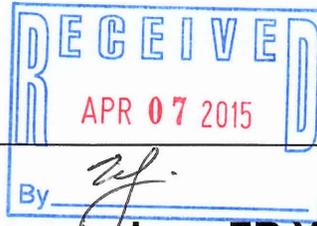


Board of Governors of the Federal Reserve System



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, 2014

Month / Day / Year

NA

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

I, **Mickey B. Thomas**

Name of the Holding Company Director and Official

President & CEO

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

South Louisiana Financial Corporation

Legal Title of Holding Company

P O Box 1718

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

Houma

LA

70361-1718

City

State

Zip Code

1362 West Tunnel Boulevard Houma, LA 70360

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:

Randy Bernard

Executive VP & CFO

Name

Title

985-851-3434

Area Code / Phone Number / Extension

985-851-7896

Area Code / FAX Number

rbernard@ayegee.com

E-mail Address

www.ayegee.com

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

Mickey Thomas

Signature of Holding Company Director and Official

03/25/2015

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

C.I.

1086298

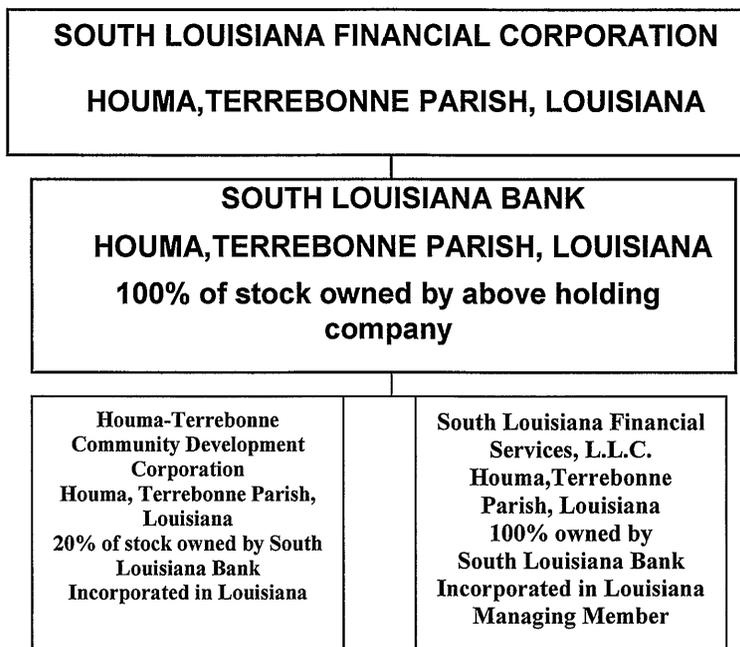
Does the reporter request confidential treatment for any portion of this submission?

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

**ORGANIZATIONAL
CHART**



Results: A list of branches for your holding company: **SOUTH LOUISIANA FINANCIAL CORPORATION (1086298) of HOUMA, LA.**
 The data are as of **12/31/2014**. Data reflects information that was received and processed through **01/07/2015**.

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	12/31/2014	Full Service (Head Office)	616036	SOUTH LOUISIANA BANK	1362 W TUNNEL BLVD	HOUMA	LA	70360	TERREBONNE	UNITED STATES	16215	0	SOUTH LOUISIANA BANK	616036	na
ok	12/31/2014	Full Service	2772637	SOUTH TERREBONNE BRANCH	4343 HIGHWAY 24	BOURG	LA	70343	TERREBONNE	UNITED STATES	255961	3	SOUTH LOUISIANA BANK	616036	na
Change	12/31/2014	Full Service	3470435	BAYOU BLUE BRANCH	2010 BAYOU BLUE ROAD	HOUMA	LA	70364	LAFOURCHE	UNITED STATES	454551	5	SOUTH LOUISIANA BANK	616036	na
ok	12/31/2014	Full Service	2045984	EAST SIDE BRANCH	1308 GRAND CAILLOU ROAD	HOUMA	LA	70363	TERREBONNE	UNITED STATES	255959	1	SOUTH LOUISIANA BANK	616036	na
ok	12/31/2014	Full Service	3192625	LITTLE BAYOU BLACK BRANCH	3916 HIGHWAY 311	HOUMA	LA	70360	TERREBONNE	UNITED STATES	418953	4	SOUTH LOUISIANA BANK	616036	na
ok	12/31/2014	Full Service	2608727	WEST SIDE BRANCH	6405 WEST PARK AVENUE	HOUMA	LA	70364	TERREBONNE	UNITED STATES	255960	2	SOUTH LOUISIANA BANK	616036	na

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Report Item 3: Shareholders

(1)(a) (1)(b) (1)(c) (2)(a) (2)(b) (2)(c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12-31-14			Shareholders not listed in (3)(1)(a) - (3)(1)(c) that has ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-14.		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) # & % of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) # & % of Each Class of Voting Securities
Raymond J. Authement Dulac LA	USA	24,242 Common Stock 6.74%	Not Applicable		
Debra B. Chauvin Houma, LA	USA	22,230 Common Stock 6.18%			
Francis O. Bourg, III Houma, LA	USA	22,922 Common Stock 6.37%			

Report Item 4: Insiders
 (1) (2) (3)(a)(b)(c) and (4) (a)(b)(c)

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(1) Names and Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (Include names of subsidiaries)	(3)(c) Title & Position with other Businesses (Include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	(4)(c) List names of other companies (includes Partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Raymond J. Authement Houma, LA USA	Hi Seas of Dulac, Inc. President	Director	Director South LA Bank	Hi Seas of Dulac, Inc. President	6.74%	NA	NA
				Valley Ranch Partner			NA
Michael P. Barker Houma, LA USA	Barker Motors Barker Automotive	Director	Director South LA Bank	Barker Automotive (Mitsubishi) Secretary/Treasurer	1.40%	NA	NA
				Barker Motors (Buick Pontiac GMC) President			Barker Motors (Buick Pontiac GMC) 70%
				Barker Automotive (Honda) President			Barker Automotive (Honda) 60%
				Barker Holding Company Member			NA
				Bumco, Inc. President			NA
				MB & AB, L. L. C. President			MB & AB, L.L.C. 100%
Roy M. Beyer Houma, LA USA	Beyer, Stagni & Company Accounting Firm	Director	Secretary South LA Bank	Beyer, Stagni & Co President BSR Properties, LLC Member	1.27%	NA	Beyer, Stagni & Co 39.5% BSR Properties, LLC 40%
				Redwood Enterprises, LLC Member			Redwood Enterprises, LLC 100%

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Roy M. Beyer (Cont'd)

				Dularge Investments, LLC Member			Dularge Investments, LLC 50%
				BESH Investments, LLC Member			BESH Investments, LLC 50%
				Deer Valley Ranch, LLC Manager			Deer Valley Ranch, LLC 25%
Francis O. Bourg, III Houma, LA	Retired	Director	Director South LA Bank	NA	6.37%	NA	NA
Chapman H. Burguières, Jr. Houma, LA USA	Magnum Mud Equipment Co., Inc. Owner, President, CEO	Chairman	Chairman South LA Bank	Magnum Mud Equipment Co. Inc. President	2.41%	NA	Magnum Mud Equip Co, Inc. 50%
				Grand Coteau, L.L.C. President			Grand Coteau, L.L.C. 50%
				Magnum Mud Equipment Co., L.L.C. President			Magnum Mud Equip Co., L.L.C. 50%
				Property Trusts, L.L.C. President			Property Trusts, L.L.C. 50%
				Plane Venture, L.L.C. President			Plane Venture, L.L.C. 50%
				Magnum Mud Equipment Co. Cameron, L.L.C. President			Magnum Mud Equipment Co. Cameron, L.L.C. 50%
				Lands of LA, L.L.C. President			Lands of LA, L.L.C. 50%
				Sky Pilot, L. L. C. President			Sky Pilot, L. L. C. 50%
Darryl K. Christen Houma, LA USA	Christen & Associates Attorney/Pilot	Director	Director South LA Bank	Christen & Rhymes, APLC President	3.11%	NA	Christen & Assoc APLC 100%
				Terrebonne Land Partnership Partner			NA

Report Item 4: Insiders
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Darryl K. Christen (Cont'd)

				DKC Holdings, LLC President			DKC Holdings, LLC 100%
				Multi-Aero, Inc. President			Multi-Aero, Inc. 100%
				Dylan Aviation, LLC Manager			Dylan Aviation, LLC 100%
				DKC Aviation, LLC Manager			DKC Aviation, LLC 100%
				International Jets, Inc. Director			International Jets, Inc. 25%
				Buffalo Well Ranch, LLC Shareholder/Director			Buffalo Well Ranch, LLC 33%
Richard M. Haydel, MD Houma, LA	Haydel Family Practice, APMC Medical Doctor	Director	Director South LA Bank	Haydel Family Practice, APMC President	4.49%	NA	Haydel Family Practice, APMC 33.33%
Karla G. Spinella Houma, LA USA	Attorney at Law	Director	Director South LA Bank	Max Welders, Inc. Stockholder	2.91%	NA	NA
				Lapella Properties, LLC Member			Lapella Properties, LLC 33%
Sidney C. Sundbery Houma, LA USA	Attorney at Law	Vice Chairman	Vice Chairman South LA Bank	Duval Funderburk Sundbery Lovell & Watkins Shareholder/Director	1.63%	NA	NA
				Ad Hoc Corporation Shareholder/Director			NA
				Sundbery Properties, LLC Member/Manager			NA
				Rosedale, LLC Member/Manager			NA
				Valley Properties, LLC Member			NA

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Mickey B. Thomas Houma, La USA	South Louisiana Bank President & CEO	Director & President & CEO	President & CEO South LA Bank	Dularge Properties, L.L.C. Member	0.84%	NA	Dularge Properties, L.L.C. 33.33%
			Registered Agent SLFS, L.L.C.	Ordoyne Family Funeral Home, L.L.C. Owner			NA
Charles K. Weaver Houma, LA USA	South Louisiana Bank Director	Director	South LA Bank Director	None	1.93%	NA	NA
			Registered Agent SLFS, L.L.C.				NA
James C. Sublett Houma, LA USA	South Louisiana Bank Sr. Vice President		South Louisiana Bank Sr. Vice President	None	0.33%	NA	NA
			Registered Agent SLFS, L.L.C.				
James K. Walker Houma, LA USA	South Louisiana Bank Executive Vice President		South Louisiana Bank Executive Vice President	None	0.04%	NA	NA
Randal J. Bernard Houma, LA USA	South Louisiana Bank Executive Vice President - CFO	Secretary/Treasurer	South Louisiana Bank Executive Vice President - CFO	Pulse Training Solutions, LLP Community Property	0.07%	NA	Pulse Training Solutions, LLP 30%
George T. Robichaux Houma, LA USA	South Louisiana Bank Sr. Vice President		South Louisiana Bank Sr. Vice President	Willswood Plantation, L. L. C. Board Member	0.08%	NA	NA
				Assumption Land Board Member			NA
				EGR, L.L.C. Board Member			NA
				Assumption Energy, L.L.C. Board Member			NA
				Lafourche Land, L.L.C. Board Member			NA

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Steven J. Crispino Houma, LA USA	South Louisiana Bank Executive Vice President	South Louisiana Bank Executive Vice President	None	0	NA	NA
Victoria H. Rhea Houma, LA USA	South Louisiana Bank Vice- President	South Louisiana Bank Vice-President	Keith Rhea Consulting Community Property	0.65%	NA	NA
			Management Information Solutions, LLC Community Property			NA
			Harris Ventrues, LLC Member			NA
David G. Roger Houma, LA USA	South Louisiana Bank Vice-President	South Louisiana Bank Vice-President	None	0	NA	NA
Robert L. Ross Houma, LA USA	South Louisiana Bank Vice-President	South Louisiana Bank Vice-President	None	0	NA	NA