

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, **REX G. JOHNSON**

Name of the Holding Company Director and Official

SECRETARY

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

01/18/2016

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 1130678

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

HODGE BANCSHARES, INC

Legal Title of Holding Company

P.O. BOX 1600

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

HODGE

LA

71247-1600

City

State

Zip Code

4619 QUITMAN HWY

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

FRANK E. JOHNSON III

VP

(HODGE BANK)

Name

Title

3182597362

Area Code / Phone Number / Extension

3182599505

Area Code / FAX Number

FEJOHNSON@HODGEBANK.NET

E-mail Address

N/A

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.

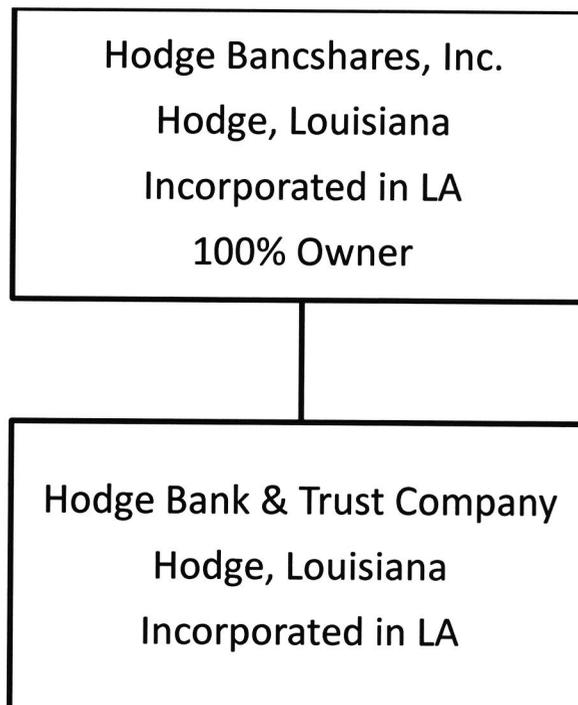
The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

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

Report Item

1.
 - a. The BHC is not required to prepare Form 10K with the SEC.
 - b. The BHC does prepare an annual report for its shareholders. The annual report will be forwarded when received from our accountants.
2. Organizational Chart



No entity on the organization chart has a LEI.

Results: A list of branches for your depository institution: **HODGE BANK & TRUST COMPANY (ID_RSSD:931355)**.
 This depository institution is held by **HODGE BANCSHARES, INC. (1130678) of HODGE,LA**.

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 Effect; **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
OK		Full Service (Head Office)	931355	HODGE BANK & TRUST COMPANY	4619 QUITMAN HIGHWAY	HODGE	LA	71247	JACKSON

Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
UNITED STATES	13164	0	HODGE BANK & TRUST COMPANY	931355	

Form FR Y-6

HODGE BANCSHARES, INC
HODGE, LOUISIANA

Fiscal Year Ending December 31, 2015

Report Item 3: Securities Holders

Current Securities Holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-20XX		Securities Holders not listed in 3(1)(a) through (3)(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-20XX			
(1)(a)	(1)(b)	(1)(c)	(2)(a)	(2)(b)	(2)(c)
Name & Address (City, State, Country)	Country of Citizenship or Incorporation	Number and Percentage of Each Class of Voting Securities	Name & Address (City, State, Country)	Country of Citizenship or Incorporation	Number and Percentage of Each Class of Voting Securities
Frank E. Johnson Quitman, LA, USA	USA	3846 - 28.08% Common Stock	None	N/A	N/A
Rex G. Johnson Quitman, LA, USA	USA	3846 - 28.08% Common Stock			
Frank Henderson Fouke, AR, USA	USA	2308 - 16.85% Common Stock			
Selwyn Kelley Columbus, GA, USA	USA	2222 - 16.22%			

Form FR Y-6

HODGE BANCSHARES, INC
HODGE, LOUISIANA

Fiscal Year Ending December 31, 2015

Report Item 4: Insiders

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

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & Address (City, State, Country)	Principal Occupation if other than with holding company	Title & Position with holding company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Securities in holding company	Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	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)
Frank E. Johnson Quitman, LA, USA	N/A	President & Director	Chairman (Hodge Bank & Trust Co.)	N/A	28.08	None	N/A
Rex G. Johnson Quitman, LA, USA	N/A	Secretary/Treasur er & Director	President/CEO (Hodge Bank &	N/A	28.08	None	N/A
Frank Henderson Fouke, AR, USA	Agriculture Sales	N/A	N/A	N/A	16.85	None	N/A
Selwyn Kelley Columbus, GA, USA	Housewife	N/A	N/A	N/A	16.22	None	N/A

**HODGE BANCSHARES, INC.
AND SUBSIDIARY**

HODGE, LOUISIANA

DECEMBER 31, 2015 AND 2014

HODGE BANCSHARES, INC. AND SUBSIDIARY

HODGE, LOUISIANA

TABLE OF CONTENTS

AUDITED FINANCIAL STATEMENTS

	<u>Page</u>
Independent Auditors' Report	1
Consolidated Balance Sheets	2 - 3
Consolidated Statements of Income	4
Consolidated Statements of Comprehensive Income	5
Consolidated Statements of Changes in Stockholders' Equity	6
Consolidated Statements of Cash Flows	7-8
Notes to Consolidated Financial Statements	9-29

OTHER FINANCIAL INFORMATION

Independent Auditors' Report on Other Financial Information	30
Details of Consolidated Balance Sheet	31
Details of Consolidated Statement of Income	32

AUDITED FINANCIAL STATEMENTS

HEARD, McELROY, & VESTAL

LLC

CERTIFIED PUBLIC ACCOUNTANTS

2808 KILPATRICK BOULEVARD
MONROE, LOUISIANA 71201
318-388-3108 PHONE • 318-323-4266 FAX

302 DEPOT STREET, SUITE A
DELHI, LOUISIANA 71232
318-878-5573 PHONE • 318-878-5872 FAX

March 12, 2016

The Audit Committee and Stockholders
Hodge Bancshares, Inc. and Subsidiary
Hodge, Louisiana

Independent Auditors' Report

We have audited the accompanying consolidated financial statements of Hodge Bancshares, Inc. and Subsidiary, which comprise the consolidated balance sheets as of December 31, 2015 and 2014, and the related consolidated statements of income, comprehensive income, changes in stockholders' equity and cash flows for the years then ended and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes assessing the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Hodge Bancshares, Inc. and Subsidiary as of December 31, 2015 and 2014, and the consolidated results of their operations and their cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Heard, McElroy & Vestal, LLC

Monroe, Louisiana

HMV

A PROFESSIONAL SERVICES FIRM
SHREVEPORT • MONROE • DELHI

hmv@hmvcpa.com E-MAIL
www.hmvcpa.com WEB ADDRESS

HODGE BANCSHARES, INC.
AND SUBSIDIARY

CONSOLIDATED BALANCE SHEETS

	DECEMBER 31	
	2015	2014
ASSETS		
Cash and due from banks	\$ 3,620,022	\$ 2,644,751
Federal funds sold	3,025,000	525,000
Interest-bearing deposits with banks	4,245,362	4,492,780
Securities available-for-sale (Note 2)	9,658,588	12,912,991
Securities to be held-to-maturity (Note 2)	3,174,994	3,378,525
Loans (Notes 1 and 3)	43,688,049	42,956,545
Overdrafts	465,348	99,095
Total loans	44,153,397	43,055,640
Less: Allowance for loan losses (Note 4)	(1,090,223)	(1,004,752)
Net loans	43,063,174	42,050,888
Bank premises and equipment - net (Note 5)	18,819	32,772
Accrued interest receivable	247,838	296,786
Cash surrender value of life insurance (Note 9)	152,366	152,366
Other real estate	-	130,748
Other	122,035	99,230
Total other assets	541,058	711,902
TOTAL ASSETS	<u>\$ 67,328,198</u>	<u>\$ 66,716,837</u>

The accompanying notes are an integral part of these financial statements.

HODGE BANCSHARES, INC.
AND SUBSIDIARY

CONSOLIDATED BALANCE SHEETS - CONTINUED

	DECEMBER 31	
	2015	2014
LIABILITIES AND STOCKHOLDERS' EQUITY		
LIABILITIES		
Deposits		
Demand - non-interest bearing	\$ 11,014,913	\$ 8,485,491
Demand - interest bearing	9,478,745	12,817,615
Certificates of deposit - \$250,000 and over (Note 6)	3,566,988	8,829,284
Certificates of deposit - other (Note 6)	20,129,827	15,317,069
Savings	9,832,160	8,667,870
	54,022,633	54,117,329
Official checks outstanding	263,310	225,306
Accrued interest payable	29,756	35,558
Other liabilities	33,752	36,106
Accumulated postretirement benefits payable (Note 9)	847,292	908,933
	1,174,110	1,205,903
TOTAL LIABILITIES	55,196,743	55,323,232
COMMITMENTS AND CONTINGENT LIABILITIES (Note 12)	-	-
STOCKHOLDERS' EQUITY		
Common stock		
\$1 par value, 1,000,000 shares authorized, 13,697 shares issued - 2015, 13,870 shares issued and outstanding - 2014	13,697	13,870
Capital surplus	565,902	565,902
Retained earnings	11,548,093	10,945,007
Less: Treasury stock, 173 shares at cost for 2014	-	(75,553)
Accumulated other comprehensive income (loss)	3,763	(55,621)
TOTAL STOCKHOLDERS' EQUITY	12,131,455	11,393,605
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ 67,328,198	\$ 66,716,837

The accompanying notes are an integral part of these financial statements.

HODGE BANCSHARES, INC.
AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF INCOME

	YEAR ENDED DECEMBER 31	
	2015	2014
INTEREST INCOME		
Interest and fees on loans	\$ 2,900,468	\$ 2,849,579
Interest on investment securities		
Taxable	246,790	254,787
Tax-exempt	43,922	41,005
Interest on deposits in banks and savings and loans	30,329	35,880
Interest on federal funds sold	5,396	3,137
	<u>3,226,905</u>	<u>3,184,388</u>
INTEREST EXPENSE		
Interest on deposits	170,205	184,328
	<u>170,205</u>	<u>184,328</u>
NET INTEREST INCOME	3,056,700	3,000,060
PROVISION FOR LOAN LOSSES (Note 4)	120,000	125,000
NET INTEREST INCOME AFTER PROVISION FOR LOAN LOSSES	<u>2,936,700</u>	<u>2,875,060</u>
OTHER INCOME		
Service fees and late charges	265,262	260,207
Collection, exchange and safe deposit rental	13,832	9,793
Miscellaneous income	107,340	95,384
	<u>386,434</u>	<u>365,384</u>
OTHER EXPENSES (Note 13)		
Personnel	1,069,349	1,080,393
Occupancy	74,264	92,952
Furniture and equipment	115,637	108,304
Other	371,840	369,657
	<u>1,631,090</u>	<u>1,651,306</u>
NET INCOME	<u>\$ 1,692,044</u>	<u>\$ 1,589,138</u>

The accompanying notes are an integral part of these financial statements.

HODGE BANCSHARES, INC.
AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	YEAR ENDED DECEMBER 31	
	2015	2014
Net income	\$ 1,692,044	\$ 1,589,138
<u>Other comprehensive income before tax:</u>		
Unrealized holding gain arising during period	59,384	271,246
Less - reclassification adjustment for gains realized in net income	-	-
Other comprehensive income (loss), net of tax	59,384	271,246
Comprehensive income	<u>\$ 1,751,428</u>	<u>\$ 1,860,384</u>

The accompanying notes are an integral part of these financial statements.

HODGE BANCSHARES, INC.
AND SUBSIDIARY

CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY
FOR THE TWO YEARS ENDED DECEMBER 31, 2015

	<u>TOTAL</u>	<u>CAPITAL STOCK</u>	<u>CAPITAL SURPLUS</u>
BALANCE - December 31, 2013	\$ 10,382,435	\$ 13,870	\$ 565,902
Net income	1,589,138	-	-
Other comprehensive income	271,246	-	-
Dividends declared	<u>(849,214)</u>	<u>-</u>	<u>-</u>
BALANCE - December 31, 2014	11,393,605	13,870	565,902
Net income	1,692,044	-	-
Other comprehensive income	59,384	-	-
Reclassification of Treasury Stock per Louisiana Law	-	(173)	-
Dividends declared	<u>(1,013,578)</u>	<u>-</u>	<u>-</u>
BALANCE - December 31, 2015	<u>\$ 12,131,455</u>	<u>\$ 13,697</u>	<u>\$ 565,902</u>

The accompanying notes are an integral part of these financial statements.

<u>RETAINED EARNINGS</u>	<u>TREASURY STOCK</u>	<u>ACCUMULATED OTHER COMPREHENSIVE INCOME (LOSS)</u>
\$ 10,205,083	\$ (75,553)	\$ (326,867)
1,589,138	-	-
-	-	271,246
<u>(849,214)</u>	<u>-</u>	<u>-</u>
10,945,007	(75,553)	(55,621)
1,692,044	-	-
-	-	59,384
(75,380)	75,553	-
<u>(1,013,578)</u>	<u>-</u>	<u>-</u>
<u>\$ 11,548,093</u>	<u>\$ -</u>	<u>\$ 3,763</u>

HODGE BANCSHARES, INC.
AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF CASH FLOWS

	YEAR ENDED DECEMBER 31	
	2015	2014
<u>OPERATING ACTIVITIES</u>		
Interest received	\$ 3,275,853	\$ 3,167,613
Fees and commissions received	386,434	365,384
Interest paid	(176,007)	(188,928)
Cash paid to suppliers and employees	(1,681,132)	(1,689,383)
Income taxes paid	-	-
Net cash provided by operating activities	1,805,148	1,654,686
<u>INVESTING ACTIVITIES</u>		
Net change in federal funds sold	(2,500,000)	500,000
Activity in available-for-sale securities:		
Maturities, prepayments and calls	3,367,317	910,179
Purchases	-	(1,404,484)
Activity in held-to-maturity securities:		
Maturities, prepayments and calls	150,000	250,000
Purchases	-	(695,378)
Net change in interest bearing deposits with banks	247,418	1,374,386
Loan originations and principal collections, net	(1,132,286)	(1,385,491)
Purchases of property and equipment	-	(1,651)
Proceeds from sale of other assets	-	10,500
Proceeds from sale of other real estate	130,748	-
Net (increase) decrease in other assets	(22,804)	13,160
Net cash provided by (used in) investing activities	240,393	(428,779)
<u>FINANCING ACTIVITIES</u>		
Net increase in demand deposits, NOW accounts and savings accounts	354,842	664,391
Net increase (decrease) in bank checks outstanding	38,004	122,050
Net increase (decrease) in certificates of deposit	(449,538)	(1,392,791)
Dividends paid	(1,013,578)	(849,214)
Net cash provided by (used in) financing activities	(1,070,270)	(1,455,564)
NET INCREASE (DECREASE) IN CASH AND DUE FROM BANKS	975,271	(229,657)
CASH AND DUE FROM BANKS AT BEGINNING OF YEAR	2,644,751	2,874,408
CASH AND DUE FROM BANKS AT END OF YEAR	\$ 3,620,022	\$ 2,644,751

The accompanying notes are an integral part of these financial statements.

HODGE BANCSHARES, INC.
AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF CASH FLOWS - CONTINUED

	YEAR ENDED DECEMBER 31	
	2015	2014
<u>RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES</u>		
Net income	\$ 1,692,044	\$ 1,589,138
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	13,953	15,409
Postretirement benefits expense	(61,641)	(64,586)
Provision for loan losses	120,000	125,000
(Increase) decrease in:		
Accrued interest receivable	48,948	(16,775)
Increase (Decrease) in:		
Accrued interest payable	(5,802)	(4,600)
Accrued expenses	(2,354)	11,100
Net cash provided by (used in) operating activities	\$ 1,805,148	\$ 1,654,686

DISCLOSURE OF ACCOUNTING POLICY

For the purpose of presentation in the Statements of Consolidated Cash Flows, cash and cash equivalents are defined as those amounts included in the balance sheet caption "Cash and due from banks."

The accompanying notes are an integral part of these financial statements.

HODGE BANCSHARES, INC. AND SUBSIDIARY

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014**NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

Principles of Consolidation - The consolidated financial statements include the accounts of Hodge Bancshares, Inc. (the Company) and its wholly owned subsidiary, Hodge Bank and Trust Company (the Bank). All significant intercompany transactions and balances have been eliminated in consolidation.

Nature of Operations - Hodge Bancshares, Inc. (the Company) was organized in 1984 by certain officers and directors of Hodge Bank and Trust Company (the Bank) for the purpose of acquiring controlling interest in the Bank. On January 29, 1985, certain stockholders of the Bank exchanged 13,870 shares of Bank stock with a par value of \$10 per share for 13,870 shares of Hodge Bancshares, Inc. stock with a par value of \$1 per share and the assumption of debt of \$48.66 per share of stock. Hodge Bancshares, Inc. purchased additional shares so that at December 31, 1985, it owned 89.536% of the Bank's stock. On October 18, 1999, the Company acquired the remaining shares of the Bank's stock, so that it currently owns 100% of the Bank's stock.

The Bank generates commercial mortgage and consumer loans and receives deposits from customers located primarily in Hodge, Louisiana and the surrounding areas. The Bank operates under a state bank charter and provides full banking services. As a state bank, the Bank is subject to regulation by the Louisiana State Office of Financial Institutions and the Federal Deposit Insurance Corporation.

The Bank is subject to competition from other financial institutions, and is also subject to the regulations of certain federal and state agencies and undergoes periodic examinations by those regulatory authorities.

The accounting and reporting policies of Hodge Bancshares, Inc. and Subsidiary conform to accounting principles generally accepted in the United States of America and general practices within the banking industry. The following is a description of the more significant of those policies.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Material estimates that are particularly susceptible to significant change relate to the determination of the allowance for loan losses and fair values of financial instruments. While management uses available information to recognize losses on loans, further reductions in the carrying amounts of loans may be necessary based on changes in local economic conditions. In addition, regulatory agencies, as an integral part of their examination process, periodically review the estimated losses on loans. Such agencies may require the Bank to recognize additional losses based on their judgments about information available to them at the time of their examination. Because of these factors, it is reasonably possible that a material change could occur in the allowance for loan losses in the near term. However, the amount of the change that is reasonably possible cannot be estimated.

Interest-Bearing Deposits in Banks - Interest-bearing deposits in banks mature in one to three years and are carried at cost.

HODGE BANCSHARES, INC. AND SUBSIDIARY

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014**NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – CONTINUED**

Investment Securities – Securities are classified as either held to maturity, available for sale or trading. Management determines the appropriate classification of securities at the time of purchase. If management has the positive intent and ability to hold securities until maturity, then they are classified as held to maturity and carried at cost, adjusted for amortization of premiums and accretion of discounts which are recognized in interest income using the effective interest method over the period to maturity. Securities to be held for indefinite periods of time are classified as securities available for sale and carried at fair value with the unrealized gains and losses reported as a component of other comprehensive income, net of tax. Gains and losses on the sale of securities available for sale are determined using the specific-identification method. Securities held for resale in anticipation of short-term market movements are classified as trading and carried at fair value, with changes in unrealized holding gains and losses included in earnings. The Bank currently has no securities classified as trading.

The Bank reviews securities for impairment on at least an annual basis. Declines in the fair value of held-to-maturity and available for sale securities below their cost that are deemed to be other-than-temporary are reflected in earnings as realized losses to the extent the impairment is related to credit losses. The amount of impairment related to other factors is recognized in other comprehensive income. In estimating other-than-temporary impairment losses, management considers, among other things, the length of time and the extent to which the fair value has been less than cost, the financial condition and the near-term prospects of the issuer, and the intent and ability of the Bank to hold the security for a period of time sufficient to allow for any anticipated recovery in fair value. There were no impairment losses for the years ended December 31, 2015 and 2014.

Premiums and discounts are amortized or accreted over the life of the related security as an adjustment to yield. Dividend and interest income are recognized when earned. Realized gains and losses for securities classified as available-for-sale and held-to-maturity are included in earnings and are derived using the specific identification method for determining the cost of securities sold.

Unrealized holding gains and losses on securities available for sale which have been reported as direct increases or decreases in stockholder's equity, net of any related deferred tax effects, are accounted for as other comprehensive income. Cumulative changes in unrealized gains and losses on such securities are accounted for in accumulated other comprehensive income as part of stockholder's equity.

Loans - Loans that management has the intent and ability to hold for the foreseeable future or until maturity or pay-off generally are reported at their outstanding unpaid principal balances adjusted for charge-offs and the allowance for loan losses. Interest income is accrued on the unpaid principal balance. Loan origination fees and those certain direct origination costs are recognized currently, and are not capitalized and amortized as the effect to income each year is deemed immaterial.

The accrual of interest on loans is discontinued at the time the loan is 90 days past due unless the credit is well-secured and in process of collection. Past due status is based upon contractual terms of the loan. However, loans may be placed on nonaccrual or charged off at an earlier date if collection of principal or interest is considered doubtful.

HODGE BANCSHARES, INC. AND SUBSIDIARY

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014**NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – CONTINUED**

All interest accrued but not collected for loans that are placed on non-accrual or charged off is reversed against interest income. The interest on these loans is accounted for on the cash-basis or cost-recovery method, until qualifying for return to accrual. Loans are returned to accrual status when all the principal and interest amounts contractually due are brought current and future payments are reasonably assured, or when the loan becomes well secured and in the process of collection.

Allowance for Loan Losses - The allowance for loan losses is established as losses are estimated to have occurred through a provision for loan losses charged to income. Loan losses are charged against the allowance when management believes the uncollectibility of a loan balance is confirmed. Subsequent recoveries, if any, are credited to the allowance. The allowance for loan losses is evaluated on a regular basis by management and is based upon management's periodic review of the collectability of the loans in light of historical experience, the nature and volume of the loan portfolio, adverse situations that may affect the borrower's ability to repay, estimated value of any underlying collateral, and prevailing economic conditions. This evaluation is inherently subjective as it requires estimates that are susceptible to significant revision as more information becomes available.

The allowance consists of allocated and general unallocated components. The allocated component relates to loans that are classified by management as either doubtful, substandard or special mention. For such loans that are also classified as impaired, an allowance is established when the collateral value or observable market price of the impaired loan is lower than the carrying value of that loan. The general component covers non-classified loans and is based on historical loss experience adjusted for qualitative factors. Other adjustments may be made to the allowance for pools of loans after an assessment of internal or external influences on credit quality that are not fully reflected in the historical loss or risk rating data.

A loan is considered impaired when, based on current information and events, it is probable that the Bank will be unable to collect the scheduled payments of principal or interest when due according to the contractual terms of the loan agreement. Factors considered by management in determining impairment include payment status, collateral value, and the probability of collecting scheduled principal and interest payments when due. Loans that experience insignificant payment delays and payment shortfalls generally are not classified as impaired. Management determines the significance of payment delays and payment shortfalls on a case-by-case basis, taking into consideration all of the circumstances surrounding the loan and the borrower, including the length of the delay, the reasons for the delay, the borrower's prior payment record, and the amount of the shortfall in relation to the principal and interest owed. Groups of loans with similar risk characteristics are collectively evaluated for impairment based on the group's historical loss experience adjusted for changes in trends, economic conditions, and other relevant factors that affect repayment of the loans. Accordingly, the Bank does not separately identify individual consumer loans for impairment measurements, unless such loans are the subject of a restructuring agreement due to financial difficulties of the borrower.

Bank Premises and Equipment - Land is carried at cost. Other premises and equipment are stated at cost less accumulated depreciation computed principally by the straight-line method for financial reporting purposes and accelerated methods for income tax purposes. Maintenance and repairs are expensed as incurred while major additions and improvements are capitalized. When premises, automobiles and equipment are retired or otherwise disposed of, the cost of the assets and related accumulated depreciation are removed from the accounts and the resulting gains or losses are recognized.

HODGE BANCSHARES, INC. AND SUBSIDIARY

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014**NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – CONTINUED**

Other Real Estate – Other real estate represents property acquired through foreclosure or deeded in lieu of foreclosure on loans on which the borrowers have defaulted as to payment of principal and interest. These properties are carried at the lower of cost of acquisition or the asset's fair value less estimated selling costs. Reductions in the balance at the date of acquisition are charged to the allowance for loan losses. Any subsequent write-downs to reflect current fair value are charged to noninterest expense. After foreclosure, valuations are periodically performed by management and property held for sale is carried at the lower of the new cost basis or fair value. The Bank held \$0 and \$130,748 in other real estate, and there were no allowances for possible write-downs in the value of other real estate owned at December 31, 2015 or 2014, respectively.

Advertising Costs - Advertising costs are expensed as incurred. Advertising costs totaled \$12,427 and \$14,636 for the years ended December 31, 2015 and 2014, respectively.

Income Taxes - Hodge Bank and Trust Company and Hodge Bancshares, Inc. file a consolidated federal income tax return. Hodge Bancshares, Inc. elected S Corporation status effective January 1, 2000. Under those provisions, the Company does not pay corporate income taxes on its taxable income. Instead, the stockholders are liable for individual income taxes on their respective share of the Company's net income at the individual stockholder level. As such, no provision for income taxes has been recorded by the Company. However, the Company is required to review various tax positions it has taken with respect to the continued applicability of its tax status as an S corporation, and whether it is appropriately filing tax returns for all jurisdictions for which it has nexus. The Company does not expect its positions to change significantly over the next twelve months. Any penalties related to late filing or other requirements would be recognized as penalties expense in the Company's accounting records.

The Company files U.S. federal and Louisiana state income tax returns. The Company's federal and state income tax returns for the tax years 2012 and beyond remain subject to examination by the Internal Revenue Service and La. Department of Revenue.

Compensated Absences - Employees of the Bank are entitled to paid vacations, sick days and other time off depending on job classification, length of service and other factors. The Bank does not accumulate vacation or sick time. The estimate for the amount of compensation for future absences was immaterial and, accordingly, no liability has been recorded in the accompanying financial statements. The Bank's policy is to recognize the costs of compensated absences when paid to employees.

Treasury Stock – On January 1, 2015 the Louisiana Business Corporation Act (the Act) became effective. Under the provisions of the Act, there is no concept of "Treasury Shares". Rather, shares purchased by the Company constitute authorized but unissued shares. Under Accounting Standards Codification (ASC) 505-30, *Treasury Stock*, accounting for treasury stock shall conform to state law. Accordingly, the Company's Consolidated Statement of Financial Condition as of December 31, 2015 reflects this change. The cost of shares purchased by the Company has been allocated to Common Stock and Retained Earnings balances.

HODGE BANCSHARES, INC. AND SUBSIDIARY

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014**NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – CONTINUED**

Off-Balance-Sheet Instruments - In the ordinary course of business the Bank has entered into off-balance-sheet financial instruments consisting of commitments to extend credit, commitments under credit card arrangements, commercial letters of credit and standby letters of credit. Such financial instruments are recorded in the financial statements when they are funded or related fees are incurred or received.

NOTE 2 - INVESTMENT SECURITIES

The carrying amounts (amortized cost) of investments securities and their approximate fair values are as follows:

Securities available for sale December 31, 2015	Amortized Cost	Unrealized Gains	Unrealized Losses	Fair Value
Debt securities:				
U. S. Government agency securities	\$ 7,429,749	\$ 3,081	\$ 77,077	\$ 7,355,753
Mortgage backed securities and CMO's	2,225,076	77,759	-	2,302,835
	<u>\$ 9,654,825</u>	<u>\$ 80,840</u>	<u>\$ 77,077</u>	<u>\$ 9,658,588</u>
Securities to be held to maturity December 31, 2015	Amortized Cost	Unrealized Gains	Unrealized Losses	Fair Value
State and municipal securities	<u>\$ 3,174,994</u>	<u>\$ 13,686</u>	<u>\$ 4,814</u>	<u>\$ 3,183,866</u>
Securities available for sale December 31, 2014	Amortized Cost	Unrealized Gains	Unrealized Losses	Fair Value
Debt securities:				
U. S. Government agency securities	\$ 9,864,536	\$ 650	\$ 183,066	\$ 9,682,120
Mortgage backed securities and CMO's	3,104,076	126,795	-	3,230,871
	<u>\$ 12,968,612</u>	<u>\$ 127,445</u>	<u>\$ 183,066</u>	<u>\$ 12,912,991</u>
Securities to be held to maturity December 31, 2014	Amortized Cost	Unrealized Gains	Unrealized Losses	Fair Value
State and municipal securities	<u>\$ 3,378,525</u>	<u>\$ 6,601</u>	<u>\$ 19,133</u>	<u>\$ 3,365,993</u>

Securities with carrying amounts of approximately \$3,995,325 at December 31, 2015, and \$6,765,188 at December 31, 2014, were pledged to secure public deposits and for other purposes required or permitted by law.

HODGE BANCSHARES, INC. AND SUBSIDIARY

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014

NOTE 2 - INVESTMENT SECURITIES - CONTINUED

The carrying value and estimated market value of investment debt securities available for sale at December 31, 2015, by contractual maturity, are shown below. Expected maturities will differ from contractual maturities because borrowers may have the right to call or repay obligations with or without call or prepayment penalties.

The amortized cost and estimated fair value of investment securities at December 31, 2015, by contractual maturity, were as follows:

	Securities available - for-sale		Securities to be held to maturity	
	Amortized Cost	Fair Value	Amortized Cost	Fair Value
Due in one year or less	\$ 3,454	\$ 3,471	\$ -	\$ -
Due from one to five years	6,878,145	6,821,430	3,060,842	3,065,666
Due from five to ten years	1,739,141	1,771,680	114,152	118,200
Due after ten years	1,034,085	1,062,007	-	-
	<u>\$ 9,654,825</u>	<u>\$ 9,658,588</u>	<u>\$ 3,174,994</u>	<u>\$ 3,183,866</u>

For the year ended December 31, 2015, proceeds from sales and redemptions of securities available for sale and held to maturity amounted to \$3,517,317 with no realized gain or loss.

Information pertaining to securities with gross unrealized losses at December 31, 2015 and 2014, aggregated by investment category and length of time that individual securities have been in a continuous loss position, follows:

	Less Than Twelve Months		Over Twelve Months		Total	
	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses	Fair Value
December 31, 2015						
<u>Securities available-for-sale</u>						
Debt securities:						
U.S. Government agency securities						
- Notes	\$ 26,546	\$ 2,471,286	\$ 50,531	\$ 2,947,156	\$ 77,077	\$ 5,418,442
- Mortgage backed securities and pools	-	-	-	-	-	-
	<u>\$ 26,546</u>	<u>\$ 2,471,286</u>	<u>\$ 50,531</u>	<u>\$ 2,947,156</u>	<u>\$ 77,077</u>	<u>\$ 5,418,442</u>
<u>Securities to be held to maturity</u>						
State and municipal securities	\$ 1,074	\$ 1,050,867	\$ 3,740	\$ 376,566	\$ 4,814	\$ 1,427,433

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014

NOTE 2 - INVESTMENT SECURITIES - CONTINUED

December 31, 2014	Less Than Twelve Months		Over Twelve Months		Total	
	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses	Fair Value
	<u>Securities available-for-sale</u>					
Debt securities:						
U.S. Government agency securities						
- Notes	\$ 8,201	\$ 2,058,780	\$ 174,865	\$ 7,279,023	\$ 183,066	\$ 9,337,803
- Mortgage backed securities and pools	-	-	-	-	-	-
	<u>\$ 8,201</u>	<u>\$ 2,058,780</u>	<u>\$ 174,865</u>	<u>\$ 7,279,023</u>	<u>\$ 183,066</u>	<u>\$ 9,337,803</u>
<u>Securities to be held to maturity</u>						
State and municipal securities	<u>\$ 6,569</u>	<u>\$ 1,130,621</u>	<u>\$ 12,564</u>	<u>\$ 925,860</u>	<u>\$ 19,133</u>	<u>\$ 2,056,481</u>

Management evaluates securities for other-than-temporary impairment at least on an annual basis. Consideration is given to (1) the length of time and the extent to which the fair value has been less than cost, (2) the financial condition and near-term prospects of the issuer, and (3) the intent and ability of the Bank to retain its investment in the issuer for a period of time sufficient to allow for any anticipated recovery in fair value. Declines in fair value of held to maturity and available for sale securities below their cost that are deemed to be other than temporary are reflected in earnings as realized losses to the extent impairment is related to credit losses. The amount of impairment related to other factors is recognized in other comprehensive income. Management has determined that there was no other-than-temporary impairment associated with these securities at December 31, 2015 and 2014.

NOTE 3 - LOANS

Major classifications of loans at December 31, are as follows:

	2015	2014
Real estate	\$ 28,122,590	\$ 25,567,154
Consumer	5,864,558	5,867,421
Commercial & Industrial	9,700,901	11,521,970
	<u>\$ 43,688,049</u>	<u>\$ 42,956,545</u>

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014

NOTE 3 - LOANS - CONTINUED

Maturity and repricing information on loans outstanding at December 31, 2015 is as follows:

<u>MATURITY/REPRICING DATES</u>						
	<u>3 Months or Less</u>	<u>3-12 Months</u>	<u>1-3 Years</u>	<u>3-5 Years</u>	<u>More Than 5 Years</u>	<u>Total</u>
Real Estate						
Fixed rates	\$ 5,502,152	\$ 8,955,126	\$ 8,342,111	\$ 3,236,667	\$ 838,134	\$ 26,874,190
Variable rates	-	1,248,400	-	-	-	1,248,400
	<u>5,502,152</u>	<u>10,203,526</u>	<u>8,342,111</u>	<u>3,236,667</u>	<u>838,134</u>	<u>28,122,590</u>
Consumer						
Fixed rates	728,450	1,291,490	1,764,884	1,718,445	361,289	5,864,558
Commercial						
Fixed rates	3,303,766	2,979,828	2,307,435	521,769	588,103	9,700,901
Variable rates	-	-	-	-	-	-
	<u>3,303,766</u>	<u>2,979,828</u>	<u>2,307,435</u>	<u>521,769</u>	<u>588,103</u>	<u>9,700,901</u>
TOTALS	<u>\$ 9,534,368</u>	<u>\$ 14,474,844</u>	<u>\$ 12,414,430</u>	<u>\$ 5,476,881</u>	<u>\$ 1,787,526</u>	<u>\$ 43,688,049</u>

The following table details loans individually and collectively evaluated for impairment at December 31, 2015 and 2014:

	<u>Loans Evaluated for Impairment</u>		
	<u>Individually</u>	<u>Collectively</u>	<u>Total</u>
2015			
Real Estate:			
Construction & Land Development	260,072	2,184,944	2,445,016
Farmland	-	2,148,083	2,148,083
Closed-End 1-4 Family Residential First Liens	1,048,269	16,825,817	17,874,086
Closed-End 1-4 Family Residential Junior Liens	28,746	842,115	870,861
Non-Farm, Non Residential	-	4,784,544	4,784,544
Commercial and Industrial	2,617,243	7,083,658	9,700,901
Individual - Family, Personal, Installment	410,831	5,453,727	5,864,558
	<u>4,365,161</u>	<u>39,322,888</u>	<u>43,688,049</u>
2014			
Real Estate:			
Construction & Land Development	181,525	2,137,760	2,319,285
Farmland	-	2,222,404	2,222,404
Closed-End 1-4 Family Residential First Liens	1,111,364	15,929,854	17,041,218
Closed-End 1-4 Family Residential Junior Liens	30,874	751,910	782,784
Non-Farm, Non Residential	-	3,201,463	3,201,463
Commercial and Industrial	2,307,194	9,214,776	11,521,970
Individual - Family, Personal, Installment	379,276	5,488,145	5,867,421
	<u>4,010,233</u>	<u>38,946,312</u>	<u>42,956,545</u>

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014

NOTE 3 – LOANS - CONTINUED

At December 31, 2015 and 2014, the carrying amount of impaired loans and the related allowance consisted

2015	Impaired Loans				
	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Recorded Investment	Interest Income Recognized
With no related allowance recorded:					
Real Estate	1,187,951	1,187,951	-	1,144,812	80,400
Commercial and Industrial	1,746,905	1,746,905	-	1,766,649	106,522
Individual - Family, Personal, Installment	235,195	235,195	-	252,557	2,363
Subtotal	3,170,051	3,170,051	-	3,164,017	189,285
With an allowance recorded:					
Real Estate	145,369	145,369	29,539	183,730	37,968
Commercial and Industrial	874,105	874,105	703,105	697,454	13,680
Individual - Family, Personal, Installment	175,636	175,636	89,136	142,497	12,975
Subtotal	1,195,110	1,195,110	821,780	1,023,680	64,623
Total:					
Real Estate	1,333,320	1,333,320	29,539	1,328,542	118,368
Commercial and Industrial	2,621,010	2,621,010	703,105	2,464,102	120,202
Individual - Family, Personal, Installment	410,831	410,831	89,136	395,054	15,338
Total	<u>4,365,161</u>	<u>4,365,161</u>	<u>821,780</u>	<u>4,187,697</u>	<u>253,908</u>
2014					
With no related allowance recorded:					
Real Estate	1,101,672	1,101,672	-	550,836	49,575
Commercial and Industrial	1,786,392	1,786,392	-	915,678	73,254
Individual - Family, Personal, Installment	269,919	269,919	-	172,433	25,865
Subtotal	3,157,983	3,157,983	-	1,638,947	148,694
With an allowance recorded:					
Real Estate	222,091	222,091	24,019	370,450	37,968
Commercial and Industrial	520,802	520,802	389,802	482,807	6,330
Individual - Family, Personal, Installment	109,357	109,357	61,492	177,506	28,244
Subtotal	852,250	852,250	475,313	1,030,763	72,542
Total:					
Real Estate	1,323,763	1,323,763	24,019	921,286	87,543
Commercial and Industrial	2,307,194	2,307,194	389,802	1,398,485	79,584
Individual - Family, Personal, Installment	379,276	379,276	61,492	349,939	54,109
Total	<u>4,010,233</u>	<u>4,010,233</u>	<u>475,313</u>	<u>2,669,710</u>	<u>221,236</u>

HODGE BANCSHARES, INC. AND SUBSIDIARY

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014

NOTE 3 – LOANS - CONTINUED

The evaluation for probable loss on specific loans is based on an ongoing analysis and evaluation of classified loans. If determined to be impaired, the loan is evaluated using one of the valuation criteria permitted under *FASB ASC Topic 310*. If, after review, a specific valuation allowance is not assigned to the loan and the loan is not considered to be impaired, the loan remains with a pool of similar risk-rated loans and is evaluated collectively.

Credit Indicators

Loans are categorized into risk categories based on relevant information about the ability of borrowers to service their debt, such as: current financial information, historical payment experience, credit documentation, public information, and current economic trends, among other factors. The following definitions are utilized for risk ratings, which are consistent with the definitions used in supervisory guidance:

Special Mention – These loans reveal emerging weaknesses, specifically in repayment of the loan and need to be monitored on a regular basis. These loans have potential areas of concern such as excessive delinquencies, little or no principal reduction during the life of the loan, declining financial condition, or external factors such as negative economic or marketing conditions.

Substandard – These loans are inadequately protected by current net worth or pledged collateral. Credit line has shown inability or severe strain in meeting repayment terms, or no repayment has been experienced on the credit.

Doubtful – These loans contain serious weaknesses, such as inadequate repayment experience or collateral exposure. It is unlikely the Bank will collect all monies owed. A Doubtful classification causes the loan to be placed on non-accrual status.

Loss – These loans are considered uncollectible and their continuance as a Bank asset is unwarranted.

Loans not meeting the criteria above that are analyzed individually as part of the above described process are considered to be pass rated loans.

The table below illustrates the carrying amount of loans by credit quality indicator at December 31, 2015 and 2014:

2015	Special					Total
	Pass	Mention	Substandard	Doubtful	Loss	
Real Estate:						
Construction & Land Development	2,445,016	-	-	-	-	2,445,016
Farmland	2,148,083	-	-	-	-	2,148,083
Closed-End 1-4 Family Residential First Liens	17,753,696	-	120,390	-	-	17,874,086
Closed-End 1-4 Family Residential Junior Liens	845,882	-	24,979	-	-	870,861
Non-Farm, Non Residential	4,784,544	-	-	-	-	4,784,544
Commercial and Industrial	8,826,796	-	874,105	-	-	9,700,901
Individual - Family, Personal, Installment	5,688,922	-	175,636	-	-	5,864,558
	<u>42,492,939</u>	<u>-</u>	<u>1,195,110</u>	<u>-</u>	<u>-</u>	<u>43,688,049</u>

HODGE BANCSHARES, INC. AND SUBSIDIARY

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014

NOTE 3 – LOANS - CONTINUED

2014	Pass	Special			Loss	Total
		Mention	Substandard	Doubtful		
Real Estate:						
Construction & Land Development	2,319,285	-	-	-	-	2,319,285
Farmland	2,222,404	-	-	-	-	2,222,404
Closed-End 1-4 Family Residential First Liens	16,851,545	-	189,673	-	-	17,041,218
Closed-End 1-4 Family Residential Junior Liens	750,366	-	32,418	-	-	782,784
Non-Farm, Non Residential	3,201,463	-	-	-	-	3,201,463
Commercial and Industrial	11,023,805	-	498,165	-	-	11,521,970
Individual - Family, Personal, Installment	5,758,064	-	109,357	-	-	5,867,421
	<u>42,126,932</u>	<u>-</u>	<u>829,613</u>	<u>-</u>	<u>-</u>	<u>42,956,545</u>

A summary of current, past due and non-accrual loans at December 31, 2015 and 2014, is as follows:

2015	Past Due 30-89 Days	Past Due Over 90 Days		Total Past Due	Current	Total Loans
		and Accruing	Non- Accruing			
Real Estate:						
Construction & Land Development	-	-	-	-	2,445,016	2,445,016
Farmland	-	-	-	-	2,148,083	2,148,083
Closed-End 1-4 Family Residential First Liens	238,564	-	263,992	502,556	17,371,530	17,874,086
Closed-End 1-4 Family Residential Junior Liens	-	-	-	-	870,861	870,861
Non-Farm, Non Residential	-	-	-	-	4,784,544	4,784,544
Commercial and Industrial	220,621	32,470	385,348	638,439	9,062,462	9,700,901
Individual - Family, Personal, Installment	244,038	2,932	216,447	463,417	5,401,141	5,864,558
	<u>703,223</u>	<u>35,402</u>	<u>865,787</u>	<u>1,604,412</u>	<u>42,083,637</u>	<u>43,688,049</u>

2014	Past Due 30-89 Days	Past Due Over 90 Days		Total Past Due	Current	Total Loans
		and Accruing	Non- Accruing			
Real Estate:						
Construction & Land Development	98,412	-	-	98,412	2,220,873	2,319,285
Farmland	-	-	-	-	2,222,404	2,222,404
Closed-End 1-4 Family Residential First Liens	238,231	-	336,767	574,998	16,466,220	17,041,218
Closed-End 1-4 Family Residential Junior Liens	-	-	28,732	28,732	754,052	782,784
Non-Farm, Non Residential	-	-	-	-	3,201,463	3,201,463
Commercial and Industrial	36,993	-	21,802	58,795	11,463,175	11,521,970
Individual - Family, Personal, Installment	233,865	-	245,595	479,460	5,387,961	5,867,421
	<u>607,501</u>	<u>-</u>	<u>632,896</u>	<u>1,240,397</u>	<u>41,716,148</u>	<u>42,956,545</u>

HODGE BANCSHARES, INC. AND SUBSIDIARY

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014**NOTE 4 - ALLOWANCE FOR LOAN LOSSES**

Changes in the allowance for loan losses for the year ended December 31, were as follows:

	<u>2015</u>	<u>2014</u>
Balance, beginning of year	\$ 1,004,752	\$ 902,166
Provision for loan losses	<u>120,000</u>	<u>125,000</u>
	1,124,752	1,027,166
Recoveries	<u>15,970</u>	<u>34,989</u>
	1,140,722	1,062,155
Loans charged off	(50,499)	(57,403)
Balance, end of year	<u>\$ 1,090,223</u>	<u>\$ 1,004,752</u>

The following tables detail the balance in the allowance for loan losses by portfolio segment at December 31, 2015 and 2014:

	<u>Balance January 1, 2015</u>	<u>Provision for Loan Losses</u>	<u>Loans Charged Off</u>	<u>Recoveries</u>	<u>Balance December 31, 2014</u>
2015					
Real Estate:					
Construction & Land Development	41,823	(36,099)	-	-	5,724
Farmland	18,509	(12,521)	-	-	5,988
Closed-End 1-4 Family Residential First Liens	145,450	(70,693)	-	-	74,756
Closed-End 1-4 Family Residential Junior Liens	6,262	8,234	-	-	14,497
Non-Farm, Non Residential	26,663	(13,325)	-	-	13,338
Commercial and Industrial	564,563	227,103	(5,548)	1,500	787,618
Individual - Family, Personal, Installment	<u>201,483</u>	<u>17,301</u>	<u>(44,951)</u>	<u>14,470</u>	<u>188,303</u>
	<u>1,004,752</u>	<u>120,000</u>	<u>(50,499)</u>	<u>15,970</u>	<u>1,090,223</u>
2014					
Real Estate:					
Construction & Land Development	60,355	(18,532)	-	-	41,823
Farmland	6,316	12,192	-	-	18,509
Closed-End 1-4 Family Residential First Liens	81,429	64,021	-	-	145,450
Closed-End 1-4 Family Residential Junior Liens	20,248	(13,986)	-	-	6,262
Non-Farm, Non Residential	86,746	(60,083)	-	-	26,663
Commercial and Industrial	453,757	105,309	(1,672)	7,169	564,563
Individual - Family, Personal, Installment	<u>193,315</u>	<u>36,079</u>	<u>(55,731)</u>	<u>27,820</u>	<u>201,483</u>
	<u>902,166</u>	<u>125,000</u>	<u>(57,403)</u>	<u>34,989</u>	<u>1,004,752</u>

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014

NOTE 4 - ALLOWANCE FOR LOAN LOSSES - Continued

2015	Allowance for Loan Losses		
	Disaggregated by Impairment Method		
	<u>Individually</u>	<u>Collectively</u>	<u>Total</u>
Real Estate:			
Construction & Land Development	-	5,724	5,724
Farmland	-	5,988	5,988
Closed-End 1-4 Family Residential First Liens	17,390	57,366	74,756
Closed-End 1-4 Family Residential Junior Liens	12,149	2,348	14,497
Non-Farm, Non Residential	-	13,338	13,338
Commercial and Industrial	703,105	84,513	787,618
Individual - Family, Personal, Installment	89,136	99,167	188,303
	<u>821,780</u>	<u>268,443</u>	<u>1,090,223</u>
2014	Allowance for Loan Losses		
	Disaggregated by Impairment Method		
	<u>Individually</u>	<u>Collectively</u>	<u>Total</u>
Real Estate:			
Construction & Land Development	24,019	17,804	41,823
Farmland	-	18,509	18,509
Closed-End 1-4 Family Residential First Liens	-	145,450	145,450
Closed-End 1-4 Family Residential Junior Liens	-	6,262	6,262
Non-Farm, Non Residential	-	26,663	26,663
Commercial and Industrial	389,802	174,761	564,563
Individual - Family, Personal, Installment	61,492	139,991	201,483
	<u>475,313</u>	<u>529,439</u>	<u>1,004,752</u>

Loans on which the accrual of interest has been discontinued or reduced totaled \$865,787 and \$632,896 at December 31, 2015 and 2014, respectively. Net interest income for 2015 and 2014 would have been higher by approximately \$44,961 and \$26,211, respectively, had interest been accrued at contractual rates on nonperforming loans. No additional funds are committed to be advanced in connection with impaired loans.

HODGE BANCSHARES, INC. AND SUBSIDIARY

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014**NOTE 5 - BANK PREMISES AND EQUIPMENT**

Bank premises and equipment at December 31, consist of the following:

	2015			
	ESTIMATED LIVES	COST	ACCUMULATED DEPRECIATION	NET
Land	-	\$ 10,000	\$ -	\$ 10,000
Building	5 to 40 yrs.	344,379	344,379	-
Furniture and equipment	3 to 40 yrs.	345,922	337,103	8,819
		<u>\$ 700,301</u>	<u>\$ 681,482</u>	<u>\$ 18,819</u>
	2014			
	ESTIMATED LIVES	COST	ACCUMULATED DEPRECIATION	NET
Land	-	\$ 10,000	\$ -	\$ 10,000
Building	5 to 40 yrs.	344,379	344,379	-
Furniture and equipment	3 to 40 yrs.	345,922	323,150	22,772
		<u>\$ 700,301</u>	<u>\$ 667,529</u>	<u>\$ 32,772</u>

Depreciation expense charged to operations totaled \$13,953 and \$15,409 in 2015 and 2014, respectively.

NOTE 6 - TIME DEPOSITS

At December 31, 2015, the scheduled maturities of Certificates of Deposit and IRAs are as follows:

2016	21,039,338
2017	1,110,922
2018	578,945
2019	387,980
2020	256,558
Later years	323,072
	<u>23,696,815</u>

NOTE 7 - PROFIT-SHARING PLAN

The Bank has established a profit-sharing plan (the Plan) which covers substantially all employees with at least one year of service. The Plan is a defined contribution plan based on profits of the Bank. Contributions to the Plan were \$83,917 during 2015 and \$84,692 during 2014.

HODGE BANCSHARES, INC. AND SUBSIDIARY

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014**NOTE 8 – ACCUMULATED OTHER COMPREHENSIVE INCOME**

The following table presents amounts reclassified out of accumulated other comprehensive income (loss) for the years ended December 31, 2015 and 2014:

<u>2015</u>	<u>Amount Reclassified from Accumulated Other Comprehensive Income (Loss)</u>	<u>Affected Line Items in the Consolidated Statement of Income</u>
Unrealized gains and (losses) on available-for-sale securities	-0-	Net gain (loss) on sales of available for sale securities
<u>2014</u>	<u>Amount Reclassified from Accumulated Other Comprehensive Income (Loss)</u>	<u>Affected Line Items in the Consolidated Statement of Income</u>
Unrealized gains and (losses) on available-for-sale securities	-0-	Net gain (loss) on sales of available for sale securities

NOTE 9 - DEFERRED COMPENSATION PLAN

In 1986, the Bank adopted a deferred compensation plan for some directors who choose to participate in the plan. The plan is a non-qualified plan for tax purposes. The benefits are unfunded and non-assignable.

Although not required to do so, the Bank has purchased life insurance contracts on the participants of the plan at a cost of \$12,445 and \$6,000 in 2015 and 2014, respectively. The participants have no interest in the policies, the proceeds of which are subject to the claims of general creditors. In 2015 and 2014, a portion of the cost of the life insurance contracts was paid from accumulated cash value of the policies.

The Bank has recognized the accumulated post-retirement benefit obligation relative to the deferred compensation plan as well as the cash surrender value of the life insurance available to fund this obligation.

At December 31, 2015, the present value of the obligation was \$847,292 and the cash surrender value of insurance was \$152,366. Benefits paid under the plan totaled \$142,468 and \$142,468 for the years ended December 31, 2015 and 2014, respectively.

NOTE 10 - RELATED PARTIES

The Bank has entered into transactions with its directors, significant stockholders and their affiliates (Related Parties). Such transactions were made in the ordinary course of business on substantially the same terms and conditions, including interest rates and collateral, as those prevailing at the same time for comparable transactions with other customers, and did not, in the opinion of management, involve more than normal credit risk or present other unfavorable features. The aggregate amount of loans to such related parties at December 31, 2015 and 2014, was \$2,363,736 and \$2,210,255, respectively.

HODGE BANCSHARES, INC. AND SUBSIDIARY

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014**NOTE 11 - CONCENTRATIONS OF CREDIT RISK**

The Bank's loans and commitments have been granted primarily to customers in the Bank's market area, most of which are depositors of the Bank. The concentrations of credit by type of loan are set forth in Note 3. To reduce the credit risk related to these loans, the Bank may deem it necessary to obtain collateral. The amount and nature of the collateral obtained is based on the Bank's credit evaluation of the customer. Collateral held varies but may include deposits, accounts receivable, inventory, property, plant and equipment and real estate.

Additionally, at times, the Bank maintains deposits in federally insured financial institutions in excess of federally insured limits. Management monitors the soundness of these financial institutions and feels the Bank's risk is negligible.

NOTE 12 - OFF-BALANCE SHEET ACTIVITIES

The Bank is party to financial instruments with off-balance-sheet risk in the normal course of business to meet the financing needs of its customers. These financial instruments include commitments to extend credit and standby letters of credit. Those instruments involve, to varying degrees, elements of credit and interest-rate risk in excess of the amount recognized in the statement of financial condition. The contract or notional amounts of these instruments reflect the extent of the Bank's involvement in particular classes of financial instruments.

The Bank's exposure to credit loss in the event of nonperformance by the other party to the financial instruments for commitments to extend credit and standby letters of credit is represented by the contractual notional amount of these instruments. The Bank uses the same credit policies in making commitments and conditional obligations as it does for on-balance-sheet instruments. Unless noted otherwise, the Bank does not require collateral or other security to support financial instruments with credit risk.

COMMITMENTS TO EXTEND CREDIT

The financial statements do not reflect various commitments and contingent liabilities which arise in the normal course of business and which involve elements of credit risk, interest rate risk and liquidity risk. These commitments and contingent liabilities are commitments to extend credit and commercial letters of credit.

Commitments to extend credit are agreements to lend to a customer as long as there is not violation of any condition established in the contract. Commitments generally have fixed expiration dates or other termination clauses and may require payment of a fee. Since many of the commitments are expected to expire without being drawn upon, the total commitment amounts do not necessarily represent future cash requirements. The amount of collateral obtained, if it is deemed necessary by the Bank upon extension of credit, is based on management's credit evaluation of the counterparty.

Standby letters of credit are conditional commitments issued by the Bank to guarantee the performance of a customer to a third party. Standby letters of credit generally have fixed expiration dates or other termination clauses and may require payment of a fee. The credit risk involved in issuing letters of credit is essentially the same as that involved in extending loan facilities to customers. The Bank has not incurred any losses on its commitments in either 2015 or 2014.

At December 31, 2015 and 2014, the following financial instruments were outstanding whose contract amounts represent credit risk:

	2015	2014
Commitments to extend credit		
secured by real estate	\$ 964,936	\$ 1,066,333
Other commitments to extend credit	\$ 420,067	\$ 527,728
Standby letters of credit	\$ 29,756	\$ 44,056

HODGE BANCSHARES, INC. AND SUBSIDIARY

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014**NOTE 13 – ANALYSIS OF OTHER EXPENSES**

The following is a breakdown of other expenses:

	YEAR ENDED DECEMBER 31	
	2015	2014
PERSONNEL		
Salaries and other compensation	\$ 741,210	\$ 740,532
Payroll taxes	55,659	56,299
Insurance and benefits	272,480	283,562
	<u>\$ 1,069,349</u>	<u>\$ 1,080,393</u>
OCCUPANCY		
Depreciation - building	\$ -	\$ 5,218
Real estate taxes	55,799	54,429
Utilities	9,280	10,378
Repairs and maintenance	9,185	22,927
	<u>\$ 74,264</u>	<u>\$ 92,952</u>
FURNITURE AND EQUIPMENT		
Depreciation	\$ 13,953	\$ 10,191
Service contracts	21,284	22,168
Data processing expense	72,888	73,060
Repairs and maintenance	6,488	2,051
Auto	1,024	834
	<u>\$ 115,637</u>	<u>\$ 108,304</u>
OTHER		
Advertising	\$ 12,427	\$ 14,636
ATM Interchange and online banking fees	79,673	68,161
Charitable contributions	2,251	1,980
Correspondent bank fees	14,434	15,758
Courier service	3,814	1,957
Credit reports	4,816	5,477
Deferred compensation	12,445	6,000
Directors fees	21,000	21,000
Dues and subscriptions	6,896	10,090
FDIC assessment	47,878	54,119
Insurance and bonds	21,516	20,193
Legal and professional fees	63,501	66,000
Losses and recoveries	2,201	2,327
Miscellaneous	19,757	13,050
Other real estate expense	1,196	9,775
Postage	21,050	20,490
Stationery and supplies	20,504	27,722
Telephone	11,103	10,199
Cash short	5,378	723
	<u>\$ 371,840</u>	<u>\$ 369,657</u>

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014

NOTE 14 - REGULATORY MATTERS

The Bank is subject to various regulatory capital requirements administered by the federal banking agencies. Failure to meet minimum capital requirements can initiate certain mandatory and possibly additional discretionary, actions by regulators that, if undertaken, could have a direct material effect on the Bank's financial statements. Under capital adequacy guidelines, the Bank must meet specific capital guidelines that involve quantitative measures of the Bank's assets, liabilities and certain off - balance - sheet items as calculated under regulatory accounting practices. The Bank's capital amounts and classification are also subject to qualitative judgments by the regulators about components, risk weightings, and other factors.

Quantitative measures established by regulation to ensure capital adequacy require the Company and its subsidiary bank to maintain minimum amounts and ratios (set forth in the table below) of Total, Tier 1 and Common Equity /Tier 1 capital (as defined in the regulations) to risk-weighted assets (as defined), and tangible and core capital (as defined) to tangible assets (as defined). Management believes that as of December 31, 2015, the Bank meets all capital adequacy requirements to which it is subject.

As of December 31, 2015, the most recent notification from the Federal Deposit Insurance Corporation categorized the Bank as well capitalized under the regulatory framework for prompt corrective action. To be categorized as well capitalized the Bank must maintain minimum Total risk-based, Tier I risk-based, Common Equity/ Tier 1 risk-based and Tier I leverage ratios as set forth in the following table. There are no conditions or events since that notification that management believes have changed the institution's category.

The Bank's actual and required capital amounts and ratios are as follows:

	<u>Actual</u>		<u>For Capital Adequacy Purposes:</u>		<u>To Be Well Capitalized Under Prompt Corrective Action Provisions:</u>	
	<u>Amount</u> (000's)	<u>Ratio</u>	<u>Amount</u> (000's)	<u>Ratio</u>	<u>Amount</u> (000's)	<u>Ratio</u>
<u>As of December 31, 2015:</u>						
Total Capital to Risk Weighted Assets	\$11,301	28.9%	≥\$3,128	≥8.0%	≥\$3,910	≥10.0%
Tier I Capital to Risk Weighted Assets	\$10,805	27.6%	≥\$2,345	≥6.0%	≥\$3,128	≥8.0%
Common Equity/Tier 1 Capital to Risk Weighted Assets	\$10,805	27.6%	≥\$1,759	≥4.5%	≥\$2,541	≥6.5%
Tier I Capital to Average Assets:	\$10,805	16.2%	≥\$2,668	≥4.0%	≥\$3,335	≥5.0%

HODGE BANCSHARES, INC. AND SUBSIDIARY

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014

NOTE 14 - REGULATORY MATTERS – Continued

	<u>Actual</u>		For Capital		To Be Well	
	<u>Amount</u> (000's)	<u>Ratio</u>	<u>Amount</u> (000's)	<u>Ratio</u>	<u>Amount</u> (000's)	<u>Ratio</u>
As of December 31, 2014:						
Total capital to Risk						
Weighted Assets	\$10,618	27.9%	≥\$3,047	≥8.0%	≥\$3,808	≥10.0%
Tier I Capital to Risk						
Weighted Assets	\$10,135	26.6%	≥\$1,523	≥4.0%	≥\$2,285	≥6.0%
Tier I Capital						
to Average Assets	\$10,135	15.0%	≥\$2,699	≥3.0%	≥\$3,374	≥5.0%

NOTE 15 – FAIR VALUE MEASUREMENTS

Fair value measurements are used to record fair value adjustments to certain assets and liabilities and to determine fair value disclosures. In accordance with FASB ASC 820, "Fair Value Measurement and Disclosures," the fair value of a financial instrument is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value is best determined based upon quoted market prices. However, in many instances, there are no quoted market prices for various financial instruments. In cases where quoted market prices are not available, fair values are based on estimates using present value or other valuation techniques. Those techniques are significantly affected by the assumptions used, including the discount rate and estimates of future cash flows. Accordingly, the fair value estimates may not be realized in an immediate settlement of the instrument.

The fair value guidance provides a consistent definition of fair value, which focuses on exit price in an orderly transaction (that is, not a forced liquidation or distressed sale) between market participants at the measurement date under current market conditions. If there has been a significant decrease in the volume and level of activity for the asset or liability, a change in valuation technique or the use of multiple valuation techniques may be appropriate. In such instances, determining the price at which willing market participants would transact at the measurement date under current market conditions depends on the facts and circumstances and requires the use of significant judgment. The fair value is a reasonable point within the range that is most representative of fair value under current market conditions.

Fair Value Hierarchy - In accordance with this guidance, financial assets and financial liabilities, generally measured at fair value, are grouped in three levels, based on the markets in which the assets and liabilities are traded and the reliability of the assumptions used to determine fair value.

Level 1 – Valuation is based on quoted prices in active markets for identical assets or liabilities that the reporting entity has the ability to access at the measurement date. Level 1 assets and liabilities generally include debt and equity securities that are traded in an active exchange market. Valuations are obtained from readily available pricing sources for market transactions involving identical assets or liabilities.

HODGE BANCSHARES, INC. AND SUBSIDIARY

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014

NOTE 15 – FAIR VALUE MEASUREMENTS - CONTINUED

Level 2 – Valuation is based on inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly. The valuation may be based on quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the asset or liability.

Level 3 – Valuation is based on unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. Level 3 assets and liabilities include financial instruments whose value is determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which determination of fair value requires significant management judgment or estimation.

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

Assets Measured at Fair Value on a Recurring Basis

For the Bank, the only items recorded at fair value on a recurring basis are securities available for sale. These securities consist primarily of U.S. Government Agency (including mortgage-backed) securities. When available, the Bank uses quoted market prices of identical assets on active exchanges (Level 1 measurements). Where such quoted market prices are not available, the Bank typically employs quoted market prices of similar instruments (including matrix pricing) and/or discounted cash flows to estimate a value of these securities (Level 2 measurements). Level 3 measurements include discounted cash flow analyses based on assumptions that are not readily observable in the market place, including projections of future cash flows, loss assumptions, and discount rates.

Fair values of assets and liabilities measured on a recurring basis at December 31, 2015 and 2014 are as follows:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
<u>December 31, 2015</u>				
Available-for-sale securities	<u>\$ -</u>	<u>\$ 9,658,588</u>	<u>\$ -</u>	<u>\$ 9,658,588</u>
<u>December 31, 2014</u>				
Available-for-sale securities	<u>\$ -</u>	<u>\$ 12,912,991</u>	<u>\$ -</u>	<u>\$ 12,912,991</u>

NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2015 AND 2014

NOTE 15 – FAIR VALUE MEASUREMENTS - CONTINUEDAssets Measured at Fair Value on a Nonrecurring Basis

Under certain circumstances the Bank makes adjustments to fair value for its assets and liabilities although they are not measured at fair value on an ongoing basis. The following table presents the financial instruments carried on the consolidated balance sheet by caption and by level in the fair value hierarchy at December 31, 2015 and 2014, for which a nonrecurring change in fair value (in thousands) has been recorded:

	<i>Fair Value Measurements Using</i>			Total Gains (Losses)
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	
<u>December 31, 2015:</u>				
Impaired loans	-	4,365,161	-	-
Other real estate	-	-	-	-
<u>December 31, 2014:</u>				
Impaired loans	-	4,010,233	-	-
Other real estate	-	130,748	-	-

Losses applicable to write downs of impaired loans are estimated using the present value of expected cash flows or the appraised value of the underlying collateral discounted as necessary due to management's estimates of changes in economic conditions.

NOTE 16 - SUBSEQUENT EVENTS

The Company has evaluated events and transactions that occurred after the balance sheet date through March 12, 2016, the date for which the financial statements were available for distribution, for potential recognition and disclosure. No subsequent events requiring potential recognition or disclosure were noted.

OTHER FINANCIAL INFORMATION

CERTIFIED PUBLIC ACCOUNTANTS

2808 KILPATRICK BOULEVARD
MONROE, LOUISIANA 71201
318-388-3108 PHONE • 318-323-4266 FAX

302 DEPOT STREET, SUITE A
DELHI, LOUISIANA 71232
318-878-5573 PHONE • 318-878-5872 FAX

March 12, 2016

The Audit Committee and Stockholders
Hodge Bancshares, Inc. and Subsidiary
Hodge, Louisiana

Independent Auditors' Report on Other Financial Information

We have audited the consolidated financial statements of Hodge Bancshares, Inc. and Subsidiary as of and for the years ended December 31, 2015 and 2014, and have issued our report thereon dated March 12, 2016, which contained an unmodified opinion on the consolidated financial statements as a whole on page 1. Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements taken as a whole. The consolidating information on Pages 31 through 32 is presented for purposes of additional analysis and is not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audits of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

Heard, McElroy & Vestal, LLC

HMV

A PROFESSIONAL SERVICES FIRM
SHREVEPORT • MONROE • DELHI

hmv@hmvcpa.com E-MAIL
www.hmvcpa.com WEB ADDRESS

HODGE BANCSHARES, INC. AND SUBSIDIARY
DETAILS OF CONSOLIDATED BALANCE SHEET

DECEMBER 31, 2015

ASSETS	Hodge Bancshares, Inc.	Hodge Bank and Trust Company	Eliminations DR (CR)	Consolidated
Cash and due from banks	\$ 11,975	\$ 3,620,022	\$ (11,975)	\$ 3,620,022
Federal funds sold	-	3,025,000	-	3,025,000
Interest-bearing deposits with banks	1,310,000	4,245,362	(1,310,000)	4,245,362
Securities available-for-sale	-	9,658,588	-	9,658,588
Securities to be held-to-maturity	-	3,174,994	-	3,174,994
Investment in Subsidiary	10,809,480	-	(10,809,480)	-
Loans	-	43,688,049	-	43,688,049
Overdrafts	-	465,348	-	465,348
Total loans	-	44,153,397	-	44,153,397
Less: Allowance for loan losses	-	(1,090,223)	-	(1,090,223)
Net loans	-	43,063,174	-	43,063,174
Bank premises and equipment - net	-	18,819	-	18,819
Accrued interest receivable	-	247,838	-	247,838
Cash surrender value of life insurance	-	152,366	-	152,366
Other	-	122,035	-	122,035
Total other assets	-	541,058	-	541,058
TOTAL ASSETS	<u>\$ 12,131,455</u>	<u>\$ 67,328,198</u>	<u>\$ (12,131,455)</u>	<u>\$ 67,328,198</u>
LIABILITIES AND STOCKHOLDERS' EQUITY				
LIABILITIES				
Deposits				
Demand - non-interest bearing	\$ -	\$ 11,016,371	\$ 1,458	\$ 11,014,913
Demand - interest bearing	-	9,489,262	10,517	9,478,745
Certificates of deposit - \$250,000 and over	-	3,876,988	310,000	3,566,988
Certificates of deposit - other	-	21,129,827	1,000,000	20,129,827
Savings	-	9,832,160	-	9,832,160
	-	55,344,608	1,321,975	54,022,633
Official checks outstanding	-	263,310	-	263,310
Accrued interest payable	-	29,756	-	29,756
Other liabilities	-	33,752	-	33,752
Accumulated postretirement benefits payable	-	847,292	-	847,292
	-	1,174,110	-	1,174,110
TOTAL LIABILITIES	-	56,518,718	1,321,975	55,196,743
COMMITMENTS AND CONTINGENT LIABILITIES	-	-	-	-
STOCKHOLDERS' EQUITY				
Common stock	13,697	156,250	156,250	13,697
Capital surplus	565,902	6,843,750	6,843,750	565,902
Retained earnings	11,548,093	3,805,717	3,805,717	11,548,093
Accumulated other comprehensive income	3,763	3,763	3,763	3,763
TOTAL STOCKHOLDERS' EQUITY	<u>12,131,455</u>	<u>10,809,480</u>	<u>10,809,480</u>	<u>12,131,455</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u>\$ 12,131,455</u>	<u>\$ 67,328,198</u>	<u>\$ 12,131,455</u>	<u>\$ 67,328,198</u>

See auditors' report on other financial information.

HODGE BANCSHARES, INC. AND SUBSIDIARY
 DETAILS OF CONSOLIDATED STATEMENT OF INCOME
 FOR THE YEAR ENDED DECEMBER 31, 2015

	Hodge Bancshares, Inc.	Hodge Bank and Trust Company	Eliminations DR (CR)	Consolidated
INTEREST INCOME				
Interest and fees on loans	\$ -	\$ 2,900,468	\$ -	\$ 2,900,468
Interest on investment securities				
Taxable	-	246,790	-	246,790
Tax-exempt	-	43,922	-	43,922
Interest on deposits in banks	9,615	30,329	9,615	30,329
Interest on federal funds sold	-	5,396	-	5,396
	<u>9,615</u>	<u>3,226,905</u>	<u>9,615</u>	<u>3,226,905</u>
INTEREST EXPENSE				
Interest on deposits	-	179,820	(9,615)	170,205
	<u>-</u>	<u>179,820</u>	<u>(9,615)</u>	<u>170,205</u>
NET INTEREST INCOME	9,615	3,047,085	-	3,056,700
PROVISION FOR LOAN LOSSES	-	120,000	-	120,000
	<u>-</u>	<u>120,000</u>	<u>-</u>	<u>120,000</u>
NET INTEREST INCOME AFTER PROVISION FOR LOAN LOSSES	9,615	2,927,085	-	2,936,700
OTHER INCOME				
Service fees and late charges	-	265,262	-	265,262
Collection, exchange and safe deposit rental	-	13,832	-	13,832
Miscellaneous income	-	107,340	-	107,340
	<u>-</u>	<u>386,434</u>	<u>-</u>	<u>386,434</u>
OTHER EXPENSES				
Personnel	-	1,069,349	-	1,069,349
Occupancy	-	74,264	-	74,264
Furniture and equipment	-	115,637	-	115,637
Other	3,972	367,868	-	371,840
	<u>3,972</u>	<u>1,627,118</u>	<u>-</u>	<u>1,631,090</u>
INCOME BEFORE EQUITY IN EARNINGS OF SUBSIDIARY	5,643	1,686,401	-	1,692,044
EQUITY IN EARNINGS OF SUBSIDIARY	<u>1,686,401</u>	<u>-</u>	<u>1,686,401</u>	<u>-</u>
NET INCOME	<u>\$ 1,692,044</u>	<u>\$ 1,686,401</u>	<u>\$ 1,686,401</u>	<u>\$ 1,692,044</u>

See auditors' report on other financial information.

Payroll Tallies		
Employee Name	Employee Name	Total Hours
Lavon	Anderson	156
Selby	Gresham	156
Amber	Lowe	156
Tammy	Morgan	156
Rebecca	Norman	156
Jan	Rich	156
Deanna	Stringer	156
Amy	Thrailkill	156
Frankie	Thrift	156
Rachel	Waggoner	156

- A Software/User Error: Employee was paid 156 hou
The deductioin of 8.25 will be applied 6/25/16.
- B Paid for hours worked only during family sick time

Deductions	Payable Hours
23.25	132.75
3.25	152.75
1.00	155.00
2.00	154.00
1.00	155.00
0.50	155.50
136.00	20.00
5.00	151.00
0.00	156.00
1.75	154.25

A

B

irs vs. 147.75 for May Pay Period

»

Payroll Tallies

Employee Name	Employee Name	Total Hours	Deductions	Payable Hours
Lavon	Anderson	156	23.25	132.75
Selby	Gresham	156	3.25	152.75
Amber	Lowe	156	1.00	155.00
Tammy	Morgan	156	2.00	154.00
Rebecca	Norman	156	1.00	155.00
Jan	Rich	156	0.50	155.50
Deanna	Stringer	156	136.00	20.00
Amy	Thrailkill	156	5.00	151.00
Frankie	Thrift	156	0.00	156.00
Rachel	Waggoner	156	1.75	154.25

A Software/User Error: Employee was paid 156 hours vs. 147.75 for May Pay Period
 The deduction of 8.25 will be applied 6/25/16.

B Paid for hours worked only during family sick time