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Board of Governors of the Federal Reserve System



Annual Report of Bank Holding Companies—FR Y-6

1134359

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)). 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 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). 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 Bank Holding Companies* must be signed by one director of the top-tier bank holding company. This individual should also be a senior official of the top-tier bank holding company. In the event that the top-tier bank 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 bank holding company's fiscal year-end):
December 31, 2011
Month / Day / Year

I. Paul A. Durand, President & CEO
Name of the Bank Holding Company Director and Official

Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
St. Martin Bancshares, Inc.
Legal Title of Bank Holding Company
301 South Main Street / PO Box 199
(Mailing Address of the Bank Holding Company) Street / P.O. Box
Saint Martinville LA 70582
City State Zip Code

attest that the *Annual Report of Bank Holding Companies* (including the supporting attachments) for this report date have 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.

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:
Guy M. Labbe' Exec. Vice President/CFO
Name Title
337-394-7816
Area Code / Phone Number / Extension
337-394-5836
Area Code / FAX Number
guy_labbe@stmartinbank.com
E-mail Address

Paul A. Durand
Signature of Bank Holding Company Director and Official
2/6/12
Date of Signature

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

For bank 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

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

For Federal Reserve Bank Use Only
RSSD ID _____
C.I. _____

ST. MARTIN BANCSHARES, INC.
ANNUAL REPORT OF HOLDING COMPANY
FORM FR Y-6
DECEMBER 31, 2011

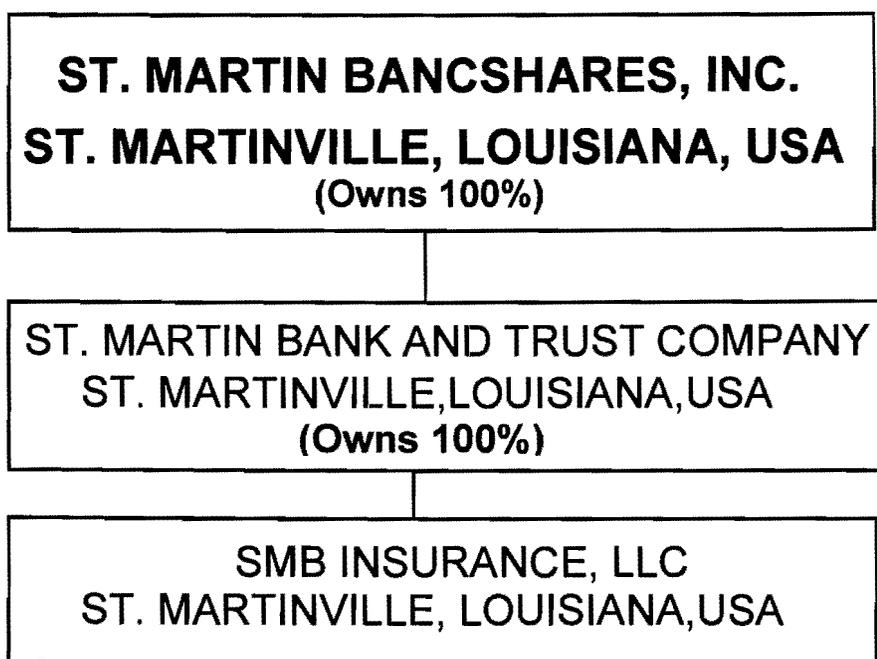
Report Item #1: ANNUAL REPORT TO SHAREHOLDERS

St. Martin Bancshares, Inc. submits an informal annual report to shareholders at its annual shareholders meeting which normally occurs in June each year. A copy of the annual report for the year 2011 which will be submitted to shareholders at the annual meeting in June, 2012 will be forwarded as soon as it is available.

ST. MARTIN BANCSHARES, INC.

FORM FR Y-6

Report Item #2: ORGANIZATIONAL CHART



ST. MARTIN BANCSHARES, INC.

FORM FR Y-6

Report Item #3: SHAREHOLDERS

Item 3-1

Shareholders with an ownership greater than 5%
207,621 shares outstanding as of December 31, 2011.

| <u>(1)(a)</u> <u>Name, city and state/country</u> | <u>(1)(b)</u> <u>Citizenship</u> | <u>(1)(c)</u> <u>Number and Percentage</u> <u>of Shares of Stock Owned</u> |
|--|---|---|
| Emile J. Barras St. Martinville, Louisiana / USA | USA | 22,020 - 10.6% |
| Joann Provost Fuselier, St. Martinville, Louisiana / USA | USA | 20,609 - 9.9% |

Item 3-2

| <u>(2)(a)</u> <u>Name, city and state/country</u> | <u>(2)(b)</u> <u>Citizenship</u> | <u>(2)(c)</u> <u>Number and Percentage</u> <u>of Shares of Stock Owned</u> |
|--|---|---|
| None | None | None |

ST. MARTIN BANCSHARES, INC.
ANNUAL REPORT OF HOLDING COMPANY
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DECEMBER 31, 2011

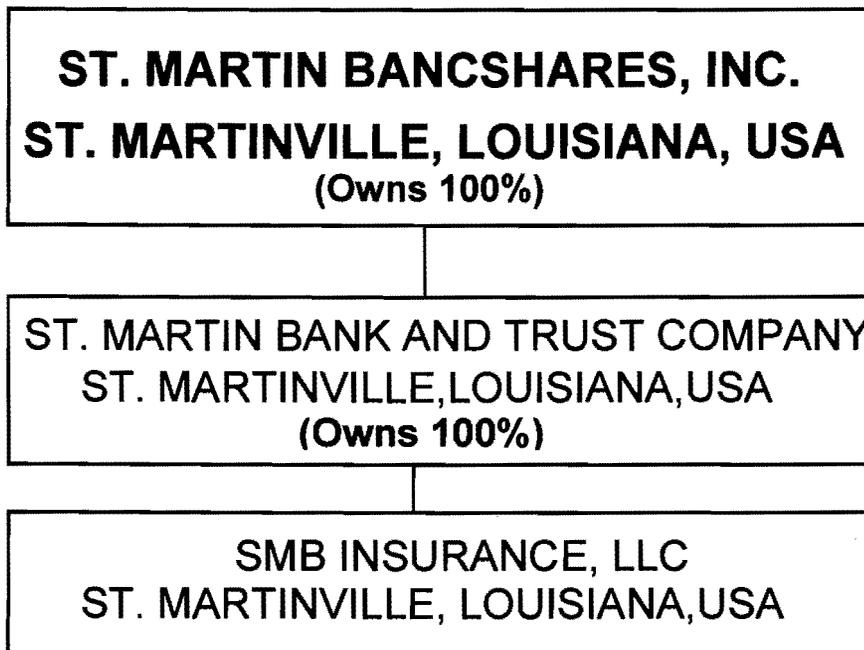
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|--|---|---|
| None | None | None |

ST. MARTIN BANCSHARES, INC.

FORM FR Y-6

Item #4: DIRECTORS AND EXECUTIVE OFFICERS

| (1) Name, city and State/country | (2) Principal Occupation Other than Holding Company | (3)(a) Title & Position with Bank Holding Company | (3)(b) Title & Position with Subsidiary— St. Martin Bank & Trust Company | (3)(c) Title & Position with other Businesses | (4)(a) Percentage of Voting Shares in Bank Holding Company | (4)(b) Percentage of Voting Shares in Subsidiaries | (4)(c) Percentage of Voting with other Businesses |
|--|---|--|--|---|--|--|--|
| Emile J. Barras St. Martinville Louisiana / USA | Retired Contractor | Chairman Director | Chairman Director | President of: (Emile Barras Stables, Inc.) President of: (Emile Barras Farms, LLC) Officer of: (Joseph Barras Farms) Part Owner of: Barras & Durand Rentals, LLC | 10.6% | N/A | Emile Barras Stables, Inc. (100.0%) Emile Barras Farms, LLC (100.0%) Joseph Barras Farms (75.0%) Barras&Durand Rental LLC (50%) |
| Daniel G. Guidry St. Martinville Louisiana / USA | Attorney | Director | Director | Owner of: (Daniel G Guidry, PLC) Partner of: (Guidry & Guidry, PLC) Stockholder of: (Docatty Stables, Inc.) | 3.0% | N/A | Daniel G. Guidry, PLC (100.0%) Guidry & Guidry, PLC (50.0%) Docatty Stables, LLC (50.0%) |
| Larry J. Comeaux St. Martinville Louisiana / USA | SMB Chairman, Emer. Director | Chairman, Emer. Director | Chairman, Emer. Director | President of: (J.E.E. Corporation) President of: (NEW J.E.E. Corporation) | 4.6% | N/A N/A | J.E.E. Corporation (50.0%) NEW J.E.E Corporation (50.0%) |

| | | | | | | | |
|---|-----------|--------------------------------|------|-----|------|-----|-----|
| Joann P. Fuselier St. Martinville Louisiana / USA | Homemaker | Principal Securities Holder | None | N/A | 9.9% | N/A | N/A |
|---|-----------|--------------------------------|------|-----|------|-----|-----|

Item #4: DIRECTORS AND EXECUTIVE OFFICERS (cont.)

| (1) Name , city and State/country | (2) Principal Occupation Other than Holding Company | (3)(a) Title & Position with Bank Holding Company | (3)(b) Title & Position with Subsidiary--- St. Martin Bank & Trust Company | (3)(c) Title & Position with other Businesses | (4)(a) Percentage of Voting Shares in Bank Holding Company | (4)(b) Percentage of Voting Shares in Subsidiaries | (4)(c) Percentage of Voting with other Businesses |
|--|---|--|--|--|--|--|--|
| Paul J. Hardy Baton Rouge Louisiana / USA | Retired Attorney/ Consultant | Director | Director | President of: (Paul Hardy Consultants) Part Owner of: (St. Agnes Nursing Home Partnership) Part Owner & Chairman of: (St. Agnes Nursing HealthCare and Rehabilitation Inc) Part Owner & Chairman of: (St. Agnes Land Co, LLC) | 1.7% | N/A | Paul Hardy Consultants (100.0%) St. Agnes Nursing Home (25.0%) St. Agnes Nursing Home (25.0%) St. Agnes Land Co, LLC (33.3%) |
| Lawrence C. Lvert, III St. Martinville Louisiana / USA | Manager of Farming Operations | Director Secr/Treas | Director | Director of: (Lvert-St. John, Inc) Vice President of: (LA Sugar Cane Co-op, Inc.) Stockholder of: (Lvert Mercantile, Co., Inc.) Stockholder of: (J. B. Lvert Land Co.) Administrator of: (Lvert Family Property, LLC) | 4.3% | N/A | Lvert-St. John, Inc. (84.0 Shares) LA Sugar Cane Co-op, Inc. (674.0 Shares) Lvert Mercantile Co., Inc. (731.0 Shares) J. B. Lvert Land Co. (4,347.0 Shares) Lvert Family Property, LLC (1,122.0 Shares) |

| | | | | | | | |
|--|--|----------|----------|--|------|-----|---|
| Daniel J. Menard Scott Louisiana / USA | | Director | Director | Owner of: (Centurian Investments, LLC) Owner of: (Centurian Properties, LLC) Part Owner of: (Commercial Park East, LLC) Part Owner of: (Commercial Park South, LLC) | 1.5% | N/A | Centurian Investments, LLC (100%) Centurian Properties, LLC (100%) Commercial Park East LLC (12.5%) Commercial Park South, LLC (10%) |
|--|--|----------|----------|--|------|-----|---|

| | | | | | | | |
|--|----------------------------------|---------------------------|---------------------------|---|------|-----|-------------------------------------|
| Paul A. Durand Lafayette Louisiana / USA | SMB President/CEO Director | President/CEO Director | President/CEO Director | President (H.J.D. Investments, Inc.) | 1.8% | N/A | H.J.D. Investments, Inc. (33.3%) |
|--|----------------------------------|---------------------------|---------------------------|---|------|-----|-------------------------------------|

Item #4: DIRECTORS AND EXECUTIVE OFFICERS (cont.)

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|--|---|--|--|---|--|--|---|
| Guy M. Labbe Baton Rouge Louisiana / USA | SMB Exec. Vice Pres Director C.F.O. | Exec. Vice Pres Director C.F.O. | Exec. Vice Pres Director C.F.O. | N/A | 1.1% | N/A | N/A |
| Janet M. Douet St. Martinville Louisiana / USA | SMB Sr. Vice President | N/A | Sr. Vice President | N/A | 0.0% | N/A | N/A |
| William Melancon, II Carencro Louisiana / USA | SMB Sr. Vice President | N/A | Sr. Vice President | N/A | 0.0% | N/A | N/A |
| Ronald W. Petree Welsh Louisiana / USA | SMB Sr. Vice President | N/A | Sr. Vice President | N/A | 0.0% | N/A | N/A |

Mark A. Berard
St. Martinville
Louisiana / USA

SMB
Sr. Vice President

N/A

Sr. Vice President N/A

0.0%

N/A

N/A

Cindy G. Johnstone
St. Martinville
Louisiana / USA

SMB
Vice President

N/A

Vice President N/A

0.0%

N/A

N/A