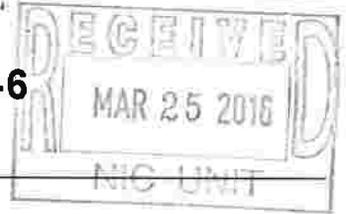


Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6



Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2015

Month / Day / Year

None

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

I, Jack E. Byrd, Jr.

Reporter's Name, Street, and Mailing Address

Name of the Holding Company Director and Official

Minden Bancorp, Inc.

Chairman, President and CEO

Legal Title of Holding Company

Title of the Holding Company Director and Official

100 MBL Bank Drive

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.

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

Minden

LA

71055

City

State

Zip Code

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.

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Becky T. Harrell

CFO

Name

Title

318-371-4123

Area Code / Phone Number / Extension

318-377-0038

Area Code / FAX Number

becky@mblbank.com

E-mail Address

www.mblbank.com

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

Jack E. Byrd, Jr.

Signature of Holding Company Director and Official

03/24/2016

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 4253112
C.I. _____

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

Yes Please identify the report items to which this request applies:

- In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
- The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

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City State Zip Code

Physical Location (if different from mailing address)

AMENDED
NOV - 8 2016

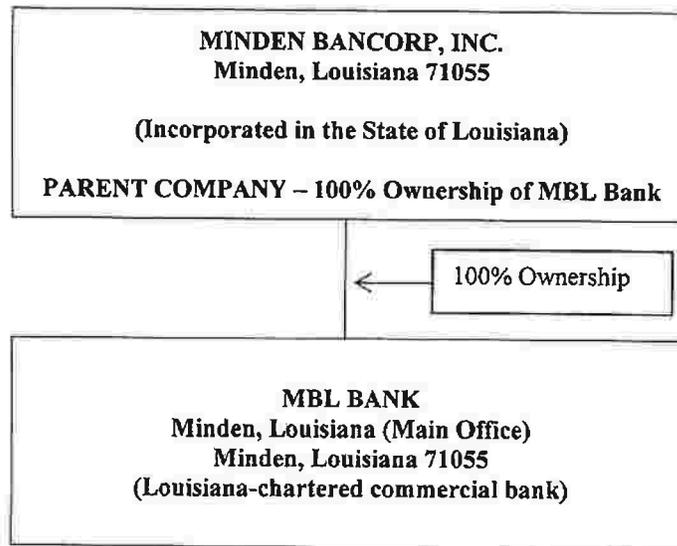
FR Y-6

**Minden Bancorp, Inc.
Minden, Louisiana
Fiscal Year Ending December 31, 2015**

Report Item 1: Annual Report to Shareholders – The annual report is being emailed to the Federal Reserve Bank of Dallas.

Report Item 2(a): Organization Chart

Minden Bancorp, Inc. is a bank holding company that owns 100% of the stock of MBL Bank, a commercial bank. Minden Bancorp, Inc. has no other direct or indirect subsidiaries.



Neither Minden Bancorp, Inc. nor MBL Bank have a LEI number.

Report Item 2b: Domestic Branch Listing

Results: A list of branches for your depository institution: MBL BANK (ID_RSSD: 143073). This depository institution is held by MINDEN BANCORP, INC. (4253112) of MINDEN, LA. The data is as of 12/31/2015.

Reconciliation and Verification Steps

1. In the **Data Action** column of each branch row, enter one or more of the actions specified below.
2. If required, enter the date in the **Effective Date** column.

Actions

OK: If the branch information is correct, enter 'OK' in the **Data Action** column.
Change: If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the **Data Action** column and the date when this information first became valid in the **Effective Date** column.
Close: If a branch listed was sold or closed, enter 'Close' in the **Data Action** column and the sale or closure date in the **Effective Date** column.
Delete: If a branch listed was never owned by this depository institution, enter 'Delete' in the **Data Action** column.
Add: If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information. If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:

To satisfy the **FR Y-10 reporting requirements**, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of **Change, Close, Delete, or Add**. The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	143073	MBL BANK MINDEN	100 MBL BANK DRIVE	MINDEN	LA	71055	WEBSTER	UNITED STATES	42663	0	MBL BANK	143073	
OK		Limited Service	4167077	BRANCH	415 MAIN STREET	MINDEN	LA	71055	WEBSTER	UNITED STATES	466690	1	MBL BANK	143073	

Minden Bancorp, Inc.
Minden, 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 12-31-2015				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 12-31-2015	
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each	(1)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Minden Bancorp, Inc. Employee Stock Ownership Plan (1) Minden, Louisiana, USA	USA	123,545 5% Common Stock	None		
Jack E. Byrd, Jr. Minden, Louisiana, USA	USA	174,252 7% Common Stock			

(1) Messrs. Russell A. Adams and John P. Collins serve as directors of the Company and as trustees of the ESOP. Refer to Item 4 for holdings of Messrs. Adams and Collins. Participants in the ESOP are entitled to direct the trustees as to the voting of shares allocated to their accounts. Unallocated shares are voted in the same manner as the majority of the allocated ESOP shares have voted.

Minden Bancorp, Inc.
Minden, Louisiana

Fiscal Year Ending December 31, 2015

AMENDED
MAR 29 2016

BANKING SUPERVISION DEPARTMENT

Report Item 4: Insiders

(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 Bank Holding Company	Title & Position with Bank 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 Bank 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)
Russell A. Adams Minden, Louisiana, USA	NA	Director	Director-MBL Bank	NA	1%	None	NA
Michael P. Burton Minden, Louisiana, USA	NA	Senior Vice President and Senior Loan Officer	Senior Vice President and Senior Loan Officer-MBL Bank	NA	2%	None	NA
Jack E. Byrd, Jr. Minden, Louisiana, USA	NA	Chairman of the Board, President and CEO	Chairman of the Board, President and CEO-MBL Bank	NA	7%	None	NA
John P. Collins Minden, Louisiana, USA	Retail business owner; owner of A.J. Price Inc. and Waiting for the Son, LLC dba A.J.Price Tire.	Director	Director-MBL Bank	President of A.J. Price, Inc. and Waiting for the Son LLC dba A.J. Price Tire.	2%	None	59% of A.J. Price, Inc. and 90% of Waiting for the Son, LLC dba A.J. Price Tire.
A. David Evans Shreveport, Louisiana, USA	President of 501(C)3 private family foundation.	Director	Director-MBL Bank	President of West Foundation	2%	None	NA
Michael S. Harper Minden, Louisiana, USA	Retail car dealership owner; Owner of Harper Motors, Inc. and Julian Foy Motors, Inc.	Director	Director-MBL Bank	President of Harper Motors, Inc. and Julian Foy Motors, Inc.	1%	None	85% of Harper Motors, Inc. and Julian Foy Motors, Inc.
Becky T. Herrell Ruston, Louisiana, USA	NA	Chief Financial Officer	VP-Chief Financial Officer-MBL Bank	NA	1%	None	NA
F. Dare Loft, Jr., Minden, Louisiana, USA	Veterinarian; owner of Minden Animal Clinic; President of Plantation Farm; owner and President of PetCare Animal Hospital; and President of I-20 Equine Associates	Director	Director-MBL Bank	Owner of Minden Animal Clinic; President of Plantation Farm; owner and President of PetCare Animal Hospital; and President of I-20 Equine Associates	2%	None	100% of each of Minden Animal Clinic, Plantation Farm, PetCare Animal Hospital and I-20 Equine Associates
Michael M. Wise Minden, Louisiana, USA	Certified Public Accountant; Partner, Jamieson, Wise & Martin	Director	Director-MBL Bank	Partner, Jamieson, Wise & Martin	1%	None	61% of Jamieson, Wise & Martin
R.E. Woodard, III Minden, Louisiana, USA	Financial Planner, Lincoln Financial Advisors Corp.	Director	Director-MBL Bank	Financial Planner, Lincoln Financial Advisors Corp.; Partner, Woodard Investments	2%	None	NA

425312

MINDEN BANCORP, INC.
100 MBL BANK DRIVE * P. O. Box 797
MINDEN, LOUISIANA 71058-0797

Telephone: 318-377-0523 Fax: 318-377-0038

March 24, 2016

Mr. Mike Frank
NIC Division, Banking Supervision Dept.
Federal Reserve Bank of Dallas
P. O. Box 655906
Dallas, TX 75265-5906

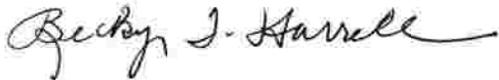
Dear Mr. Frank:

I am enclosing the FR Y-6, the annual report of holding companies, for Minden Bancorp, Inc. I am in the process of having the annual report for Minden Bancorp printed to mail to our stockholders. I will mail you a copy when we receive the books.

I previously emailed a copy of item 2B from the Y-6 report of Minden Bancorp to Structure.Verification@dal.frb.org on March 23, 2016.

Please call me at 318-371-4123 if you have any questions.

Sincerely,



Becky T. Harrell
Treasurer/CFO

MINDEN BANCORP, INC.
100 MBL BANK DRIVE * P. O. Box 797
MINDEN, LOUISIANA 71058-0797

Telephone: 318-377-0523 Fax: 318-377-0038

April 21, 2016

APR 26 2016

Mr. Mike Frank, NIC Analyst
Statistics Department
Federal Reserve Bank of Dallas
2200 North Pearl Street
Dallas, TX 75201-2216

Dear Mr. Frank:

I am enclosing a copy of the Annual Report of Minden Bancorp, Inc. for 2015 as requested with the Y-6 as of December 31, 2015.

Please let me know if you need any further information.

Sincerely,



Becky T. Harrell
Treasurer-CFO

Enclosure

ANNUAL
REPORT
2015

 **Minden**
Bancorp, Inc.

4253112

MBL
Bank

LETTER TO SHAREHOLDERS

On behalf of your Board of Directors, management team and staff, I am pleased to present the annual report for the fiscal year ended December 31, 2015 for Minden Bancorp, Inc. and our subsidiary, MBL Bank. I encourage you to read the accompanying financial reports which reflect the outstanding financial results for 2015.



Financial performance for 2015 confirms the continued growth in all measurable areas of the Company. In the following paragraphs, I will highlight some of the growth achieved in 2015 which continues the growth pattern consistently demonstrated by our Company.

Net income after taxes for 2015 of \$4.23 million was an 8% increase over the \$3.93 million net income for 2014. A significant contribution to our net income growth was an impressive 20% increase in loans during the twenty-four month period ended December 31, 2015. We are especially proud that our loan growth was achieved without compromising our commitment to asset quality. Growth in both commercial and individual deposits during 2015 greatly contributed to our record net income for 2015.

We continued to increase the amount of dividend payments to our shareholders with a 16% increase in quarterly dividend payments as compared to the prior year. This marks five consecutive years that we have increased cash dividend payments to our stockholders. We remind our shareholders of the stock repurchase plan which consistently provides an available source of liquidity for their stock holdings in the Company.

Technological enhancements for our deposit collection, payment delivery, and data security systems continued to be an emphasis for capital investment in 2015. We will continue to enhance technology as we seek opportunities to provide the highest quality of financial products and customer service.

Your Board appreciates your continued trust and investment in Minden Bancorp, Inc., and each decision made by your Board is based on our commitment to enhance shareholder value and honor your support.

A handwritten signature in cursive script that reads "Jack E. Byrd, Jr.".

Jack E. Byrd, Jr.
Chairman, President and
Chief Executive Officer
Minden Bancorp, Inc.

MINDEN BANCORP, INC. AND SUBSIDIARY

MINDEN, LOUISIANA

DECEMBER 31, 2015 AND 2014

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Consolidated Statements of Stockholders' Equity	5
Consolidated Statements of Cash Flows	6-7
Notes to Consolidated Financial Statements	8-29

HEARD, McELROY, & VESTAL

LLC

CERTIFIED PUBLIC ACCOUNTANTS

333 TEXAS STREET, SUITE 1525
SHREVEPORT, LOUISIANA 71101
318-429-1525 PHONE • 318-429-2070 FAX

March 8, 2016

The Board of Directors
Minden Bancorp, Inc. and Subsidiary
Minden, Louisiana

Report of Independent Registered Public Accounting Firm

We have audited the accompanying consolidated balance sheets of Minden Bancorp, Inc. and Subsidiary as of December 31, 2015 and 2014, and the related consolidated statements of income, comprehensive income, stockholders' equity, and cash flows for the years then ended. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). 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. The company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audit included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements, and assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall consolidated financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

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

Heard, McElroy & Vestal, LLC

Shreveport, Louisiana

MINDEN BANCORP, INC. AND SUBSIDIARY

CONSOLIDATED BALANCE SHEETS

DECEMBER 31, 2015 AND 2014

(in thousands, except shares and per share)

<u>ASSETS</u>	<u>2015</u>	<u>2014</u>
Cash and noninterest-bearing deposits	3,240	3,034
Interest-bearing demand deposits	23,432	29,927
Federal funds sold	<u>875</u>	<u>1,000</u>
Total cash and cash equivalents	27,547	33,961
Securities available-for-sale, at estimated market value	100,210	96,419
First National Banker's Bank stock, at cost	210	210
Federal Home Loan Bank stock, at cost	124	116
Financial Institution Service Corp. stock, at cost	10	10
Loans, net of allowance for loan losses of \$1,852-2015 and \$1,763-2014	187,204	172,202
Accrued interest receivable	1,004	942
Premises and equipment, net	4,442	4,704
Prepaid and other assets	<u>785</u>	<u>830</u>
Total assets	<u>321,536</u>	<u>309,394</u>

The accompanying notes are an integral part of the consolidated financial statements.

<u>LIABILITIES AND STOCKHOLDERS' EQUITY</u>	<u>2015</u>	<u>2014</u>
<u>Liabilities:</u>		
Deposits:		
Noninterest-bearing	49,755	45,110
Interest-bearing	<u>211,827</u>	<u>198,157</u>
Total deposits	261,582	243,267
Securities sold under agreements to repurchase	9,306	18,704
Accrued interest payable	213	213
Other liabilities	<u>1,422</u>	<u>1,669</u>
Total liabilities	272,523	263,853
<u>Stockholders' equity:</u>		
Preferred stock-.01 par value; authorized 10,000,000 shares; none issued-no rights/preferences set by board	-	-
Common stock-.01 par value; authorized 40,000,000 shares; 2,377,352 shares-2015 and 2,503,812 shares-2014 issued and 2,377,352 shares-2015 and 2,353,090 shares-2014 outstanding	24	25
Additional paid-in capital	31,185	30,881
Retained earnings	18,286	17,524
Accumulated other comprehensive income	169	341
Unearned common stock held by Recognition Retention Plan (RRP) (16,528 shares-2015 and 25,402 shares-2014)	(230)	(342)
Unallocated common stock held by ESOP (39,110 shares-2015 and 43,711 shares-2014)	(421)	(464)
Treasury stock-at cost (150,722 shares at December 31, 2014)	-	(2,424)
Total stockholders' equity	<u>49,013</u>	<u>45,541</u>
Total liabilities and stockholders' equity	<u>321,536</u>	<u>309,394</u>

MINDEN BANCORP, INC. AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF INCOME

FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

(in thousands, except per share)

	<u>2015</u>	<u>2014</u>
<u>Interest income:</u>		
Loans, including fees	9,555	9,020
Investments:		
Securities	382	322
Mortgage-backed securities	1,453	1,489
Other	<u>43</u>	<u>38</u>
Total interest income	11,433	10,869
 <u>Interest expense:</u>		
Interest-bearing demand deposits, savings, and repurchase agreements	456	381
Certificates of deposit	<u>990</u>	<u>980</u>
Total interest expense	<u>1,446</u>	<u>1,361</u>
Net interest income	9,987	9,508
Provision for loan losses	<u>98</u>	<u>113</u>
Net interest income after provision for loan losses	9,889	9,395
 <u>Noninterest income:</u>		
Customer service fees	835	932
Gain (loss) on sale of assets-net	14	(3)
Other operating income	<u>72</u>	<u>53</u>
Total noninterest income	921	982
 <u>Noninterest expenses:</u>		
Salaries and benefits	2,880	2,681
Office occupancy expense	711	733
Professional fees and supervisory examinations	209	244
FDIC insurance premium	5	11
Computer department expenses	138	198
Other general and administrative expenses	<u>651</u>	<u>654</u>
Total noninterest expenses	<u>4,594</u>	<u>4,521</u>
 <u>Income before income taxes</u>	6,216	5,856
 <u>Income tax expense</u>	<u>1,988</u>	<u>1,924</u>
 <u>Net income</u>	<u>4,228</u>	<u>3,932</u>
 Earnings per share (EPS)-basic	1.83	1.71
Diluted EPS	1.75	1.63

The accompanying notes are an integral part of the consolidated financial statements.

MINDEN BANCORP, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014
(in thousands)

	<u>2015</u>	<u>2014</u>
Consolidated net income	4,228	3,932
Other comprehensive income before income tax:		
Unrealized gains on securities available for sale:		
Unrealized holdings gains (losses) arising during period	(263)	1,435
Less reclassification adjustment for (gains) losses realized in net income	<u>3</u>	<u>(3)</u>
	(260)	1,432
Income tax:		
Unrealized gains (losses) on securities available for sale	<u>(88)</u>	<u>487</u>
	(88)	487
Other comprehensive income (loss)	<u>(172)</u>	<u>945</u>
Comprehensive income	<u>4,056</u>	<u>4,877</u>

The accompanying notes are an integral part of the consolidated financial statements.

MINDEN BANCORP, INC. AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY

FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

(in thousands, except per share)

	Common Stock	Additional Paid-In Capital	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Unearned RRP	Unallocated ESOP	Treasury Stock	Total
<u>Balance-December 31, 2013</u>	25	30,511	14,485	(604)	(422)	(495)	(1,854)	41,646
Net income	-	-	3,932	-	-	-	-	3,932
Other comprehensive income	-	-	-	945	-	-	-	945
Exercise of stock options	-	265	-	-	-	-	-	265
Dividends (.38 per share)	-	-	(893)	-	-	-	-	(893)
Amortization of awards under RRP- net of release of RRP/SOP	-	105	-	-	80	-	(31)	154
Unearned ESOP	-	-	-	-	-	31	-	31
Purchase of treasury stock	-	-	-	-	-	-	(539)	(539)
<u>Balance-December 31, 2014</u>	25	30,881	17,524	341	(342)	(464)	(2,424)	45,541
Net income	-	-	4,228	-	-	-	-	4,228
Other comprehensive income (loss)	-	-	-	(172)	-	-	-	(172)
Exercise of stock options	-	343	-	-	-	-	-	343
Dividends (.44 per share)	-	-	(1,043)	-	-	-	-	(1,043)
Amortization of awards under RRP- net of release of RRP/SOP	-	43	-	-	112	-	-	155
Unearned ESOP	-	-	-	-	-	43	-	43
Company stock purchased	-	(187)	-	-	-	-	-	(187)
Company stock sold	-	105	-	-	-	-	-	105
Reclassification of treasury stock per Louisiana law	(1)	-	(2,423)	-	-	-	2,424	-
<u>Balance-December 31, 2015</u>	24	31,185	18,286	169	(230)	(421)	-	49,013

The accompanying notes are an integral part of the consolidated financial statements.

MINDEN BANCORP, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014
(in thousands)

	<u>2015</u>	<u>2014</u>
<u>Cash flows from operating activities:</u>		
Net income	4,228	3,932
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	268	267
Provision for loan losses	98	113
Deferred income taxes	(54)	(81)
RRP and other expenses	189	167
Net amortization of securities	1,081	1,091
(Gain) on sale of assets	(14)	(3)
(Increase) in prepaid expenses and accrued income	(26)	(261)
(Decrease) in interest payable and other liabilities	(105)	(63)
Net cash provided by operating activities	5,665	5,162
<u>Cash flows from investing activities:</u>		
Activity in available for sale securities:		
Sales, maturities and pay-downs	24,858	26,692
Purchases	(29,989)	(33,495)
Net (increase) in loans	(15,115)	(16,124)
Purchases of premises and equipment	(6)	-
Proceeds from sale of other assets	37	5
Net cash (used) by investing activities	(20,215)	(22,922)
<u>Cash flows from financing activities:</u>		
Net increase in deposits	18,316	19,200
Net (decrease) in repurchase agreements	(9,398)	(2,817)
Dividends paid	(1,043)	(893)
Proceeds from stock options exercised	343	265
Company stock sold	105	-
Company stock purchased	(187)	(539)
Net cash provided by financing activities	8,136	15,216
<u>Net (decrease) in cash and cash equivalents</u>	(6,414)	(2,544)
<u>Cash and cash equivalents at January 1</u>	33,961	36,505
<u>Cash and cash equivalents at December 31</u>	27,547	33,961

The accompanying notes are an integral part of the consolidated financial statements.

MINDEN BANCORP, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014
(in thousands)

	<u>2015</u>	<u>2014</u>
Supplemental disclosures:		
Interest paid on deposits and borrowed funds	<u>1,446</u>	<u>1,361</u>
Income taxes paid	<u>2,066</u>	<u>2,018</u>
Noncash investing and financing activities:		
Transfer of loans to real estate owned and other repossessed assets	<u>16</u>	<u>17</u>
Increase (decrease) in unrealized gain on securities available for sale	<u>(260)</u>	<u>1,432</u>

The accompanying notes are an integral part of the consolidated financial statements.

MINDEN BANCORP, INC. AND SUBSIDIARY

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2015 AND 2014

1. Summary of Significant Accounting Policies

Minden Bancorp, Inc. is a holding company (the “Company”) established in 2010 as the successor to Minden Bancorp, Inc., a Federal corporation established in 2001 as described below. MBL Bank (the “Bank”) is the wholly-owned subsidiary of the Company. The Company's significant assets and business activity are its investment in the Bank. All intercompany transactions have been eliminated in consolidation of Minden Bancorp, Inc. and MBL Bank. The Bank accepts customer demand, savings, and time deposits and provides residential mortgages, commercial mortgages, and consumer and business loans to customers. The Bank is subject to the regulations of certain federal and state agencies and undergoes periodic examinations by those regulatory authorities. The Company was a savings and loan holding company prior to February 5, 2014, at which time it became a bank holding company as a result of the conversion of the Bank to a state-chartered commercial bank.

Basis of Presentation. In accordance with the subsequent events topic of the ASC, the Company evaluates events and transactions that occur after the balance sheet date for potential recognition in the financial statements. The effects of all subsequent events that provide additional evidence of conditions that existed at the balance sheet date are recognized in the financial statements as of December 31, 2015. In preparing these financial statements, the Company evaluated subsequent events through the date these financial statements were issued.

Use of Estimates. In preparing financial statements in conformity with accounting principles generally accepted in the United States of America (GAAP), management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities as of the date of the balance sheet and 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 in the near term relate to the determination of the allowance for loan losses, and the valuation of foreclosed real estate, deferred tax assets and fair value of financial instruments.

Material estimates that are particularly susceptible to significant change relate to the determination of the allowance for credit losses on loans, deferred tax assets, fair value of financial instruments, and the valuation of real estate acquired in connection with foreclosures or in satisfaction of loans. In connection with the determination of the allowances for losses on credits and foreclosed real estate, management obtains independent appraisals for significant properties. While management uses available information to recognize losses on credits, future additions to the allowances 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 Bank’s allowances for losses on loans. Such agencies may require the Bank to recognize additions to the allowances based on their judgments about information available to them at the time of their examination. Because of these factors, it is reasonably possible that the allowances for credit losses on loans may change materially in the future.

1. Summary of Significant Accounting Policies (Continued)

Significant Group Concentrations of Credit Risk. Most of the Bank's activities are with customers located within Webster Parish, Louisiana. Note 2 to the financial statements summarizes the types of investment securities in which the Bank makes investments, and Note 3 summarizes the types of loans included in the Bank's loan portfolio. The Bank does not have any significant concentrations to any one industry or customer.

Cash and Cash Equivalents. For purposes of the statements of cash flows, cash and cash equivalents include cash and balances due from banks, federal funds sold and interest-bearing deposits at other banks, all of which mature within ninety days.

Investment Securities. Management determines the appropriate classification of securities at the time of purchase. If management has the positive intent and ability to hold investments in bonds, notes, and debentures until maturity, 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 yet not intended to be held to maturity or on a long-term basis are classified as securities available for sale and carried at fair value. Unrealized gains and losses on securities available for sale which have been reported as direct increases or decreases in stockholders' equity, net of related deferred tax effects, are accounted for as other comprehensive income. The cumulative changes in unrealized gains and losses on such securities are accounted for in accumulated other comprehensive income as part of stockholders' equity. Gains and losses on the sale of securities available for sale are determined using the specific-identification method. Other-than-temporary impairments of debt securities is based upon the guidance as follows: (a) if a company does not have the intent to sell a debt security prior to recovery and (b) it is more likely than not that it will not have to sell the debt security prior to recovery, the security would not be considered other-than-temporarily impaired unless there is a credit loss. When an entity does not intend to sell the security, and it is more likely than not the entity will not have to sell the security before recovery of its cost basis, it will recognize the credit component of an other-than-temporary impairment of a debt security in earnings and the remaining portion in other comprehensive income. For held-to-maturity debt securities, the amount of an other-than-temporary impairment recorded in other comprehensive income for the noncredit portion of a previous other-than-temporary impairment will be amortized prospectively over the remaining life of the security on the basis of the timing of future estimated cash flows of the security.

Purchase premiums and discounts are recognized in interest income using the interest method over the terms of the securities. Declines in the fair value of securities below their cost that are deemed to be other than temporary are reflected in earnings as realized losses. Gains and losses on the sale of securities are recorded on the trade date and are determined using the specific identification method.

Loans. The Bank grants mortgage, business and consumer loans to customers. A substantial portion of the loan portfolio is represented by mortgage loans secured by properties throughout Webster Parish, Louisiana and the surrounding parishes. The ability of the Bank's debtors to honor their contracts is dependent upon the real estate and general economic conditions in this area.

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, the allowance for loan losses, and any net deferred fees or costs on originated loans. Interest income is accrued on the unpaid principal balance. Loan origination fees, net of certain direct origination costs, are deferred and recognized as an adjustment of the related loan yield using the interest method.

1. Summary of Significant Accounting Policies (Continued)

The accrual of interest on mortgage, commercial real estate and commercial business, and consumer loans is discontinued at the time the loan is 90 days delinquent unless the credit is well-secured and in process of collection. Past due status is based upon contractual terms of the loan. In all cases, loans are placed on nonaccrual or charged-off at an earlier date if collection of principal or interest is considered doubtful.

All interest accrued but not collected for loans that are placed on nonaccrual 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 a provision for loan losses charged to earnings. 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 an amount management believes will cover known and inherent losses in the loan portfolio 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.

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. Impairment is measured on a loan by loan basis for business and construction loans by either the present value of expected future cash flows discounted at the loan's effective interest rate, the loan's obtainable market price, or the fair value of the collateral if the loan is collateral dependent. Large groups of smaller balance homogeneous loans are collectively evaluated for impairment. Accordingly, the Bank does not separately identify individual consumer and residential loans for impairment disclosures.

The FASB issued Accounting Standards Update No. 2010-20, "*Disclosures about the Credit Quality of Financing Receivables and Allowance for Credit Losses*," which requires financial institutions to provide a greater level of disaggregated information about the credit quality of loans and the allowance for loan losses. This standard also requires financial institutions to disclose additional information related to credit quality indications and information about past due loans.

The FASB also issued Accounting Standards Update No. 2011-02, *Receivables (Topic 310) A Creditor's Determination of Whether a Restructuring is a Troubled Debt Restructuring*. ASU 2011-02 clarifies whether loan modifications constitute troubled debt restructuring. In evaluating whether a restructuring constitutes a troubled debt restructuring, a creditor must separately conclude that both of

1. Summary of Significant Accounting Policies (Continued)

the following exist: (a) the restructuring constitutes a concession and (b) the debtor is experiencing financial difficulties. As of December 31, 2015 and 2014, there were no credits meeting the requirements for troubled debt restructuring.

Credit Related Financial Instruments. In the ordinary course of business, the Bank has entered into commitments to extend credit, including commitments under commercial letters of credit and standby letters of credit. Such financial instruments are recorded when they are funded.

Other Real Estate Owned. Other real estate owned represents properties acquired through foreclosure or acceptance of a deed 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. Revenue and expenses from operations and changes in the valuation allowance are included in net expenses from foreclosed assets.

Premises and Equipment. Premises and equipment are stated at cost less accumulated depreciation. The Bank records depreciation on property and equipment using accelerated and straight-line methods with lives ranging from 5 to 15 years on furniture, fixtures and equipment and to 40 years on the buildings.

Income Taxes. The Company files a consolidated federal income tax return with its subsidiary. Income taxes and benefits are generally allocated based on the subsidiary's contribution to the total federal tax liability. Deferred income tax assets and liabilities are determined using the liability (or balance sheet) method. Under this method, the net deferred tax asset or liability is determined based on the tax effects of the temporary differences between the book and tax bases of the various balance sheet assets and liabilities. Current recognition is given to changes in tax rates and laws.

Securities Sold Under Agreements to Repurchase. Securities sold under agreements to repurchase, which are classified as secured borrowings, generally mature within one to four days from the transaction date. Securities sold under agreements to repurchase are reflected at the amount of cash received in connection with the transaction. The Bank may be required to provide additional collateral based on the fair value of the underlying securities.

Advertising Costs. Advertising costs are expensed as incurred. Such costs (in thousands) amounted to approximately \$39 and \$38 for the years ended December 31, 2015 and 2014, respectively, and are included in other operating expense.

Stock Compensation. The cost of employee services received in exchange for stock options and stock grants (RRP) is measured using the fair value of the award on the grant date and is recognized over the service period, which is usually the vesting period.

Company Stock Repurchased. Common stock shares repurchased are recorded at cost.

Earnings Per Share. Basic earnings per share represents income available to common stockholders divided by the weighted-average number of common shares outstanding during the period less ESOP & RRP shares not released. Diluted earnings per share reflects additional potential common shares that would have been outstanding if dilutive potential common shares had been issued, as well as any adjustment to income that would result from the assumed issuance.

1. Summary of Significant Accounting Policies (Continued)

Comprehensive Income (Loss). Accounting principles generally require that recognized revenue, expenses, gains and losses be included in net income. Although certain changes in assets and liabilities, such as unrealized gains and losses on available-for-sale securities, are reported as a separate component of the equity section of the balance sheet, such items, along with net income, are components of comprehensive income.

In June 2011, the FASB issued ASU No. 2011-05, *Comprehensive Income*. ASU 2011-05 requires entities to present the total comprehensive income, and the components of net income and the components of other comprehensive income in a single continuous statement of comprehensive income or in two separate consecutive statements. The effective date for ASU 2011-05 was for annual and interim periods beginning after December 15, 2011. The Company has adopted ASU 2011-05 with the inclusion of the Consolidated Statements of Other Comprehensive Income in the financial statements.

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.

Reclassification. Certain prior year amounts have been reclassified to conform to current year financial statement presentation.

2. Investment Securities

There were no securities held-to-maturity at December 31, 2015 and 2014.

Securities available-for-sale (in thousands) consists of the following:

	December 31, 2015			Estimated Fair Value
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	
Municipals	18,654	342	56	18,940
CMO	2,889	6	61	2,834
Mortgage Pools	78,410	306	280	78,436
	<u>99,953</u>	<u>654</u>	<u>397</u>	<u>100,210</u>

	December 31, 2014			Estimated Fair Value
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	
Municipals	15,315	128	132	15,311
CMO	6,256	19	65	6,210
Mortgage Pools	74,331	738	171	74,898
	<u>95,902</u>	<u>885</u>	<u>368</u>	<u>96,419</u>

2. Investment Securities (Continued)

The amortized cost and estimated fair value (in thousands) of investment securities 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 prepay obligations with or without call or prepayment penalties.

	<u>Available for Sale</u>	
	<u>Amortized Cost</u>	<u>Fair Value</u>
One year or less	280	280
After 1 year thru 5 years	1,418	1,446
After 5 years thru 10 years	29,358	29,619
After 10 years	<u>68,897</u>	<u>68,865</u>
	<u>99,953</u>	<u>100,210</u>

At December 31, 2015 and 2014, investment securities with a financial statement carrying amount (in thousands) of \$77,436 and \$80,438, respectively, were pledged to secure public and private deposits. A net gain of (in thousands) \$3 was recognized on sale of investments in 2015. A net loss of (in thousands) \$3 was recognized on sale of investments in 2014. Sales, maturities and calls are detailed on the statements of cash flows.

Information pertaining to securities with gross unrealized losses (in thousands) 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:

	<u>Less than 12 Months</u>		<u>12 Months or Greater</u>		<u>Total</u>	
	<u>Fair Value</u>	<u>Gross Unrealized Losses</u>	<u>Fair Value</u>	<u>Gross Unrealized Losses</u>	<u>Fair Value</u>	<u>Gross Unrealized Losses</u>
December 31, 2015:						
Municipals	1,863	37	1,786	19	3,649	56
CMO	-	-	2,182	61	2,182	61
Mortgage Pools	<u>21,593</u>	<u>164</u>	<u>7,018</u>	<u>116</u>	<u>28,611</u>	<u>280</u>
	<u>23,456</u>	<u>201</u>	<u>10,986</u>	<u>196</u>	<u>34,442</u>	<u>397</u>
December 31, 2014:						
Municipals	4,157	32	3,658	100	7,815	132
CMO	-	-	2,724	65	2,724	65
Mortgage Pools	<u>6,398</u>	<u>16</u>	<u>11,560</u>	<u>155</u>	<u>17,958</u>	<u>171</u>
	<u>10,555</u>	<u>48</u>	<u>17,942</u>	<u>320</u>	<u>28,497</u>	<u>368</u>

Management evaluates securities for other-than-temporary impairment on a monthly 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 Company to retain its investment in the issuer for a period of time sufficient to allow for any anticipated recovery in fair value.

The majority of these securities are guaranteed directly by the U.S. Government or other U.S. Government agencies. These unrealized losses relate principally to current interest rates for similar types of securities. In analyzing an issuer's financial condition, management considers whether the

2. Investment Securities (Continued)

securities are issued by the federal government or its agencies, whether downgrades by bond rating agencies have occurred, and the results of reviews of the issuer's financial condition. As management has the ability to hold debt securities until maturity, or for the foreseeable future if classified as available-for-sale, no declines are deemed to be other-than-temporary.

3. Loans and Allowance for Loan Losses

The composition of the Company's loan portfolio (in thousands) at December 31, 2015 and 2014 consisted of the following:

	<u>2015</u>	<u>2014</u>
Loans secured by real estate:		
Secured by 1-4 family residential properties	67,628	63,602
Secured by nonresidential properties	74,611	70,635
Commercial and industrial loans	33,110	26,889
Consumer loans (including overdrafts of \$148 and \$43)	5,865	6,375
Loans secured by deposits	<u>7,842</u>	<u>6,464</u>
 Total	 189,056	 173,965
 Less: Allowance for loan losses	 <u>(1,852)</u>	 <u>(1,763)</u>
 Loans, net	 <u>187,204</u>	 <u>172,202</u>

Changes in the allowance for loan losses (in thousands) are summarized as follows:

	<u>2015</u>	<u>2014</u>
Balance, beginning of period	1,763	1,645
Provision for loan losses	98	113
Recoveries	10	20
Loans charged off	<u>(19)</u>	<u>(15)</u>
Balance, end of period	<u>1,852</u>	<u>1,763</u>

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

	<u>Balance January 1, 2015</u>	<u>Charge- offs</u>	<u>Recoveries</u>	<u>Provision for Loan Losses</u>	<u>Balance December 31, 2015</u>
Loans secured by real estate:					
Secured by 1-4 family residential properties	662	-	-	28	690
Secured by nonresidential properties	735	-	-	45	780
Commercial and industrial loans	258	-	-	33	291
Consumer loans	108	19	10	(8)	91
Loans secured by deposits	-	-	-	-	-
Total	<u>1,763</u>	<u>19</u>	<u>10</u>	<u>98</u>	<u>1,852</u>

3. Loans and Allowance for Loan Losses (Continued)

	Balance January 1, 2014	Charge- offs	Recoveries	Provision for Loan Losses	Balance December 31, 2014
Loans secured by real estate:					
Secured by 1-4 family residential properties	640	-	-	22	662
Secured by nonresidential properties	694	-	-	41	735
Commercial and industrial loans	180	-	-	78	258
Consumer loans	129	15	20	(26)	108
Loans secured by deposits	2	-	-	(2)	-
Total	<u>1,645</u>	<u>15</u>	<u>20</u>	<u>113</u>	<u>1,763</u>

December 31, 2015
Allowance for Loan Losses
Disaggregated by Impairment Method
Individually Collectively Total

Loans secured by real estate:			
Secured by 1-4 family residential properties	2	688	690
Secured by nonresidential properties	-	780	780
Commercial and industrial loans	-	291	291
Consumer loans	<u>1</u>	<u>90</u>	<u>91</u>
	<u>3</u>	<u>1,849</u>	<u>1,852</u>

December 31, 2014
Allowance for Loan Losses
Disaggregated by Impairment Method
Individually Collectively Total

Loans secured by real estate:			
Secured by 1-4 family residential properties	10	652	662
Secured by nonresidential properties	-	735	735
Commercial and industrial loans	-	258	258
Consumer loans	<u>4</u>	<u>104</u>	<u>108</u>
	<u>14</u>	<u>1,749</u>	<u>1,763</u>

There were no troubled debt restructurings (loans which had been renegotiated at below-market interest rates or for which other concessions were granted, but are accruing interest) at December 31, 2015 and 2014.

The following tables detail loans individually and collectively evaluated for impairment (in thousands) at December 31, 2015 and 2014:

3. Loans and Allowance for Loan Losses (Continued)

	December 31, 2015		
	Loans Evaluated for Impairment		
	<u>Individually</u>	<u>Collectively</u>	<u>Total</u>
Loans secured by real estate:			
Secured by 1-4 family residential properties	527	67,101	67,628
Secured by nonresidential properties	61	74,550	74,611
Commercial and industrial loans	-	33,110	33,110
Consumer loans	95	5,770	5,865
Loans secured by deposits	-	7,842	7,842
Total	<u>683</u>	<u>188,373</u>	<u>189,056</u>

	December 31, 2014		
	Loans Evaluated for Impairment		
	<u>Individually</u>	<u>Collectively</u>	<u>Total</u>
Loans secured by real estate:			
Secured by 1-4 family residential properties	385	63,217	63,602
Secured by nonresidential properties	79	70,556	70,635
Commercial and industrial loans	-	26,889	26,889
Consumer loans	85	6,290	6,375
Loans secured by deposits	-	6,464	6,464
Total	<u>549</u>	<u>173,416</u>	<u>173,965</u>

	Impaired Loans			
	For the Year Ended December 31, 2015			
	<u>Recorded Investment</u>	<u>Unpaid Principal Balance</u>	<u>Related Allowance</u>	<u>Interest Income Recognized</u>
With no related allowance recorded:				
Secured by 1-4 family residential properties	501	501	-	46
Secured by nonresidential properties	61	61	-	10
Commercial and industrial loans	-	-	-	-
Consumer loans	91	91	-	11
Loans secured by deposits	-	-	-	-
	<u>653</u>	<u>653</u>	<u>-</u>	<u>67</u>
With an allowance recorded:				
Secured by 1-4 family residential properties	26	26	2	8
Secured by nonresidential properties	-	-	-	-
Commercial and industrial loans	-	-	-	-
Consumer loans	4	4	1	1
Loans secured by deposits	-	-	-	-
	<u>30</u>	<u>30</u>	<u>3</u>	<u>9</u>
Total:				
Secured by 1-4 family residential properties	527	527	2	54
Secured by nonresidential properties	61	61	-	10
Commercial and industrial loans	-	-	-	-
Consumer loans	95	95	1	12
Loans secured by deposits	-	-	-	-
	<u>683</u>	<u>683</u>	<u>3</u>	<u>76</u>

3. Loans and Allowance for Loan Losses (Continued)

	Impaired Loans			
	For the Year Ended December 31, 2014			
	<u>Recorded</u>	<u>Unpaid</u>	<u>Related</u>	<u>Interest</u>
	<u>Investment</u>	<u>Principal</u>	<u>Allowance</u>	<u>Income</u>
		<u>Balance</u>		<u>Recognized</u>
With no related allowance recorded:				
Secured by 1-4 family residential properties	351	351	-	3
Secured by nonresidential properties	79	79	-	1
Commercial and industrial loans	-	-	-	-
Consumer loans	77	77	-	2
Loans secured by deposits	-	-	-	-
	<u>507</u>	<u>507</u>	<u>-</u>	<u>6</u>
With an allowance recorded:				
Secured by 1-4 family residential properties	34	34	10	-
Secured by nonresidential properties	-	-	-	-
Commercial and industrial loans	-	-	-	-
Consumer loans	8	8	4	-
Loans secured by deposits	-	-	-	-
	<u>42</u>	<u>42</u>	<u>14</u>	<u>-</u>
Total:				
Secured by 1-4 family residential properties	385	385	10	3
Secured by nonresidential properties	79	79	-	1
Commercial and industrial loans	-	-	-	-
Consumer loans	85	85	4	2
Loans secured by deposits	-	-	-	-
	<u>549</u>	<u>549</u>	<u>14</u>	<u>6</u>

The average recorded investment on the impaired loans for the year 2015 and 2014 was \$616,000 and \$511,000 million respectively.

Total non-accrual loans (in thousands) at December 31, 2015 and 2014 were \$508 and \$396, respectively. Additional interest income (in thousands) of approximately \$42 and \$28 would have been recognized for the period ended December 31, 2015 and 2014, respectively, had the loans not been on non-accrual.

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 – Loans classified as special mention have a potential weakness that deserves management's close attention. If left uncorrected, these potential weaknesses may result in deterioration of the repayment prospects for the loan or of the institution's credit position at some future date.

Substandard – Loans classified as substandard are inadequately protected by the current net worth and paying capacity of the obligor or of the collateral pledged, if any. Loans so classified have a well-defined weakness or weaknesses that jeopardize the liquidation of the debt. They are characterized by the distinct possibility that the institution will sustain some loss if the deficiencies are not corrected.

3. Loans and Allowance for Loan Losses (Continued)

Doubtful – Loans classified as doubtful have all the weaknesses inherent in those classified as substandard, with the added characteristic that the weaknesses make collection or liquidation in full, on the basis of currently existing facts, conditions, and values, highly questionable and improbable.

Loss – Loans classified as loss 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 (in thousands) of loans by credit quality indicator:

	December 31, 2015					
	<u>Pass</u>	<u>Special Mention</u>	<u>Substandard</u>	<u>Doubtful</u>	<u>Loss</u>	<u>Total</u>
Loans secured by real estate:						
Secured by 1-4 family residential properties	66,627	474	501	-	26	67,628
Secured by nonresidential properties	72,303	2,247	61	-	-	74,611
Commercial and industrial loans	33,103	7	-	-	-	33,110
Consumer loans	5,753	17	91	-	4	5,865
Loans secured by deposits	<u>7,842</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>7,842</u>
Total	<u>185,628</u>	<u>2,745</u>	<u>653</u>	<u>-</u>	<u>30</u>	<u>189,056</u>
	December 31, 2014					
	<u>Pass</u>	<u>Special Mention</u>	<u>Substandard</u>	<u>Doubtful</u>	<u>Loss</u>	<u>Total</u>
Loans secured by real estate:						
Secured by 1-4 family residential properties	61,888	1,329	351	-	34	63,602
Secured by nonresidential properties	66,592	3,964	79	-	-	70,635
Commercial and industrial loans	26,877	12	-	-	-	26,889
Consumer loans	6,232	58	77	-	8	6,375
Loans secured by deposits	<u>6,464</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>6,464</u>
Total	<u>168,053</u>	<u>5,363</u>	<u>507</u>	<u>-</u>	<u>42</u>	<u>173,965</u>

A summary of current, past due and nonaccrual loans (in thousands) was as follows:

	December 31, 2015					
	<u>Past Due 30-89 Days</u>	<u>Past Due Over 90 Days and Accruing</u>	<u>Non- Accruing</u>	<u>Total Past Due</u>	<u>Current</u>	<u>Total Loans</u>
Loans secured by real estate:						
Secured by 1-4 family residential properties	1,720	38	374	2,132	65,496	67,628
Secured by nonresidential properties	839	-	61	900	73,711	74,611
Commercial and industrial loans	1,255	-	-	1,255	31,855	33,110
Consumer loans	291	22	73	386	5,479	5,865
Loans secured by deposits	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>7,842</u>	<u>7,842</u>
Total	<u>4,105</u>	<u>60</u>	<u>508</u>	<u>4,673</u>	<u>184,383</u>	<u>189,056</u>

3. Loans and Allowance for Loan Losses (Continued)

	December 31, 2014					
	Past Due 30-89 Days	Past Due Over 90 Days and Accruing	Non- Accruing	Total Past Due	Current	Total Loans
Loans secured by real estate:						
Secured by 1-4 family residential properties	1,481	338	238	2,057	61,545	63,602
Secured by nonresidential properties	4,672	-	78	4,750	65,885	70,635
Commercial and industrial loans	49	-	-	49	26,840	26,889
Consumer loans	77	20	80	177	6,198	6,375
Loans secured by deposits	-	-	-	-	6,464	6,464
Total	<u>6,279</u>	<u>358</u>	<u>396</u>	<u>7,033</u>	<u>166,932</u>	<u>173,965</u>

The Company charges a flat rate for the origination or assumption of a loan. These fees are designed to offset direct loan origination costs and the net amount, if material, is deferred and amortized, as required by accounting standards.

The Company's lending activity is concentrated within Webster Parish, Louisiana. The Company's lending activities include one-to-four-family dwelling units, commercial real estate, commercial business and consumer loans. The Company requires collateral sufficient in value to cover the principal amount of the loan. Such collateral is evidenced by mortgages on property held and readily accessible to the Bank.

4. Accrued Interest Receivable

Accrued interest receivable (in thousands) at December 31, 2015 and 2014, consists of the following:

	2015	2014
Loans	637	602
Mortgage-backed securities	199	203
Investment securities and other	168	137
Total accrued interest receivable	<u>1,004</u>	<u>942</u>

5. Premises and Equipment

Premises and equipment (in thousands) are summarized as follows:

	2015	2014
Land and buildings	5,806	5,806
Furniture, fixtures and equipment	1,303	1,347
Total	7,109	7,153
Less-accumulated depreciation	(2,667)	(2,449)
Net premises and equipment	<u>4,442</u>	<u>4,704</u>

Depreciation expense was (in thousands) \$268 and \$267 for the years ended December 31, 2015 and 2014, respectively.

6. Prepaid and Other Assets

Prepaid and other assets (in thousands) consist of the following:

	<u>2015</u>	<u>2014</u>
Cash value of life insurance	691	649
Prepaid expenses	79	149
Other	<u>15</u>	<u>32</u>
	<u>785</u>	<u>830</u>

7. Deposits

Deposits (in thousands) as of December 31, 2015 and 2014 are summarized as follows:

	<u>2015</u>	<u>2014</u>
Demand deposit accounts (including official checks of \$1,022 in 2015 and \$813 in 2014)	145,852	130,030
Savings	18,851	16,764
Certificates of deposit:		
0.00% – 0.99%	50,311	53,952
1.00% – 1.99%	<u>46,568</u>	<u>42,521</u>
Total certificates of deposit	<u>96,879</u>	<u>96,473</u>
Total deposits	<u>261,582</u>	<u>243,267</u>

Scheduled maturities of certificates of deposit (in thousands) at December 31, 2015 are as follows:

	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>	<u>2020</u>	<u>Total</u>
0.00% – 0.99%	48,007	2,304	-	-	-	50,311
1.00% – 1.99%	<u>16,275</u>	<u>19,127</u>	<u>9,761</u>	<u>240</u>	<u>1,165</u>	<u>46,568</u>
	<u>64,282</u>	<u>21,431</u>	<u>9,761</u>	<u>240</u>	<u>1,165</u>	<u>96,879</u>

Included in deposits (in thousands) at December 31, 2015 and 2014 are \$30,463 and \$29,320, respectively, of certificates of deposit (CD) in denominations of \$250,000 or more.

8. Federal Income Taxes

Federal income tax expense (in thousands, except %) applicable to net income for the periods ended December 31, 2015 and 2014 was as follows:

	<u>2015</u>	<u>2014</u>
	<i>(in thousands)</i>	
Federal income taxes:		
Current	2,042	2,005
Deferred	<u>(54)</u>	<u>(81)</u>
Income tax expense	<u>1,988</u>	<u>1,924</u>

8. Federal Income Taxes (Continued)

The reconciliation of the effective income tax rate to the federal statutory rate is as follows for the years ended December 31:

	<u>2015</u>	<u>2014</u>
Statutory federal income tax rate	34%	34%
Other-primarily tax exempt income	<u>2%</u>	<u>2%</u>
Effective income tax rate	<u>32%</u>	<u>32%</u>

Deferred tax assets and liabilities reflect the net tax effect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and amounts used for income tax purposes. Significant components of our deferred tax liability are as follows at December 31, 2015 and 2014:

	<u>2016</u>	<u>2014</u>
	<i>(in thousands)</i>	
Deferred tax assets (liabilities):		
Allowance for loan losses and credit losses	196	164
Deferred compensation/stock options/incentive plans	167	153
Basis difference in premises and equipment	(436)	(443)
Basis difference on investments	<u>(87)</u>	<u>(176)</u>
Net deferred tax liability	<u>(160)</u>	<u>(302)</u>

In computing federal taxes on income under provisions of the Internal Revenue Code in years past, earnings appropriated by savings associations to general reserves were deductible in arriving at taxable income if certain conditions were met. Retained earnings appropriated to federal insurance reserve at December 31, 2015 and 2014 includes appropriations of net income (in thousands) of prior years of \$1,456, for which no provision for federal income taxes has been made. If this portion of the reserve is used for any purpose other than to absorb losses, a tax liability will be imposed upon the Company at the then current federal income tax rate.

The Company, as required under GAAP, reviewed its various tax positions taken or expected to be taken in its tax return and has determined it does not have unrecognized tax benefits. The Company does not expect that position to change significantly over the next twelve months. The Company will recognize interest and penalties accrued on any unrecognized tax benefits as a component of income tax expense. As of December 31, 2015, the Company has not accrued interest or penalties related to uncertain tax positions.

The Company files a consolidated U.S. federal income tax return. The Company's federal income tax returns for the tax years 2013 and beyond remain subject to examination by the IRS. No significant state income taxes are applicable to the Company.

9. Other Borrowed Funds

Federal Home Loan Bank (FHLB) advances represent short-term, fixed-rate borrowings from the Federal Home Loan Bank of Dallas. Interest rates paid on the advances vary by term and are set by the Federal Home Loan Bank. There were no advances outstanding at December 31, 2015 and 2014.

The Bank has an available line of credit with the FHLB of \$86.5 million at December 31, 2015 with \$86.5 million available for use.

9. Other Borrowed Funds (Continued)

The Bank also has the ability to borrow under a federal funds line of credit. The unsecured federal funds line of credit totals \$17.5 million. Borrowings under this line, including the rates and maturities for such borrowings, are at the sole discretion of the issuing bank and depend upon the availability of funds. Outstanding borrowings under the federal fund line were \$-0- at December 31, 2015 and 2014.

10. Pension/ESOP Plan

In 2001, the Bank adopted a 401(k) retirement plan covering all employees based upon years of service. The Bank contributes up to a 6% match of the employees' contribution based upon Board approval. Plan contributions (in thousands) for 2015 and 2014 were \$100 and \$71, respectively.

The ESOP was extended a loan in 2011 in connection with the second-step conversion in the amount of (in thousands) \$558, to purchase 55,772 shares of common stock. The remaining balance (in thousands) due of \$421 at \$57 (in thousands) per year including interest is payable over approximately nine years. The Bank made contributions to the ESOP to enable it to make the note payments (in thousands) of \$57 and \$47 during the years ended December 31, 2015 and 2014, respectively, which is included in salaries and benefits on the income statement. As the note on the loan is paid, the shares will be released and allocated to the participants of the ESOP. The market value at December 31, 2015 and 2014 of the unreleased ESOP shares (39,110 and 43,711) was approximately \$870 and \$841 (in thousands), respectively.

11. Retained Earnings and Regulatory Capital

The Bank is subject to various regulatory capital requirements administered by 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 and the regulatory framework for prompt corrective action, 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 Bank to maintain minimum amounts and ratios (set forth in the table below, in thousands) of total, Tier I, and common equity Tier I capital (as defined in the regulations) to risk-weighted assets (as defined), and of Tier I capital (as defined) to average assets (as defined). Management believes, as of December 31, 2015, that the Bank met 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 I risk-based, and Tier I leverage ratios as set forth in the table (amounts in thousands). The Bank's actual capital amounts (in thousands) and ratios are also presented in the table. There are no conditions or events since that notification that management believes have changed the institution's category.

11. Retained Earnings and Regulatory Capital (Continued)

	<u>Actual</u>		<u>For Capital Adequacy Purposes:</u>		<u>To Be Well Capitalized Under Prompt Corrective Action Provisions:</u>	
	<u>Amount</u>	<u>Ratio</u>	<u>Amount</u>	<u>Ratio</u>	<u>Amount</u>	<u>Ratio</u>
As of December 31, 2015						
Total capital ratio (to Risk Weighted Assets)	49,798	26.76%	≥14,885	≥8%	≥18,606	≥10%
Common Equity Tier I Capital Ratio (to Risk Weighted Assets)	47,946	25.77%	≥8,373	≥4.5	≥12,093	≥6.5%
Tier I Capital ratio (to Risk Weighted Assets)	47,946	25.77%	≥11,164	≥6%	≥14,885	≥8%
Leverage Capital Ratio (to Total Assets)	47,946	15.59%	≥12,298	≥4%	≥15,373	≥5%
As of December 31, 2014						
Total capital (to Risk Weighted Assets)	45,293	27.34%	≥13,251	≥8%	≥16,563	≥10%
Tier I Capital ratio (to Risk Weighted Assets)	43,530	26.28%	≥6,625	≥4%	≥9,938	≥6%
Leverage Capital Ratio (to Total Assets)	43,530	14.71%	≥11,840	≥4%	≥14,800	≥5%

Capital for the Company is not significantly different than the amounts reflected above for the Bank. The following is a reconciliation of the Bank's equity under GAAP to regulatory capital at the dates indicated (in thousands):

	<u>2015</u>	<u>2014</u>
GAAP equity	48,115	43,871
Accumulated other comprehensive unrealized (gains) losses	<u>(169)</u>	<u>(341)</u>
Tier 1 Capital/Common Equity Tier I Capital	47,946	43,530
Allowance for loan losses/other	<u>1,852</u>	<u>1,763</u>
Total capital	<u>49,798</u>	<u>45,293</u>

12. Fair Value of Financial Instruments

The fair value of a financial instrument is the current amount that would be exchanged between willing parties, other than in a forced liquidation. Fair value is best determined based upon quoted market prices. However, in many instances, there are no quoted market prices for the Company's 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. FASB Accounting Standards Codification Topic 825 excludes certain financial instruments and all nonfinancial instruments from its disclosure requirements. Accordingly, the aggregate fair value amounts presented may not necessarily represent the underlying fair value of the Company.

12. Fair Value of Financial Instruments (Continued)

The following methods and assumptions were used by the Bank in estimating fair value disclosures for financial instruments:

Cash and cash equivalents: The carrying amounts of cash and short-term instruments approximate fair values.

Interest-bearing deposits in banks: The carrying amounts of interest-bearing deposits approximate their fair values.

Securities: Fair values for securities, excluding Federal Home Loan Bank stock, First National Bankers Bank (“FNBB”) stock and Financial Institution Service Corporation (“FISC”) stock are based on quoted market prices. The carrying value of Federal Home Loan Bank stock approximates fair value based on the redemption provisions of the Federal Home Loan Bank. The carrying value of FNBB and FISC stock is based on the purchase price which approximates fair value.

Loans receivable: For variable-rate loans that re-price frequently and with no significant change in credit risk, fair values are based on carrying values. Fair values for certain mortgage loans (e.g., one-to-four family residential), and other consumer loans are based on quoted market prices of similar loans sold in conjunction with securitization transactions, adjusted for differences in loan characteristics. Fair values for other loans (e.g., commercial real estate and investment property mortgage loans, commercial and industrial loans) are estimated using discounted cash flow analyses, using interest rates currently being offered for loans with similar terms to borrowers of similar credit quality. Fair values for nonperforming loans are estimated using discounted cash flow analyses or underlying collateral values, where applicable.

Deposit liabilities: The fair values disclosed for demand deposits (e.g., interest and noninterest checking, savings, and certain types of money market accounts) are, by definition, equal to the amount payable on demand at the reporting date (i.e., their carrying amounts). The carrying amounts of variable-rate, fixed-term money market accounts and certificates of deposit approximate their fair values at the reporting date. Fair values for fixed-rate certificates of deposit are estimated using a discounted cash flow calculation that applies interest rates currently being offered on certificates to a schedule of aggregated expected monthly maturities on time deposits.

Short-term borrowings: The carrying amounts of Federal Home Loan Bank advances maturing within ninety days approximate their fair values.

Accrued interest: The carrying amounts of accrued interest approximate fair value.

Off-balance-sheet instruments: Fair values for off-balance-sheet, credit-related financial instruments are based on fees currently charged to enter into similar agreements, taking into account the remaining terms of the agreements and the counterparties' credit standing. Fair values for off-balance sheet commitments to extend credit approximate their carrying value.

From time to time, certain assets may be recorded at fair value on a non-recurring basis, typically as a result of the application of lower of cost or fair value accounting or a write-down occurring during the period. The only item recorded at fair value on a non-recurring basis is foreclosed real estate, which is recorded at the lower of cost or fair value less estimated costs to sell. Fair value is determined by reference to appraisals (performed either by the Bank or by independent appraisers) on the subject property, using market prices of similar real estate assets (level 2 measurements). The Bank held no foreclosed real estate at December 31, 2015 or 2014.

12. Fair Value of Financial Instruments (Continued)

The estimated fair values (in thousands), and related carrying or notional amounts, of the Company's financial instruments are as follows:

	2015		2014	
	<u>Carrying Amount</u>	<u>Fair Value</u>	<u>Carrying Amount</u>	<u>Fair Value</u>
Financial assets:				
Cash and cash equivalents	27,547	27,547	33,961	33,961
Securities available for sale	100,210	100,210	96,419	96,419
FNBB, FHLB and FISC stock	344	344	336	336
Loans, net	187,204	186,623	172,202	171,668
Accrued interest receivable	1,004	1,004	942	942
Financial liabilities:				
Deposits	261,582	261,817	243,267	243,485
Accrued interest payable	213	213	213	213
Off-balance sheet credit related to financial instruments:				
Commitments to extend credit	38,670	38,670	36,435	36,435

Off-balance sheet derivative financial instruments: None

The Company adopted FASB Accounting Standards Topic 820, "*Fair Value Measurements*" (Topic 820), as of January 1, 2008. Topic 820 requires disclosures that stratify balance sheet amounts measured at fair value based on the inputs used to derive fair value measurements. These strata included:

- Level 1 valuations, where the valuation is based on quoted market prices for identical assets or liabilities traded in active markets (which include exchanges and over-the-counter markets with sufficient volume),
- Level 2 valuations, where the valuation is based on quoted market prices for similar instruments traded in active markets, quoted prices for identical or similar instruments in markets that are not active and model-based valuation techniques for which all significant assumptions are observable in the market, and
- Level 3 valuations, where the valuation is generated from model-based techniques that use significant assumptions not observable in the market, but observable based on the Company's-specific data. These unobservable assumptions reflect the Company's own estimates for assumptions that market participants would use in pricing the asset or liability. Valuation techniques typically include option pricing models, discounted cash flow models and similar techniques, but may also include the use of market prices of assets or liabilities that are not directly comparable to the subject asset or liability.

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

12. Fair Value of Financial Instruments (Continued)

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Fair Value</u>
December 31, 2015:				
Securities available for sale	-	100,210	-	100,210
December 31, 2014:				
Securities available for sale	-	96,419	-	96,419

13. Segment Reporting

The Company, due to its size (both assets and employees), has only one reportable segment. The Company reports its lending activities (mortgages, consumer and commercial) as one segment. It does not operate as multiple segments nor does it manage or report as other than one segment.

The Company does not have a single external customer from which it derives 10% or more of its revenue. Refer to Note 3 for the one geographical area in which it operates.

14. Stock Based Benefits Plans

In 2011, the Company established a recognition and retention plan and trust agreement (“RRP”), which is a stock-based incentive plan. Shares subject to awards under the agreement vest at the rate of 20% per year.

The Company authorized 49,534 shares of the Company’s common stock to be awarded under the RRP agreement and purchased the shares in the open market to fund the RRP plan at a cost of \$686,000. As of December 31, 2015, 44,487 shares had been awarded under the RRP agreement. As of December 31, 2015, 16,528 authorized shares had not vested. Shares vested and issued during the years ended December 31, 2015 and 2014 were 8,874 and 8,504, respectively.

Expense for the RRP is being amortized over a 60-month period and is based on the market value of the Company’s stock as of the date of the awards which was \$12.00, \$17.15 and \$17.65 for the 2011, 2013 and 2014 awards, respectively. Total compensation under the RRP agreement for the years ended December 31, 2015 and 2014 was \$113,000 and \$109,000, respectively, and is included in salaries and benefits.

The Company established the 2011 Stock Option Plan (“the 2011 Option Plan”) under which 123,836 shares of Company stock are reserved for the grant of stock options to directors, officers and employees. The Plan provides for vesting of options granted to participants at 20% per year and the options expire in ten years. The exercise price of the options is equal to the fair market value of the common stock on the grant date. As of December 31, 2015, options covering 65,554 shares were outstanding and had an average exercise price of \$13.01. Options totaling 36,483 shares were vested and exercisable at December 31, 2015 with an average exercise price of \$12.42.

The fair value of each outstanding option is estimated on the date of the grant using the Black-Scholes option-pricing formula with the following weighted average assumptions; 1% dividend yield, 10 years expected life, 30.07% expected volatility and 3.53% risk free interest. Option Plan shares granted at December 31, 2015 (65,554) had an approximate value of \$124,000 under the Black-Scholes option-pricing formula.

14. Stock Based Benefits Plans (Continued)

The expected volatility is based on historical volatility. The risk-free interest rates for periods within the contractual life of the awards are based on the U.S. Treasury yield curve in effect at the time of the grant. The expected life is based on historical exercise experience. The dividend yield assumption is based upon the Company's history and expectation of dividend payouts.

The Company's Stock Benefits Administration Committee of the Board of Directors oversees the RRP and Option Plans.

15. Supplemental Retirement Benefit Agreement

The Bank has entered into supplemental retirement benefit agreements (the "Agreements") with three key executives. The Agreements provide for monthly retirement benefits in the amount of \$5,000 per month for ten to fifteen years from the date they retire for the executive group as a whole. As of December 31, 2015 and 2014, a liability (in thousands) of \$312 and \$322, respectively, was accrued in accordance for the Agreements. Total expense for the supplement retirement benefit agreement for the years ended December 31, 2015 and 2014 was (in thousands) \$26 and \$28, respectively.

16. Earnings Per Share (EPS)

EPS is calculated based on average weighted common shares outstanding less ESOP and RRP shares not released. The number of shares used in the EPS computation at December 31, 2015 was 2,314,281 and at December 31, 2014 was 2,295,100.

17. Related Party Transactions

In the ordinary course of business, MBL Bank makes loans to directors, executive officers, principal shareholders, and other entities in which these individuals have 10% or more beneficial ownership.

Annual activity consisted of the following:

	<u>2015</u>	<u>2014</u>
	<i>(in thousands)</i>	
Balance-beginning of period	2,997	3,162
New loans	5,312	5,576
Net change in lines of credit	506	(283)
Principal repayments	<u>(5,864)</u>	<u>(5,458)</u>
Balance-end of period	<u>2,951</u>	<u>2,997</u>

Deposits (in thousands) from related parties held by MBL Bank at December 31, 2015 and 2014 amounted to \$3,412 and \$2,846, respectively.

18. Commitments and Contingencies

In the ordinary course of business, the Bank has outstanding commitments on which management does not anticipate losses. They include, among other things, commitments to extend credit and letters of credit undertaken in the normal course of business. As of December 31, 2015 and 2014, the Bank had \$38.7 million and \$36.4 million, respectively, of loan commitments and lines of credit outstanding, including loans in process. Loan commitments totaled \$9.4 million with all being variable rate. The variable rate commitments range from Wall Street Journal Prime to MBL Prime + 1%.

18. Commitments and Contingencies (Continued)

When entered into, these commitments represent off-balance sheet risk to the Bank, with the contractual notional amount representing the Bank's exposure to credit loss in the event of nonperformance by the other party to the instruments. Commitments to extend credit are agreements to lend to a customer as long as there is no violation of any condition established in the contract. They generally have fixed expiration dates and require payment of a fee. Since many commitments are expected to expire without being drawn upon, the total commitments do not necessarily represent future cash requirements. The Bank evaluates each customer's creditworthiness on a case-by-case basis, and obtains an amount of collateral it deems sufficient.

19. Stock Repurchase Plan

The Board of Directors approved a stock repurchase plan which provided for the repurchase of 150,000 shares, of the Company's issued and outstanding shares of common stock on September 30, 2013. A total of 69,293 shares have been repurchased at a cost of \$1.3 million under this plan as of December 31, 2015. Upon completion of the repurchase program, the Company will have repurchased approximately 10% of its issued and outstanding shares of common stock.

The shares for the stock repurchase plan may be purchased in the open market or in privately negotiated transactions from time to time depending upon the market conditions and other factors.

20. Condensed Financial Statements of Parent Company

Financial information pertaining to Minden Bancorp, Inc. is as follows (in thousands):

<u>Balance Sheets</u>	<u>2015</u>	<u>2014</u>
<u>Assets</u>		
Cash	908	1,675
Investment in subsidiaries	48,115	43,871
Other assets	<u>15</u>	<u>22</u>
Total assets	<u>49,038</u>	<u>45,568</u>
<u>Liabilities and Stockholders' Equity</u>		
Other liabilities	25	27
Stockholders' equity-net	<u>49,013</u>	<u>45,541</u>
Total liabilities and stockholders' equity	<u>49,038</u>	<u>45,568</u>
<u>Income Statements</u>		
Income	14	16
Expenses	<u>62</u>	<u>78</u>
	(48)	(62)
Equity in earnings of subsidiary	<u>4,261</u>	<u>3,973</u>
Income before income taxes	4,213	3,911
Income tax expense (benefit)	<u>(15)</u>	<u>(21)</u>
Net income	<u>4,228</u>	<u>3,932</u>

20. Condensed Financial Statements of Parent Company (Continued)

<u>Cash Flow Statements</u>	<u>2015</u>	<u>2014</u>
<u>Cash flows from operating activities:</u>		
Net income	4,228	3,932
Adjustments to reconcile net income to net cash provided by operating activities:		
Equity in income of subsidiaries	(4,261)	(3,973)
Other	<u>48</u>	<u>15</u>
Net cash provided (used) by operating activities	15	(26)
<u>Cash flows from financing activities:</u>		
Dividends paid	(1,043)	(893)
Exercise of stock options	343	265
Company stock sold	105	-
Company stock purchased	<u>(187)</u>	<u>(539)</u>
Net cash used by financing activities	<u>(782)</u>	<u>(1,167)</u>
<u>Net decrease in cash and cash equivalents</u>	(767)	(1,193)
<u>Cash and cash equivalents at beginning of period</u>	<u>1,675</u>	<u>2,868</u>
<u>Cash and cash equivalents at end of period</u>	<u>908</u>	<u>1,675</u>

Board of Directors

Jack E. Byrd, Jr.,
Chairman, President and CEO

Russell A. Adams
Director

John P. Collins
Director

A. David Evans
Director

Michael S. Harper
Director

F. Dare Lott, Jr.
Director

Michael W. Wise
Director

R. E. Woodard, III
Director

Corporate Officers

Jack E. Byrd, Jr.
Chairman, President and CEO

Michael P. Burton
Senior Vice President

Becky T. Harrell
Treasurer and CFO

Beverly G. Mayfield
Corporate Secretary

Annual Meeting

The Annual Meeting of Stockholders of Minden Bancorp, Inc. will be held on May 10, 2016, at 8:15 a.m., Central Time, in the main office of MBL Bank located at 100 MBL Bank Drive, Minden, Louisiana.

Transfer Agent/ Registrar

Computershare, Inc.
211 Quality Circle, Suite 210
College Station, TX 77845
1-800-962-4284

Stockholder Requests

Requests for annual reports and related stockholder literature should be directed to Beverly G. Mayfield, Corporate Secretary, Minden Bancorp, Inc., 100 MBL Bank Drive, Minden, Louisiana 71055.

Stockholders needing assistance with stock records, transfers or lost certificates, please contact Minden Bancorp's transfer agent, Computershare, Inc.

Stock Listing

The common stock is traded over the counter on the Bulletin Board under the ticker symbol "MDNB."



100 MBL Bank Drive
Minden, Louisiana 71055
(318) 377-0523
mblbank.com