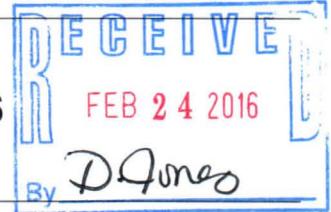


Board of Governors of the Federal Reserve System



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, 2015

Month / Day / Year

N/A

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

I, Dennis Ammann

Name of the Holding Company Director and Official

President

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Peoples Bancshares Inc

Legal Title of Holding Company

P O Box 7

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

Mendenhall MS 39114

City State Zip Code

160 E Maude Avenue, Mendenhall MS 39114

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Julie Harris

Senior Vice President

Name

Title

601-867-6229

Area Code / Phone Number / Extension

601-847-0950

Area Code / FAX Number

jharris@peoplesbank-ms.com

E-mail Address

www.peoplesbank-ms.com

Address (URL) for the Holding Company's web page

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.

*Dennis Ammann*

Signature of Holding Company Director and Official

02/17/2016

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 418 9314  
C.I. \_\_\_\_\_

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

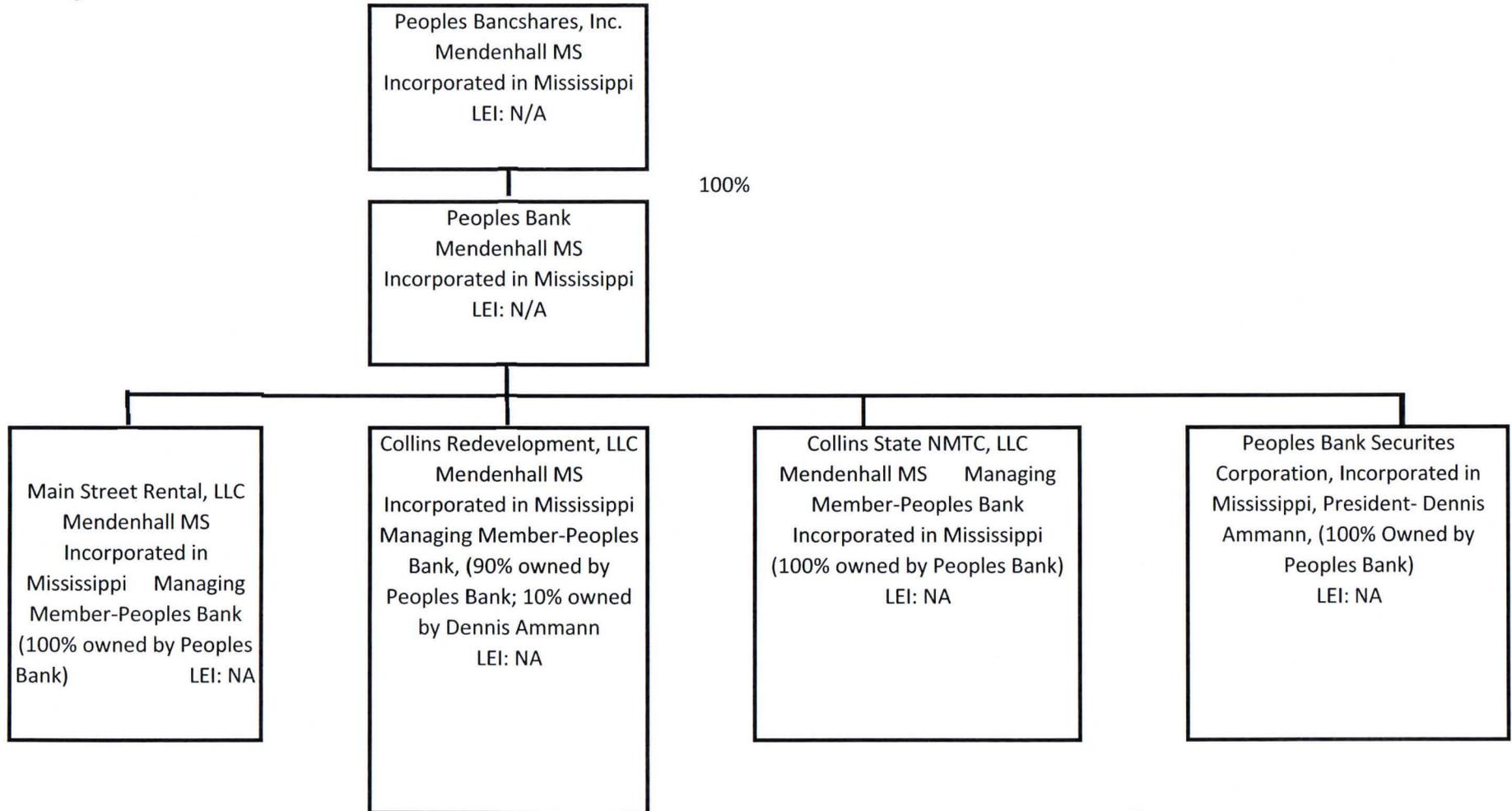
Peoples Bancshares, Inc.  
Mendenhall, MS

Fiscal Year Ending December 31, 2015

Report Item

1: The holding company does not prepare an annual report for its securities holders and is not registered with the SEC.

2a: Organizational Chart



**REVISED**  
5/9/16

Results: A list of branches for your holding company: PEOPLES BANCSHARES, INC. (4189314) of MENDENHALL, MS.  
The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

**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)	70638	PEOPLES BANK	160 EAST MAUD AVENUE	MENDENHALL	MS	39114	SIMPSON	UNITED STATES	6015	0	PEOPLES BANK	70638	
OK		Full Service	2627036	COLLINS BRANCH	710 MAIN STREET, SUITE 30	COLLINS	MS	39428	COVINGTON	UNITED STATES	272384	5	PEOPLES BANK	70638	
OK		Full Service	881937	MAGEE BRANCH	611 5TH AVENUE SW	MAGEE	MS	39111	SIMPSON	UNITED STATES	219994	2	PEOPLES BANK	70638	
OK		Full Service	1176069	JACKSON AVENUE BRANCH	165 WEST JACKSON AVENUE	MENDENHALL	MS	39114	SIMPSON	UNITED STATES	219995	3	PEOPLES BANK	70638	
OK		Full Service	4843205	RICHLAND BRANCH	129 CENTER STREET, SUITE E	RICHLAND	MS	39218	RANKIN	UNITED STATES	Not Required	Not Required	PEOPLES BANK	70638	

Report Item 3:  
Securities HoldersPeoples Bancshares, Inc.  
Mendenhall, MS  
Fiscal Year Ending December 31, 2015

## (1) a, b and c

<u>Name</u>	<u>City, State, Country</u>	<u>Country of Citizenship or Incorporation</u>	<u>Number of Shares of voting stock</u>	<u>Percentage of voting stock</u>	<u>Class of voting stock</u>
Deborah D. Ammann	Mendenhall, MS, USA	US	4,935.00	8.23%	Common
Jean D. Cockrell	Dauphin Island, AL, USA	US	6,185.00	10.31%	Common
Margaret D. Steinberger Revocable Trust	Coral Gables, FL, USA	US	8,080.00	13.47%	Common
Phillip R. Davis	Magee, MS, USA	US	6,665.00	11.11%	Common
Sid Davis	Mendenhall, MS USA	US	9,095.00	15.16%	Common
	Total Shares		34,960.00		



**REVISED**  
5/4/16

**REVISED**  
5/4/16

Report Item 4: Insiders						
Name City, State, Country	Principal occupation if other than with holding company	Title & Position with holding company	Title & Position with subsidiaries	Title & Position with other businesses (Include name of business)	Percentage of voting shares in holding co	List names of other businesses if 25% or more of voting securities held
<b>Dennis Ammann</b> Mendenhall, MS - US	President/Director - Peoples Bank	President/Director	President/Director - Peoples Bank Manager - Collins Redevelopment, LLC	Strong River Real Estate, LLC - Member PAANDA, LLC - Member	3.22%	Strong River Real Estate, LLC - 100%
<b>Julie Harris</b> Harrisville, MS - US	Senior VP - Peoples Bank	N/A	Senior VP - Peoples Bank	None	N/A	None
<b>Diann James</b> Polkville, MS - US	Senior VP - Peoples Bank	N/A	Senior VP - Peoples Bank	Morton Home Center Inc - Vice-President	N/A	Morton Home Center Inc - 50%
<b>Vicky Dawsey</b> Monticello, MS - US	Senior VP - Peoples Bank	N/A	Senior VP - Peoples Bank	None	N/A	None
<b>Chris Caughman</b> Mendenhall, MS - US	Senior VP - Peoples Bank	N/A	Senior VP - Peoples Bank	None	N/A	None
<b>Raymon McAlpin</b> Mize, MS - US	Senior VP - Peoples Bank	N/A	Senior VP - Peoples Bank	Jackson Motor Speedway, Inc - Owner	N/A	Jackson Motor Speedway, Inc - 50%
<b>John Rankin</b> Mendenhall, MS - US	Vice-President, CFO Director - Peoples Bank	Vice President / Director	Vice-President/Director - Peoples Bank	ABIACA Point, LLC - Managing Member	2.64%	ABIACA Point, LLC - 100%
<b>Doug Rogers</b> Collins, MS - US	Senior VP - Peoples Bank	N/A	Senior VP - Peoples Bank	D&H Cattle, LLC - Owner 3R Land & Cattle LLC - Owner D&J Land & Cattle Co LLC - Owner D&O Real Estate LLC - Owner Bobcat Express LLC - Owner Rogers Bar HR LP - Owner DOC Holdings LLC - Owner DTR Holding, LLC - Owner H&D Rogers, LP - Limited Partner	0.13%	D&H Cattle, LLC - 75% 3R Land & Cattle LLC - 33% D&J Land & Cattle Co LLC - 50% D&O Real Estate LLC - 50% Bobcat Express LLC - 25% Rogers Bar HR LP - 24.5% DOC Holdings LLC - 33.3% DTR Holding, LLC - 100% H&D Rogers, LP - 24.5%
<b>Chris Dunn</b> Magee, MS - US	Senior VP - Peoples Bank	N/A	Senior VP - Peoples Bank	Mama D's LLC, DBA Zips Restaurant - Member	0.01%	Mama D's LLC - 49%
<b>Danny McDill</b> Brandon, MS - US	Senior VP - Peoples Bank	N/A	Senior VP - Peoples Bank	McDill Timber Management LLC - Member	N/A	McDill Timber Management LLC - 50%
<b>Larry Reynolds</b> Pearl, MS - US	Retired FDIC/Consultant	Director	Director - Peoples Bank	Larry Reynolds Consulting, Inc - President	0.01%	Larry Reynolds Consulting, Inc - 100%
<b>Al Gary</b> Mendenhall, MS - US	CPA/Hospital CFO	Director	Director - Peoples Bank	Simpson Community Healthcare - CFO	0.01%	None
<b>Danny Moseley</b> Magee, MS - US	Insurance Sales	Director	Director - Peoples Bank	Insurance Associates of Magee - President Southern Development, LLC - Manager Simpson Fields, LLC - Manager Lincoln Land Co LLC - Manager Okatoma Group LLC - Manager Insurance Associates of Rankin Co LLC - Manager Insurance Associates of Starkville LLC - Manager Insurance Associates of Lamar County LLC - Manager Premium Credit Corp - President Drop Time LLC - Co-Manager Goodwater Creek LLC - Co-Manager Cypress Springs LLC - Co-Manager Dry Creek Place LLC - Manager	0.06%	Insurance Associates of Magee - 50% Southern Development, LLC - 50% Simpson Fields, LLC - 50% Lincoln Land Co LLC - 50% Okatoma Group LLC - 50% Insurance Associates of Rankin Co LLC - 33% Insurance Associates of Starkville LLC - 33% Insurance Associates of Lamar County LLC - 33% Premium Credit Corp - 50% Drop Time LLC - 50% Goodwater Creek - 33% Cypress Springs LLC - 50% Dry Creek Place LLC - 50%
<b>Bruce Smith</b>	Retired Attorney/Judge	Director	Director - Peoples Bank	Bruce B Smith Attorney PLLC - Owner	0.01%	Bruce B Smith Attorney PLLC - 100%



Mendenhall, MS - US				Five Mile Lake Land & Timber LLC - Owner		Five Mile Lake Land & Timber LLC - 100%
				BBS Land & Timber LLC - Owner		BBS Land & Timber LLC - 100%
				Magee Mini-Storage, Inc - Secretary		Magee Mini-Storage, Inc - 33.3%
<b>Brad Davis</b>	RE Developer	Director	VP/Director - Peoples Bank	DL1, LLC - Member	1.43%	DL1, LLC -50%
Mt. Pleasant, SC - US				DL2, LLC - Member		DL2, LLC - 50%
				DL3, LLC - Member		DL3, LLC - 50%
				DL4, LLC - Member		DL4, LLC - 50%
<b>Sid Davis</b>	Attorney	Director	Director/Principal Shareholder - Peoples Bank	Sid Davis, Collaborative Lawyer and Mediator	15.16%	Sid Davis, Collaborative Lawyer and Mediator-100%
Mendenhall, MS - US						
<b>Phillip Davis</b>	RE Developer	Director	Director/Principal Shareholder - Peoples Bank	The Harbor Springs Group Inc - President	11.11%	The Harbor Springs Group Inc -100%
Wainscott, NY - US				Country Estates, Inc - Secretary		Country Estates, Inc - 100%
<b>Jean Cockrell</b>	Retired Schoolteacher	N/A	Principal Shareholder - Peoples Bank	None	10.31%	None
Dauphin Island, AL - US						
<b>Margaret Steinberger</b>	Investor	N/A	Principal Shareholder - Peoples Bank	None	13.47%	None
Coral Gables, FL - US						