MAY 05 REC'D

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.

I, H Carter Leak IV
Name of the Holding Company Director and Official

Exec VP and 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.

H. Carter Leak IV
Signature of Holding Company Director and Official

4/22/16
Date of Signature

For holding companies not registered with the SEC–
Indicate status of Annual Report to Shareholders:

- [x] 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 1082544
C.I.

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)

Reporter's Name, Street, and Mailing Address
Saint Francisville Bancshares, Inc.
Legal Title of Holding Company

P O Box 818
(Mailing Address of the Holding Company) Street / P.O. Box

St Francsiville	LA	70775
City	State	Zip Code

5700 Commerce St.
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

James N Chaffin Jr	CFO and Exec VP
Name	Title

225 784 3236
Area Code / Phone Number / Extension

2256356125
Area Code / FAX Number

jchaffin@bsf.net
E-mail Address

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

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."
- [x] 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, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

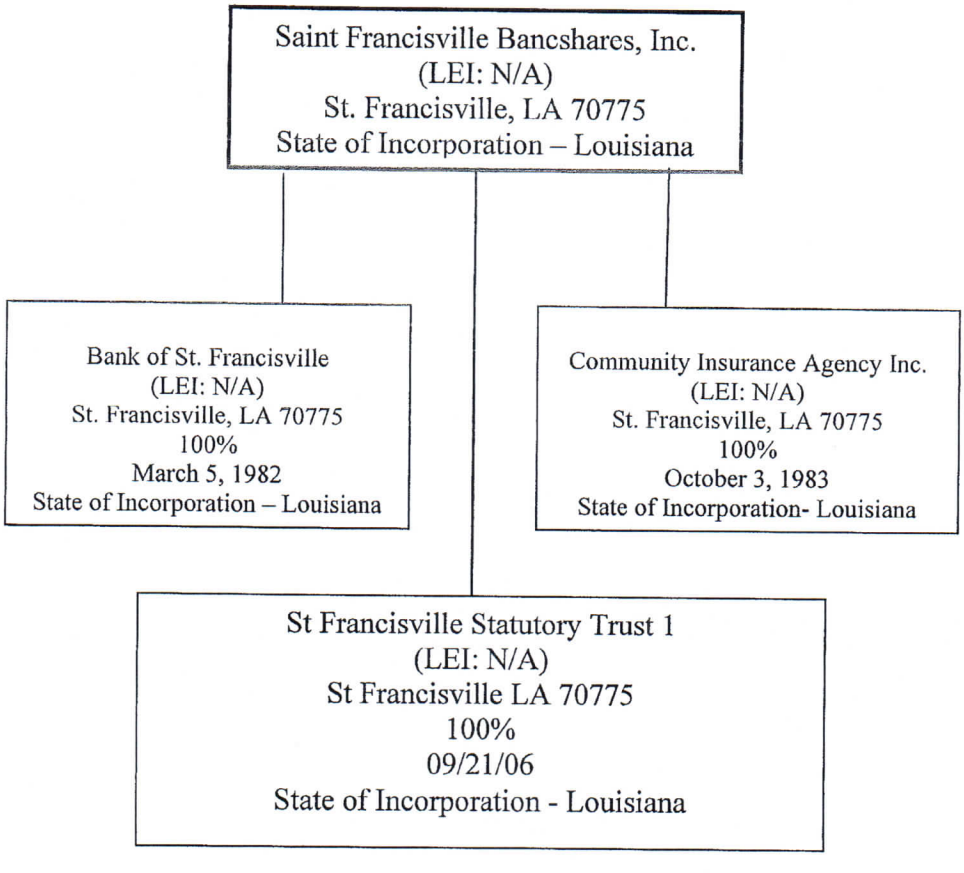
REVISED
9/27/16

Form FR Y-6
St. Francisville Bancshares, Inc.
St. Francisville, Louisiana
Fiscal Year Ending December 31, 2015

Report Item

1. The BHC does prepare an annual report for its shareholders. See Attached

2a. Organization Chart



2b. Correct as stated at http://structurelists.federalreserve.gov.

Results: A list of branches for your depository institution: BANK OF ST. FRANCISVILLE (ID_RSSD: 364430).
This depository institution is held by SAINT FRANCISVILLE BANCSHARES, INC. (1082544) of SAINT FRANCISVILLE, LA.
The data are as of 12/31/2015. Data reflects information that was received and processed through 04/05/2016.

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)	364430	BANK OF ST. FRANCISVILLE	5700 COMMERCE STREET	SAINT FRANCISVILLE	LA	70775	WEST FELICIANA	UNITED STATES	15876	0	BANK OF ST. FRANCISVILLE	364430	

REVISED 07/20/16

Form FR Y-6
December 31, 2015

Report Item 3: Shareholders
Current Shareholders with ownership, control or holdings of 5% or more with power to vote at ending 12-31-15

Shareholders not listed in 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-15
None

(1)(a) Name & Address (City, State)	(1)(b) Country of Citizenship Or Incorporation	(1)(c) Number & Percentage of Securities		(2)(a) Name & Address (City, State)	(2)(b) Country of Citizenship Or Incorporation	(2)(c) Number & Percentage of Securities
H. Carter Leak III St. Francisville, LA USA	USA	67583	34.34	NONE		
W. Conville Lemoine St. Francisville, LA USA	USA	50,325	25.57			

Report Item 4: Directors & Officers

1 Name & Address	2 Principal Occupation if other than Holding Co.	3a Title & Position with Bank Holding Co.	3b Title & Positions with Subsidiaries*	3c Title & Position with other businesses	4a Percentage of Voting Shares in Bank Holding Co.	4b Percentage of Voting Shares in Subsidiaries	4c List names of other companies
H. Carter Leak III St. Francisville, LA USA	President Bank of St Francisville	Chairman of the Board President & CEO	Chairman of the Board President & CEO	NA	34.34	-0-	Catalpa Lane, LLC 100%
Michael Hesse St Francisville, LA USA	Attorney Hesse & Butterworth LLC	Director	Director	Owner Hesse & Butterworth LLC	-0-	-0-	Hesse & Butterworth LLC 100% Owner
Thomas R. Temple, Jr. St. Francisville, LA USA	Attorney Breazeale Sachse and Wilson LLP	Director	Director	N/A	-0-	-0-	NA
Mitch Brashier St. Francisville, LA USA	President Arthur J Gallagher of LA Inc.	Director	Director	President Arthur J Gallagher of LA Inc.	-0-	-0-	NA
W. Conville Lemoine St. Francisville, LA USA	Vice Chairman of the Board Bank of St. Francisville	Vice Chairman of the Board	Vice Chairman of the Board	NA	25.57	-0-	NA
E.I.Daniel III St. Francisville, LA USA	Real Estate Investor	Director	Director	NA	-0-	-0-	Feliciana Farms 100% Daniel Land LLC 40%
Susan G. Davis St. Francisville, LA USA	Owner Grandmothers Buttons	Director	Director	Owner Grandmother's Buttons	-0-	-0-	Grandmother's Buttons 100% ownership

Nolan Percy Baton Rouge, LA USA	Owner Nolan Percy Company (Construction)	Director	Director	Owner Nolan Percy Company	-0-	-0-	Nolan Percy Company 100% ownership
James N. Chaffin, Jr. Woodville, MS USA	CFO and Exec Vice President Bank of St Francisville	Exec VP & CFO	Exec VP and CFO	NA	-0-	-0-	NA
H. Carter Leak, IV St. Francisville, LA USA	Executive Vice President Bank of St. Francisville	Exec VP & Director	Exec VP & Director	NA	-0-	-0-	NA

* Bank of St. Francisville, Community Insurance Agency

REVISED
04/29/16