



FEDERAL RESERVE SYSTEM

Formations of, Acquisitions by, and Mergers of Bank Holding Companies

The companies listed in this notice have applied to the Board for approval, pursuant to the Bank Holding Company Act of 1956 (12 U.S.C. 1841 *et seq.*) (BHC Act), Regulation Y (12 CFR Part 225), and all other applicable statutes and regulations to become a bank holding company and/or to acquire the assets or the ownership of, control of, or the power to vote shares of a bank or bank holding company and all of the banks and nonbanking companies owned by the bank holding company, including the companies listed below.

The applications listed below, as well as other related filings required by the Board, are available for immediate inspection at the Federal Reserve Bank indicated. The applications will also be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing on the standards enumerated in the BHC Act (12 U.S.C. 1842(c)). If the proposal also involves the acquisition of a nonbanking company, the review also includes whether the acquisition of the nonbanking company complies with the standards in section 4 of the BHC Act (12 U.S.C. 1843). Unless otherwise noted, nonbanking activities will be conducted throughout the United States.

Unless otherwise noted, comments regarding each of these applications must be received at the Reserve Bank indicated or the offices of the Board of Governors not later than March 24, 2014.

A. Federal Reserve Bank of St. Louis (Yvonne Sparks, Community Development Officer) P.O. Box 442, St. Louis, Missouri 63166-2034:

1. *BancorpSouth, Inc.*, Tupelo, Mississippi; to merge with Ouachita Bancshares Corporation and thereby indirectly acquire Ouachita Independent Bank, both in Monroe, Louisiana.
2. *Bear State Financial Holdings, LLC*, Little Rock, Arkansas and *First Federal Bancshares of Arkansas, Inc.*, Harrison, Arkansas; to become bank holding companies by acquiring 100 percent of the voting shares of First National Security Company, Hot Springs, Arkansas, and thereby indirectly acquire Heritage Bank, N.A., Jonesboro, Arkansas, and First National Bank, Hot Springs, Arkansas.

Board of Governors of the Federal Reserve System, February 24, 2014.

Michael J. Lewandowski,
Associate Secretary of the Board.

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