Board of Governors of the Federal Reserve System

Annual Report of Holding Companies—FR Y-6

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By E. Johnson

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, Fred Miller, Jr.
Name of the Holding Company Director and Official

President / Director
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.

Signature of Holding Company Director and Official

2/22/13
Date of Signature

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2012
Month / Day / Year

Reporter's Name, Street, and Mailing Address
Pyramid Financial Corporation
Legal Title of Holding Company
P O Box 188
(Mailing Address of the Holding Company) Street / P.O. Box
Anguilla | MS | 38721
City | State | Zip Code
130 Holland Street
Physical location (if different from mailing address)

Person to whom questions about this report should be directed:
Andy Anderson | V.P. & CFO
Name | Title
662-873-4346
Area Code / Phone Number / Extension
662-873-2461
Area Code / FAX Number
acoyanderson@bellsouth.net
E-mail Address
NA
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 3664216
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

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.

Form FR Y-6

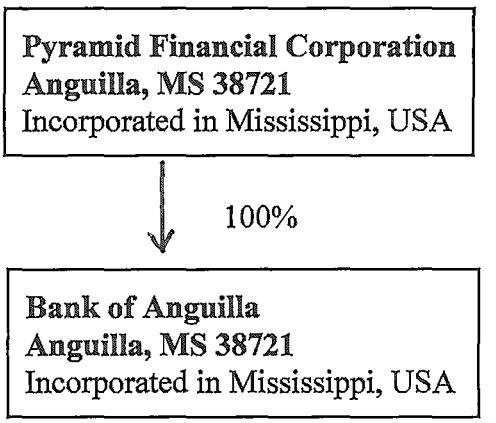
Pyramid Financial Corporation
130 Holland Street / P O Box 188
Anguilla, MS 38721

Fiscal Year Ending December 31, 2012

Report Item:

1. **The Bank holding Company does not prepare an annual report for its shareholders.**

2. **Organization Chart. Pyramid Financial Corporation is a single bank holding company. It owns 100% of the stock of Bank of Anguilla. Bank of Anguilla's address is the same as Pyramid Financial Corporation. It is 130 Holland Street / P O Box 188 Anguilla, MS 38721.**



Results: A list of branches for your depository institution: BANK OF ANGUILLA (ID_RSSD: 31835).
This depository institution is held by PYRAMID FINANCIAL CORPORATION (3664216) of ANGUILLA, MS.
The data are as of 12/31/2012. Data reflects information that was received and processed through 01/05/2013.

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)	31835	BANK OF ANGUILLA	130 HOLLAND STREET	ANGUILLA	MS	38721	SHARKEY	UNITED STATES	5258	0	BANK OF ANGUILLA	31835	
OK		Full Service	375137	CARY BRANCH	DOGWOOD DRIVE	CARY	MS	39054	SHARKEY	UNITED STATES	218184	2	BANK OF ANGUILLA	31835	
OK		Full Service	864538	MAYERSVILLE BRANCH	MAYFIELD STREET	MAYERSVILLE	MS	39113	ISSAQUENA	UNITED STATES	218186	4	BANK OF ANGUILLA	31835	
OK		Full Service	924638	ROLLING FORK BRANCH	CORNER OF DELTA & WALNUT	ROLLING FORK	MS	39159	SHARKEY	UNITED STATES	218183	1	BANK OF ANGUILLA	31835	

3a. **Shareholders with 5% of outstanding stock.**
The holding company has 83,770 shares of stock outstanding. Five percent would be 4,189 shares. There are three stockholders that have 5% of the outstanding stock of Pyramid Financial Corporation. They are as follows:

(1)	Rives C. Carter Gainesville, Georgia	USA	4,380 shares	5.23%
(2)	Ann G. Gerache Vicksburg, Mississippi	USA	6,590 shares	7.87%
(3)	Ben. L. Lamensdorf Cary, Mississippi	USA	4,870 shares	5.81%

3b. None

4. Insiders of Pyramid Financial Corporation. There are no principal shareholders. The Holding Company has only one subsidiary, Bank of Anguilla. The Holding Company owns 100% of the stock of Bank of Anguilla.

Name & Address	Principal Occupation Other than BHC	Title & Position With BHC	Title & Position With Subs. Bank of Anguilla	Title & Position With Other Businesses	% of voting Shares in BHC	% of Voting Shares In Subs.	Other Companies Where 25% Voting is Held
Robert L. Bryant Anguilla, MS USA	Retired Accountant	Director and Chairman of the Board	Director and Chairman of the Board	None	.24%	-0-	NA
Ben Bryant Rolling Fork, MS USA	Accountant	Director	Director	Bryant Group of MS President B & B Consulting President Compu-Books, Inc. President Agri Capital Group, Inc. Pres. Delta Resource Group, Inc. Pres.	.06%	-0-	67.5% B. G. 100% B&B 100% Compu 100% Agri 50% Delta
Clark Carter Glen Allan, MS USA	Farmer & Gin Operator	Director	Director	CLC Farms Partner CWC Farms Partner CCA Properties Partner WCC Trucking, LLC Partner Associated Producers Manager Carter Plantation Manager Cross Bayou Inc Partner Carter Bro. Farms Inc. Director Carter Brothers Inc Director	.05%	-0-	50% CLC 50% CWC 33% CCA 99% WCC 50% Cross Bay 25% Carter Inc
Kevin Corban Rolling Fork, MS USA	Crop Consultant & Crop Insurance Agent	Director	Director	Corban Agri Consulting Inc. Pres. Delta Area Crop Ins. Agent Hollis Farms Ptnship Partner Kalama Plt LLC Manager Gulf Shores Tack Jack LLC Member	.05%	-0-	100% Corban
Bert Darnell Glen Allan, MS USA	Farmer	Director	Director	Hollywood Farms President Darnell Farms, Inc President New Ground Corp. President	.35%	-0-	25% Hollywood 50% Darnell 50% New Ground
Mike Lamensdorf Cary, MS USA	Farmer & Publisher	Director	Director	Grundfest & Klaus Vice-Pres. Lamensdorf, LLC Manager BL Lamensdorf Farms Partner D & L Farms VP Lamensdorf Farms of Cary VP Sam Lamensdorf Inc. VP AGG Farms VP M & D Farms VP A & D Farms VP AG & ML Farms Inc VP ML & BL Farms Inc VP Egremont Plantation Inc Partner One Grower Publishing, LLC - President Lamensdorf Properties Partner Vicksburg Income Prop LLC	.69%	-0-	M & D Farms 50% ML & BL Farms 50% One Grower Publishing LLC 49%

Fred Miller, Jr. Rolling Fork, MS USA	NA	Director; President & CEO	Director; President & CEO	Milton Kline, Inc. Treasurer Onward Plantation Partner Southern Agriculture Credit Corporation President Valewood Plt LLC Partner Sarah Cutoff LLC Partner	1.03%	-0-	
William Moore II Cary, MS USA	Farmer & Grain Company Owner	Director	Director	Ballard Company, Inc. President C & M Company Partner Irrigation Equipment VP Magnolia Grain President Moore Company Partner Porter Farms, Inc.President W W M Company Partner	1.68%	-0-	Irrigation Equipment 50%
W. R. Rodgers, Jr. Rolling Fork, MS USA	Farmer	Director	Director	Helena Plantation President Mont Helena Assoc Manager Willbe Farms Inc President Centianna Plt. President KA - LA Farms Inc President Riverside Junction Farms Pres. Blackrod Farms Inc. President Dry Bend Farms Inc. President Duggan Farms Inc. President KA-LA-MA Farms Inc President	.97%	-0-	Helena Plantation 100% Centianna Plt 50% Duggan Farms Inc. 50%
Russell Stewart Anguilla, MS USA	NA	Director, Sr. Loan Officer, Executive VP	Director, Sr. Loan Officer, Executive VP	Mississippi Christian Family Services President South Delta Planning Director Betty Newman Residential Facility Director	1.70%	-0-	None
Andy Anderson Rolling Fork, MS USA	NA	Vice- President & Cashier, CFO	Vice- President & Cashier, CFO	None	.07%	-0-	None
Ernest Black Rolling Fork, MS USA	NA	Sr. Vice- President	Sr. Vice- President	None	-0-	-0-	None
Nancy Virden Rolling Fork, MS USA	NA	Sr Vice- President	Sr Vice- President	Service Lumber Company Secretary & Director Oz Enterprises M & V Housing	2.98%	-0-	None