

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)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). 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, top-tier savings and loan holding companies, and U.S. intermediate 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. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

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

**December 31, 2016**

Month / Day / Year

54930055DO2Z4KO3NB45

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

Reporter's Name, Street, and Mailing Address

I, Drake D. Mills

Name of the Holding Company Director and Official

Chairman of the Board

Title of the Holding Company Director and Official

Origin Bancorp, Inc.

Legal Title of Holding Company

500 S Service Road East

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

<u>Ruston</u>	<u>LA</u>	<u>71270</u>
City	State	Zip Code

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.

Physical Location (if different from mailing address)

*With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.*

Person to whom questions about this report should be directed:

Bobby Thompson Tax & Reg Reporting Mgr

Name Title

601-899-1561

Area Code / Phone Number / Extension

318-242-7561

Area Code / FAX Number

bthompson@origin.bank

E-mail Address

N/A

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

Signature of Holding Company Director and Official

03/27/2017

Date of Signature

For holding companies not registered with the SEC—

Indicate status of Annual Report to Shareholders:

- is included with the FR Y-6 report
- will be sent under separate cover
- is not prepared

For Federal Reserve Bank Use Only

RSSD ID \_\_\_\_\_

C.I. \_\_\_\_\_

Is confidential treatment requested for any portion of this report submission?  0=No  1=Yes 0

In accordance with the General Instructions for this report (check only one),

- 1. a letter justifying this request is being provided along with the report .....
- 2. a letter justifying this request has been provided separately .....

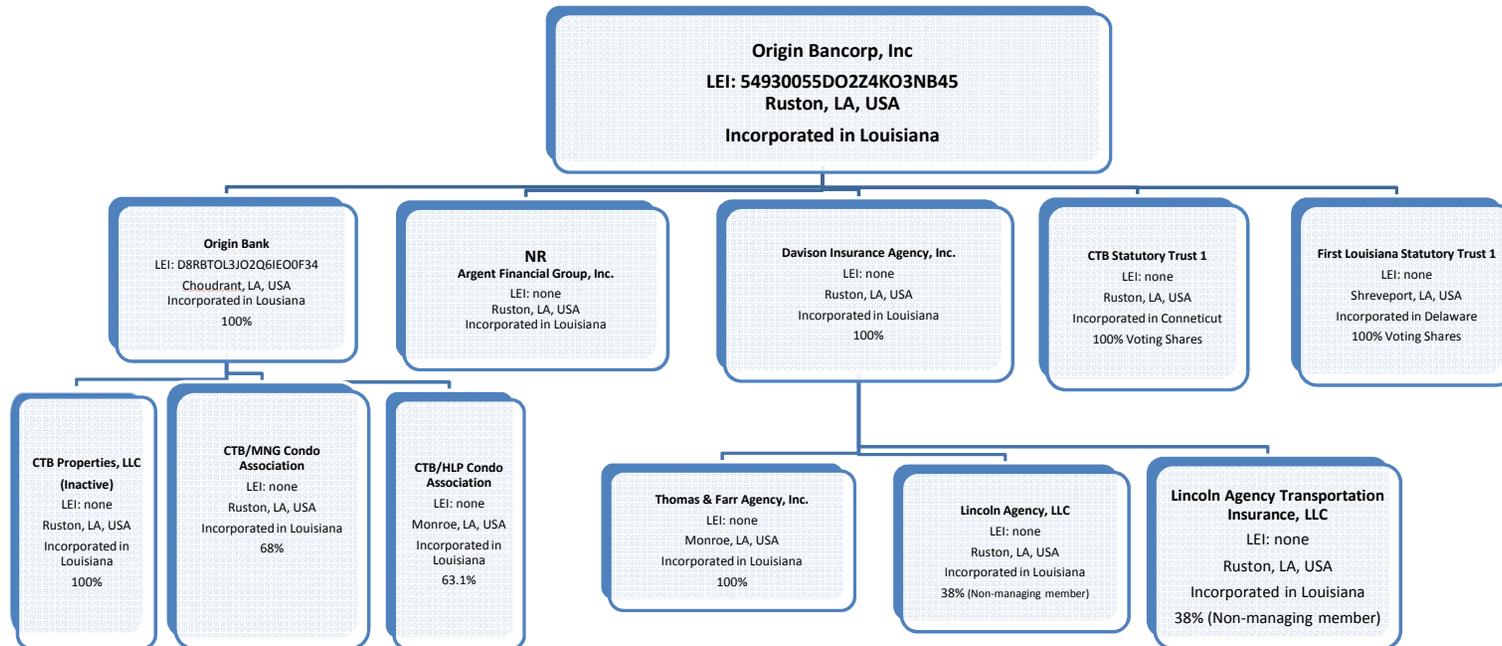
NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

# AMENDED

Form FR Y-6  
Origin Bancorp, Inc  
Ruston, Louisiana  
Fiscal Year Ending December 31, 2016

Item 1 The bank holding company prepares an annual report for its securities holders and is not registered with the SEC.  
A copy of the annual report for the bank holding company is enclosed

Item 2a Organizational Chart



Item 2b Domestic branch listing provided to the Federal Reserve through email correspondence.

Results: A list of branches for your depository institution: ORIGIN BANK (ID\_RSSD: 667757).

This depository institution is held by ORIGIN BANCORP, INC. (1885307) of RUSTON, LA.

The data are as of 12/31/2016. Data reflects information that was received and processed through 01/10/2017.

**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)	667757	ORIGIN BANK	3921 ELM STREET	CHOUDRANT	LA	71227	LINCOLN	UNITED STATES	8010	0	ORIGIN BANK	667757	
OK		Full Service	3799547	BASTROP BANKING CENTER	1927 EAST MADISON AVENUE	BASTROP	LA	71220	MOREHOUSE	UNITED STATES	474336	22	ORIGIN BANK	667757	
OK		Full Service	915159	BERNICE BANKING CENTER	418 CHERRY STREET	BERNICE	LA	71222	UNION	UNITED STATES	227563	10	ORIGIN BANK	667757	
OK		Full Service	3538278	AIRLINE BANKING CENTER	2790 AIRLINE DRIVE	BOSSIER CITY	LA	71111	BOSSIER	UNITED STATES	356953	26	ORIGIN BANK	667757	
OK		Full Service	3544998	CALHOUN BANKING CENTER	2995 HIGHWAY 80 WEST	CALHOUN	LA	71225	OUACHITA	UNITED STATES	227565	12	ORIGIN BANK	667757	
OK		Limited Service	4640431	DALLAS COUNTY MOBILE BRANCH	3921 ELM STREET	CHOUDRANT	LA	71227	LINCOLN	UNITED STATES	Not Required	Not Required	ORIGIN BANK	667757	
OK		Limited Service	5062281	HOUSTON REGION MOBILE BRANCH	3921 ELM STREET	CHOUDRANT	LA	71227	LINCOLN	UNITED STATES	Not Required	Not Required	ORIGIN BANK	667757	
OK		Full Service	670056	FARMERVILLE FINANCIAL CENTER	200 NORTH MAIN STREET	FARMERVILLE	LA	71241-0725	UNION	UNITED STATES	8003	16	ORIGIN BANK	667757	
OK		Full Service	728359	HIGHWAY 2 BANKING CENTER	929 STERLINGTON HIGHWAY	FARMERVILLE	LA	71241	UNION	UNITED STATES	227521	3	ORIGIN BANK	667757	
OK		Full Service	3455254	FORSYTHE BANKING CENTER	2400 FORSYTHE AVENUE	MONROE	LA	71201	OUACHITA	UNITED STATES	453598	19	ORIGIN BANK	667757	
OK		Full Service	3545007	HIGHWAY 165 BANKING CENTER	1500 STERLINGTON ROAD	MONROE	LA	71203	OUACHITA	UNITED STATES	360807	13	ORIGIN BANK	667757	
OK		Full Service	3199884	MONROE FINANCIAL CENTER	1800 HUDSON LANE	MONROE	LA	71201	OUACHITA	UNITED STATES	418692	15	ORIGIN BANK	667757	
OK		Full Service	1492460	DEPOT BANKING CENTER	301 WEST ALABAMA AVENUE	RUSTON	LA	71270	LINCOLN	UNITED STATES	227557	4	ORIGIN BANK	667757	
OK		Full Service	731751	NORTHSIDE BANKING CENTER	2010 FARMERVILLE HIGHWAY	RUSTON	LA	71270	LINCOLN	UNITED STATES	227556	1	ORIGIN BANK	667757	
OK		Full Service	2517650	RUSTON FINANCIAL CENTER	1511 NORTH TRENTON STREET	RUSTON	LA	71270	LINCOLN	UNITED STATES	227558	5	ORIGIN BANK	667757	
OK		Full Service	3481365	UNIVERSITY BANKING CENTER	1011 COOKTOWN ROAD	RUSTON	LA	71270	LINCOLN	UNITED STATES	Not Required	Not Required	ORIGIN BANK	667757	
OK		Limited Service	2893671	VIENNA BANKING CENTER	305 SOUTH VIENNA STREET	RUSTON	LA	71270	LINCOLN	UNITED STATES	227561	8	ORIGIN BANK	667757	
OK		Full Service	3774085	LINE AVENUE BANKING CENTER	3400 LINE AVENUE	SHREVEPORT	LA	71104	CADDO	UNITED STATES	477832	28	ORIGIN BANK	667757	
OK		Full Service	3538287	MARKET STREET BANKING CENTER	308 MARKET STREET	SHREVEPORT	LA	71101	CADDO	UNITED STATES	361254	27	ORIGIN BANK	667757	
OK		Full Service	2777070	SHREVEPORT FINANCIAL CENTER	1350 EAST 70TH STREET	SHREVEPORT	LA	71105	CADDO	UNITED STATES	73806	25	ORIGIN BANK	667757	
OK		Full Service	3596782	CYPRESS BANKING CENTER	5084 CYPRESS STREET	WEST MONROE	LA	71291	OUACHITA	UNITED STATES	466424	21	ORIGIN BANK	667757	
OK		Full Service	2893680	WEST MONROE FINANCIAL CENTER	2211 NORTH 7TH STREET	WEST MONROE	LA	71291	OUACHITA	UNITED STATES	227559	6	ORIGIN BANK	667757	
OK		Full Service	4485847	FLOWOOD BANKING CENTER	203 PROMENADE BLVD	FLOWOOD	MS	39232	RANKIN	UNITED STATES	538074	43	ORIGIN BANK	667757	
OK		Full Service	5066168	JACKSON BANKING CENTER BRANCH	120 CITY CENTER DRIVE	JACKSON	MS	39211	HINDS	UNITED STATES	Not Required	Not Required	ORIGIN BANK	667757	
OK		Full Service	4456986	MADISON BANKING CENTER	1910 MAIN STREET	MADISON	MS	39110	MADISON	UNITED STATES	538214	44	ORIGIN BANK	667757	
OK		Limited Service	4222172	MADISON COUNTY MOBILE BANKING CENTER	1912 MAIN STREET	MADISON	MS	39110	MADISON	UNITED STATES	Not Required	Not Required	ORIGIN BANK	667757	
OK		Full Service	4222752	OXFORD BANKING CENTER	1312 UNIVERSITY AVENUE	OXFORD	MS	38655	LAFAYETTE	UNITED STATES	514899	36	ORIGIN BANK	667757	
OK		Full Service	4180928	HIGHLAND COLONY FINANCIAL CENTER	1063 HIGHLAND COLONY PARKWAY	RIDGELAND	MS	39157	MADISON	UNITED STATES	511449	32	ORIGIN BANK	667757	
OK		Full Service	4506274	ALLEN BANKING CENTER	384 E. STACY ROAD	ALLEN	TX	75002	COLLIN	UNITED STATES	538603	45	ORIGIN BANK	667757	
OK		Full Service	4552598	DALLAS FINANCIAL CENTER	3838 OAK LAWN AVENUE, 2 TURTLE CREEK VILLAGE	DALLAS	TX	75219	DALLAS	UNITED STATES	Not Required	Not Required	ORIGIN BANK	667757	
OK		Full Service	3717288	PRESTON BANKING CENTER	8222 DOUGLAS AVENUE, SUITE 1	DALLAS	TX	75225-5923	DALLAS	UNITED STATES	3734	33	ORIGIN BANK	667757	
OK		Full Service	3978146	7TH STREET BANKING CENTER	3000 WEST 7TH STREET, SUITE 120	FORT WORTH	TX	76107	TARRANT	UNITED STATES	496001	34	ORIGIN BANK	667757	
OK		Full Service	4399373	CAMP BOWIE BANKING CENTER	5800 CAMP BOWIE BLVD.	FORT WORTH	TX	76107	TARRANT	UNITED STATES	529509	41	ORIGIN BANK	667757	
OK		Full Service	4801803	FORT WORTH FINANCIAL CENTER	500 THROCKMORTON STREET, SUITE 350	FORT WORTH	TX	76102	TARRANT	UNITED STATES	Not Required	Not Required	ORIGIN BANK	667757	
OK		Full Service	4314189	FRISCO BANKING CENTER	9456 STATE HIGHWAY 121	FRISCO	TX	75035	COLLIN	UNITED STATES	522091	39	ORIGIN BANK	667757	
OK		Full Service	1448207	CHAMPIONS BANKING CENTER	6767 FM 1960 WEST	HOUSTON	TX	77069	HARRIS	UNITED STATES	Not Required	Not Required	ORIGIN BANK	667757	
OK		Full Service	2366616	MEDICAL BANKING CENTER	8002 KIRBY DRIVE	HOUSTON	TX	77054	HARRIS	UNITED STATES	Not Required	Not Required	ORIGIN BANK	667757	
OK		Full Service	3267336	MEMORIAL BANKING CENTER	12600 MEMORIAL DRIVE	HOUSTON	TX	77024	HARRIS	UNITED STATES	Not Required	Not Required	ORIGIN BANK	667757	
OK		Full Service	4520373	MEMORIAL CITY FINANCIAL CENTER	960 MEMORIAL CITY WAY	HOUSTON	TX	77024	HARRIS	UNITED STATES	539786	47	ORIGIN BANK	667757	
OK		Full Service	647656	MUSEUM DISTRICT BANKING CENTER	5115 MAIN STREET	HOUSTON	TX	77002	HARRIS	UNITED STATES	Not Required	Not Required	ORIGIN BANK	667757	
OK		Full Service	4999045	RIVER OAKS BANKING CENTER	2049 WEST GRAY STREET	HOUSTON	TX	77019	HARRIS	UNITED STATES	Not Required	Not Required	ORIGIN BANK	667757	
OK		Limited Service	5044728	TANGLEWOOD BRANCH	1702 FOUNTAIN VIEW DRIVE	HOUSTON	TX	77057	HARRIS	UNITED STATES	Not Required	Not Required	ORIGIN BANK	667757	
OK		Full Service	4557865	WEST UNIVERSITY BANKING CENTER	5324 KIRBY DRIVE, WEST UNIVERSITY PLACE	HOUSTON	TX	77005	HARRIS	UNITED STATES	Not Required	Not Required	ORIGIN BANK	667757	
OK		Full Service	4413859	LAS COLINAS BANKING CENTER	7720 NORTH MACARTHUR BOULEVARD	IRVING	TX	75063	DALLAS	UNITED STATES	531362	42	ORIGIN BANK	667757	
OK		Full Service	3963571	PLANO BANKING CENTER	2432 PRESTON ROAD, SUITE 330	PLANO	TX	75093-2311	COLLIN	UNITED STATES	496427	35	ORIGIN BANK	667757	
OK		Full Service	4680240	THE WOODLANDS BANKING CENTER	2170 BUCKTHORNE PLACE, SUITE 150	THE WOODLANDS	TX	77380	MONTGOMERY	UNITED STATES	Not Required	Not Required	ORIGIN BANK	667757	

# AMENDED

**Form FR Y-6**  
**Origin Bancorp, Inc**  
**Ruston, Louisiana**  
**Fiscal Year Ending December 31, 2016**

Report Item 3:

Current Shareholders with ownership, control or holdings of 5% or more with the power to vote as of fiscal year ending 12-31-2016			Shareholders 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 12-31-2016		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country or Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(1)(a) Name & Address (City, State, Country)	(1)(b) Country or Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities
Pine Brook Road Partners LLC New York, NY, USA	USA	1,803,285 - 9.26% - Common 901,644 Non Voting Preferred	-0-		
Castle Creek Capital Partners IV, LP Rancho Santa Fe, CA, USA	USA	1,621,622 - 8.33% - Common			
Community Trust Financial Corporation Employee Stock Ownership Plan Trustee: Argent Trust Company Ruston, LA	USA	1,106,065 5.68% - Common			

# AMENDED

Form FR Y-6  
Origin Bancorp, Inc  
Ruston, Louisiana  
Fiscal Year Ending December 31, 2016

Report Item 4 (Insiders)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name, City, State, Country	Principal Occupation if other than with Holding Company	Title & Position with Holding Co.	Title & Position with Subsidiaries	Title & Position with Other Businesses (include name of Business)	Percentage of Voting Shares in Holding Company	Percentage of Voting Shares in Subsidiaries	Any Other Companies if 25% or more of voting securities are held
Michael A. Jones Ruston, LA, USA	Certified Public Acct.	Director	Director - Davison Insurance	Partner, Jones & Jones CPAs	1.12%	0.00%	Michael A. Jones, CPA - 100% Caly's Condo LLC - 50% Mike Jones, Inc - 100%
Jack P. Love Ruston, LA, USA	Business Consultant	Director	N/A	Owner, Twin Oaks Nursery	1.59%	0.00%	Twin Oaks Nursery, Inc - 50%
Hez Ekins Spearsville, LA, USA	Agriculture	Director	N/A	N/A	1.32%	0.00%	N/A
John M. Buske Ruston, LA, USA	Retired Businessman	Director	N/A	N/A	0.28%	0.00%	N/A
Ronald Graham Choudrant, LA, USA	Building & Construction	Director	N/A	CEO - Lincoln Builders, Inc.	0.68%	0.00%	Graham Brothers, Inc - 50% Louisiana Methane, LLC - 37.5% Master Concrete Inc - 50%
George Shellings Ruston, LA, USA	Attorney	Director	N/A	Attorney, Nelson, Zentner, Sartor & Shellings, LLC	0.10%	0.00%	N/A
Drake D. Mills Ruston, LA, USA	Banker	Chairman, CEO & President	Director/President - CTB/HLP Condo Director/VP - CTB/MNG Condo CEO & President Origin Bank	N/A	0.20%	0.00%	RADR LLC - 50% 2M Property Management LLC - 100% MNG Properties LLC - 33.33% TPS McAdams LLC - 100% Blackpond Inv. LLC - 50%
James E. Davison, Jr. Ruston, LA, USA	Investments	Director	N/A	President, Louisiana Aircraft, Inc	3.08%	0.00%	Fargo Transport, Inc. fka Davison Transport, Inc. - 33.3% Squire Creek Communications, Inc. - 33.3% Falco Acquisitions LLC - 25% Falco Energy Services LLC - 25% Fugino LLC - 50% Southern Composite Yachts, Inc. - 25%
Ronnie Myrick Monroe, LA, USA	Banker	Director	Chairman - Community Trust Bank	N/A	0.66%	0.00%	The Wetlands - 33% Bastrop Miniwarehouse - 33% Myrick Bros - 50% Lakeside Nursing - 33% Concordia Nursing - 33% Professional Health Services - 33% Resource Rehab - 33%
Gary Luffey Ruston, LA, USA	Ophthalmologist	Director	N/A	Physician & Partner - Green Clinic Owner - Luffey Timber Company	0.73%	0.00%	Luffey Timber Company - 100% Liberty Healthcare - 25%
Elizabeth Solender Dallas, TX, USA	President, Commercial Real Estate Broker	Director	N/A	President & Broker, Solender/Hall, Inc. President, Mujeres Empresarias, Inc.	0.04%	0.00%	Solender/Hall, Inc. - 100% Mujeres Banderas, Inc. - 50%
Zach L. Wasson Ruston, LA, USA	Banker	Chief Financial Officer	Chief Financial Officer - Origin Bank	N/A	0.07%	0.00%	
Oliver Goldstein New York, NY, USA	Investor	Director	N/A	EVP, Pine Brook Road Partners, LLC Limited Partner, Pine Brook Road Advisors, LP Director of AluStar Bank of Commerce	9.26%	0.00%	N/A
John Pietrzak Santa Fe, CA, USA	Investor	Director	N/A	President, Pietrzak Advisory Corp Director, Square 1 Financial Corporation and Square 1 Bank Principal, Castle Creek Capital Partners, IV, LLC and CCAW - Fund IV Managing Principal, COC V, LLC, CCA IV - Fund V, CC AZ TARP Special Managing Principal, CC TARP Advisors, CC Class B Tarp, CC Class B Tarp Advisors, CC Special Situations Advisors, CC SSF - D GP LLC	8.33%	0.00%	Pietrzak Advisory Corp - 100%
Henry Barham III Milwaukee, WI	Attorney	General Counsel	General Counsel and Corporate BSA/AML/OFAC Officer	N/A	0.06%	0.00%	
James D'agostino Houston, TX, USA	Banking, energy and investment management	Director	N/A	Chairman, Houston Trust Company	0.14%	0.00%	Elegant Estates LLC - 50% Encore Interest LLC - 100%
Farrell Malone Shreveport, LA, USA	Certified Public Acct.	Director	N/A	N/A	0.01%	0.00%	N/A
David Winkler Shreveport, LA, USA	Retired Banker	Director	N/A	Manager - Winkler Land Co. LLC Manager - Winkler Royalty LLC Manager - Winkler Energy LLC Asst Manager- Bossier Land Acct. LLC Asst. Manager - Beene Office Park LLC Secretary/Director - Haynesville Merc. Co. Commissioner Caddo Parish Fire District Five	0.71%	0.00%	Winkler Land Co. LLC - 89% Winkler Royalty LLC - 50% Winkler Energy LLC - 92%
Steven Taylor Monroe, LA, USA	Automotive Dealer	Director	N/A	President, Partner - Car Town of Monroe, Inc.	0.27%	0.00%	Car Town of Monroe, Inc. - 33% CTR Warranty - 33.3% West Monroe Land Development - 50% Twin City Investment - 33.3% Ride Time Auto Credit - 33.3%