --- 50% 50% |
| Andrew Reed | Morgan City, LA | Attorney | Director | 0.74% | Director | None | President, Andrew Reed, LTD APLC Manager, Bandy Rentals, LLC Shareholder, Fino Rentals | --- 100% 60% 25% |
| Maurice Roberie | Berwick, LA | Retired | Director | 0.38% | Director | None | | --- |

| 4: Directors & Officers | | | | | | | | |
|-------------------------|-------------------|---|---|---|----------------------------|----------------------------------|-----------------|--|
| 4:1 | 4:2 | 4:3:a | 4:4:a | 4:3:b | 4:4:b | 4:3:c | 4:4:c | |
| Name | Address | Principal Occupation | Holding Co. (MC Bancshares, Inc.) Title/Position %age | Subsidiary (M C Bank) Title/Position %age | Subsidiary (M C Bank) %age | Other Companies Title/Position | Other Cos. %age | |
| | | President of M C Bank & Trust Company | | | | President, JAM Enterprises, Inc. | 100% | |
| Sandra Stone | Dallas, TX | Retired Banker | Director 4.52% | Director | None | Shareholder, EpaCube, Inc. | 26% | |
| Paula Swiber | Berwick, LA | Retired Teacher | Director 1.94% | Director | None | None | None | |
| Michael Vanover | Stephensville, LA | Estate Manager | Director 0.33% | Director | None | None | --- | |
| Gerald A. Listi | Morgan City, LA | Executive V. P. of M C Bank & Trust Company | Assistant Secretary 0.03% | Executive Vice President; Assistant Secretary | None | None | --- None | |
| Jeremy M. Callais | Berwick, LA | V.P., C.O.O. & Cashier | none 0.00% | V.P., C.O.O. & Cashier | None | CFM Neighborhood, LLC | 33.33% | |
| Phylis Cook | Bayou Vista, LA | V.P. Deposit Operations | none 0.000% | V.P. Deposit Operations | None | None | 0 | |
| Michael Bourgeois | Berwick, LA | V.P. Comm. Loans | none 0.000% | V.P. & Commercial Loan Officer | none | None | 0.00% | |
| Barton Blanco | Morgan City, LA | Sr. V.P. | none 0.000% | Sr. V. P. | none | none | 0.00% | |