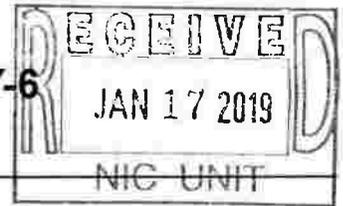


Board of Governors of the Federal Reserve System



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, 2018

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

I, Bryan Peeler

Name of the Holding Company Director and Official

Director & President

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Fannin Bancorp, Inc.

Legal Title of Holding Company

230 East 3rd Street

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

Bonham TX 75418

City State Zip Code

Same

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Bryan Peeler Director & President

Name Title

903-583-5522

Area Code / Phone Number / Extension

903-583-2436

Area Code / FAX Number

bryan.peeler@fanninbank.com

E-mail Address

N/A

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

Signature of Holding Company Director and Official

01/11/2019

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 1137234
 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."

**DOMESTIC BANK HOLDING COMPANY
ANNUAL REPORT FR Y-6
December 31, 2018**

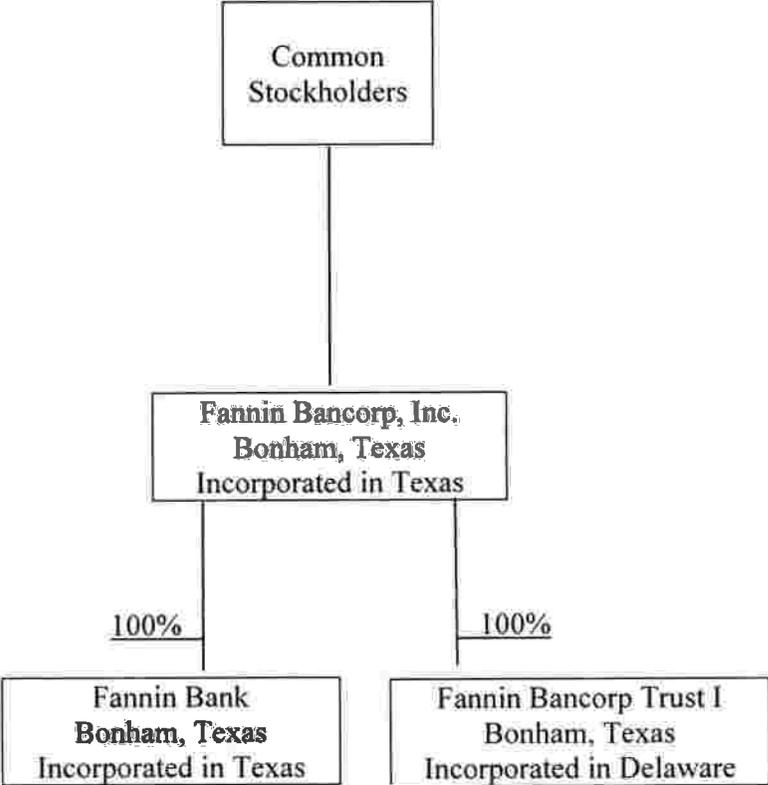
**FANNIN BANCORP, INC.
230 East 3rd Street
Bonham, Texas 75418**

FANNIN BANCORP, INC.
FEDERAL RESERVE FORM FR Y-6
December 31, 2018

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Officers, Directors, and Principal Shareholders	4	4

FANNIN BANCORP, INC.
ORGANIZATION CHART



No entity has a LEI.

Results: A list of branches for your depository institution: FANNIN BANK (ID_RSSD: 377663). This depository institution is held by FANNIN BANCORP, INC. (1137284) of BONHAM, TX. The data are as of 12/31/2018. Data reflects information that was received and processed through 01/06/2019.

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 ID_RSSD*	Comments
OK		Full Service (Head Office)	377663	Fannin Bank	230 E 3rd St	Bonham	TX	75418-4416	Fannin	United States	Not Required	Not Required	377663	
OK		Full Service	499967	Honey Grove Branch	901 East Main Street	Honey Grove	TX	75446-1235	Fannin	United States	Not Required	Not Required	377663	

**FANNIN BANCORP, INC.
SUPPLEMENT TO ORGANIZATION CHART**

- (a) Fannin Bancorp, Inc. investments in which in excess of 5 percent of the shares of any class of voting securities are controlled as a result of debts previously contracted:

NONE

- (b) Fannin Bancorp, Inc. investments that are held in a fiduciary capacity, directly or indirectly, by Fannin Bancorp, Inc. when the ownership, control, or beneficial interest of such investments exceeds 5 percent of the shares of any class of voting securities:

NONE

- (c) Companies in which Fannin Bancorp, Inc., through its subsidiaries, are held in a fiduciary capacity, directly or indirectly, when ownership or control exceeds 5 percent of the shares of any class of voting securities:

NONE

- (d) Fannin Bancorp, Inc. investments in non-voting equity that are greater than or equal to 25% of the non-voting equity of any bank or holding company that is not otherwise controlled:

NONE

FANNIN BANCORP, INC.
SHAREHOLDERS

<u>Names and Address</u>	<u>Country of Citizenship</u>	<u>Number of Voting Shares Owned</u>	<u>Percentage of Voting Shares Owned</u>
Shareholders that directly or indirectly own, control, or hold with power to vote 5 percent or more of any class of voting securities of Fannin Bancorp, Inc.:			
Bill Wilson Bonham, Texas	United States	10,500	5.353%
Maribel Peeler Griffon Friendswood, Texas	United States	74,517	37.987%
Bryan Peeler Bonham, Texas	United States	82,280	41.944%
Mary Pauline Yarbrough Bonham, Texas	United States	11,185	5.702%

Shareholders not listed above that owned or controlled 5 percent or more of any class of voting securities of Fannin Bancorp, Inc. during the fiscal year ended December 31, 2018:

NONE

Report Item 4

FANNIN BANCORP, INC.
OFFICERS, DIRECTORS, AND PRINCIPAL SHAREHOLDERS

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of Subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of Other companies (includes partnerships) if 25% or more of voting secure- ties are held (List names of companies and percentage of voting securities held)
Bryan Peeler Bonham, Texas, USA	N/A	Director & President	Director & Chairman (Fannin Bank)	N/A	41.944%	None	N/A
Allen Sanderson Bonham, Texas, USA	N/A	Director & Vice President	Director & President (Fannin Bank)	N/A	1.020%	None	N/A
Maribel Peeler Griffon Friendswood, Texas, USA	N/A	Director & Vice President	Director (Fannin Bank)	N/A	37.987%	None	N/A
Bill Wilson Bonham, Texas, USA	Car Dealer	Director & Vice President	Director (Fannin Bank)	Owner (Wilson Motor Company)	5.353%	None	Wilson Motor Company (100%)