

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, **Todd E. Huckabee**

**Crockett County National Bancshares, Inc.**

Name of the Holding Company Director and Official

**CEO / Director**

Legal Title of Holding Company

Title of the Holding Company Director and Official

**P.O. Box 1089**

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

**Ozona TX 76943**

City State Zip Code

**Hwy 163 & First Street**

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:

**Julie B. Vaello Chief Financial Officer**

Name Title

**325-658-6714**

Area Code / Phone Number / Extension

**325-267-6682**

Area Code / FAX Number

**julievaello@crockettnationalbank.com**

E-mail Address

**www.crockettnationalbank.com**

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

Signature of Holding Company Director and Official

**3/22/19**

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

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."

# 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)

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Physical Location (if different from mailing address)

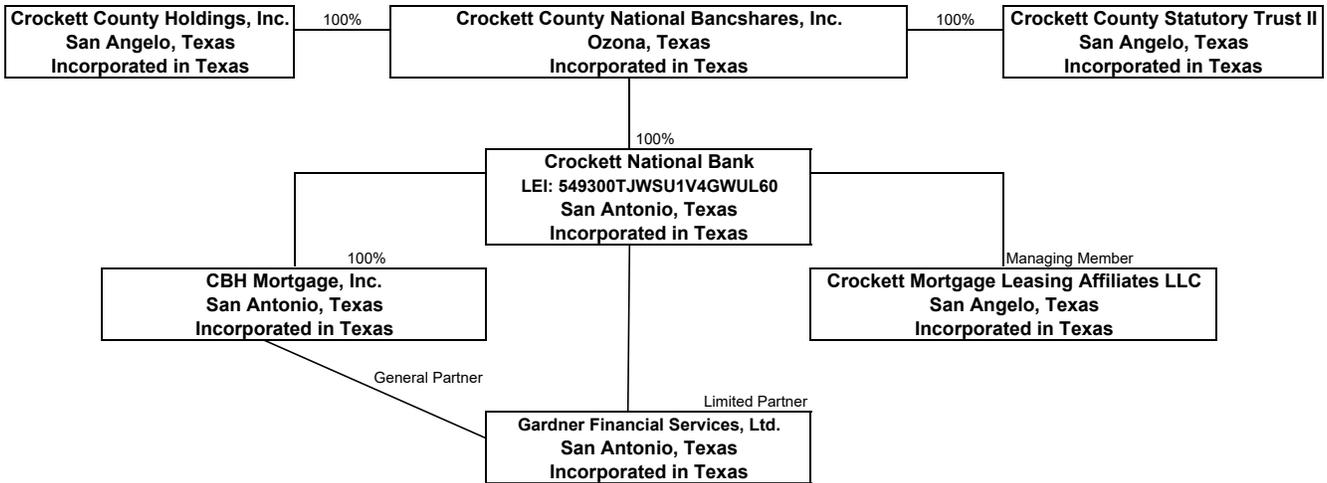
**Form FRY-6  
Crockett County National Bancshares, Inc.  
Fiscal Year Ending December 31, 2018**

**Report Item 1: Annual Report to Shareholders**

**N/A**

Form FRY-6  
 Crockett County National Bancshares, Inc.  
 Fiscal Year Ending December 31, 2018

Report Item 2a: Organization Chart



\* As noted above, Crockett National Bank is the only entity with a Legal Entity Identifier (LEI). All other companies are N/A.

**Form FRY-6  
Crockett County National Bancshares, Inc.  
Fiscal Year Ending December 31, 2018**

**Report Item 2b: Domestic Branch Listing**

Please see the following page for listing.

**Results: A list of branches for your holding company: CROCKETT COUNTY NATIONAL BANCSHARES, INC (1141861) of OZONA, 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	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	1015467	CROCKETT NATIONAL BANK	8018 BROADWAY	SAN ANTONIO	TX	78209	BEXAR	UNITED STATES	Not Required	Not Required	CROCKETT NATIONAL BANK	1015467	
OK		Full Service	5331473	COLLEGE STATION BRANCH	4121 STATE HWY 6 SOUTH, SUITE 103	COLLEGE STATION	TX	77845	BRAZOS	UNITED STATES	Not Required	Not Required	CROCKETT NATIONAL BANK	1015467	
OK		Full Service	4535199	OZONA BRANCH	602 FIRST STREET	OZONA	TX	76943	CROCKETT	UNITED STATES	Not Required	Not Required	CROCKETT NATIONAL BANK	1015467	
OK		Full Service	1436361	SAN ANGELO BRANCH	502 SOUTH KOENIGHEIM, SUITE 1D	SAN ANGELO	TX	76903	TOM GREEN	UNITED STATES	Not Required	Not Required	CROCKETT NATIONAL BANK	1015467	
OK		Full Service	3542480	SHERWOOD WAY BRANCH	5667 SHERWOOD WAY	SAN ANGELO	TX	76904	TOM GREEN	UNITED STATES	Not Required	Not Required	CROCKETT NATIONAL BANK	1015467	

**Form FRY-6**  
**Crockett County National Bancshares, Inc.**  
**Fiscal Year Ending December 31, 2018**

**Report Item 3: Securities Holders**

(1)(a)(b)( c)

<u>Name and Address</u>	<u>Citizenship</u>	<u>Number of Shares</u>	<u>Percentage Owned</u>
Linda T. Gordon* Dallas, Texas	U.S.	42,306	12.33%
Dorothy K. Thompson Dallas, Texas	U.S.	67,638	19.72%
Jean Christine Thompson** Dallas, Texas	U.S.	52,141	15.20%
Individual family members who aggregate to more than 5%:			
Norman Smith Dallas, Texas			
Janet K. Smith Dallas, Texas			
David A. Smith Dallas, Texas			
Michael N. Smith Dallas, Texas			
Total	U.S.	31,301	9.13%

(2)(a)(b)( c)

N/A

\* Includes 8,487 shares held individually by Linda T. Gordon and 33,819 shares held by the Linda T. Gordon Exempt Trust, Linda T. Gordon Trustee.

\*\* Includes 18,322 shares held individually by Jean Christine Thompson and 33,819 shares held by the Jean Christine Thompson Exempt Trust, Jean Christine Thompson Trustee.

**Form FRY-6**  
**Crockett County National Bancshares, Inc.**  
**Fiscal Year Ending December 31, 2018**

**Report Item 4: Insiders**

(1)	(2)	(3)(a)	(3)(b)	(4)(a)	(4)(b)	(3)(c)	(4)(c)
<u>Name and Address</u>	<u>Occupation</u>	<u>Title &amp; Position with Holding Co.</u>	<u>Title &amp; Position with Subsidiaries</u>	<u>Percentage Owned in Holding Co.</u>	<u>Percentage Owned in Subsidiaries</u>	<u>Title/Position with Other Businesses</u>	<u>List names of other businesses in which 25% or more voting securities are held</u>
Jean Christine Thompson Dallas, Texas	Oil & Gas Explorer	Director	Director (Crockett National Bank)	15.20%	N/A	Trustee (Jean Christine Thompson Trust 2) Trustee (Jean Christine Thompson 2012 Gift Trust) Trustee (Jean Christine Thompson Exempt Trust) Partner (J Cleo Thompson LLC) Vice President (Ozona Energy Corporation) Partner (Roanoke Ranch & Investment, LP)	Jean Christine Thompson Trust 2 (100%) Jean Christine Thompson 2012 Gift Trust (100%) Jean Christine Thompson Exempt Trust (100%) J Cleo Thompson LLC (50%) Ozona Energy Corporation (34%) Roanoke Ranch & Investment, LP (56.3%)
Dorothy K. Thompson Dallas, Texas	Oil & Gas Explorer	Director	Director (Crockett National Bank)	19.72%	N/A	Partner (Grassmere Lane Apartments) Vice President (J Cleo Thompson Investment Management, LLC) Vice President (J Cleo Thompson Petroleum Management, LLC) Partner (TSI GP)	Grassmere Lane Apartments (37.5%) J Cleo Thompson Investment Management, LLC (30%) J Cleo Thompson Petroleum Management, LLC (50%) TSI GP (50%)
Linda T. Gordon Dallas, Texas	Oil & Gas Explorer	Principal Securities Holder	N/A	12.33%	N/A	Partner (J Cleo Thompson LLC) Trustee (Linda T Gordon 2012 Gift Trust) Trustee (Linda T Gordon Exempt Trust) Owner (Mr Yella Fella Partners) Vice President (Ozona Energy Corporation)	J Cleo Thompson LLC (50%) Linda T Gordon 2012 Gift Trust (100%) Linda T Gordon Exempt Trust (100%) Ozona Energy Corporation (34%) Grassmere Lane Apartments (25%)
Lance Lacy San Angelo, Texas	Commercial Real Estate Investor	Director/Secretary	Director (Crockett National Bank)	3.08%	N/A	President (B & T Future Holdings, Inc.) Owner (Lacy & Company, Realty) President (Southland Hills, Inc.) Co-Manager (Loop 378, LLC)	B & T Future Holdings, Inc. (49%) Lacy & Company, Realty (100%) Southland Hills, Inc. (50%)
Norman W. Smith Dallas, Texas	Oil & Gas Explorer	Director	Director (Crockett National Bank) Director (CBH Mortgage, Inc.)	5.07%	N/A	Managing Partner (AgriTex Gas LP) Member (D & N Investments) President (Express Air Drilling, Inc.) Manager (Mecca Exploration LLC) President/Secretary (NatGas, Inc.) Vice President (Ozark Exploration, Inc.) Member (S Pipeline LLC) Officer (Howard County Oil & Gas, LTD)	D & N Investments (50%) Express Air Drilling, Inc. (50%) Mecca Exploration LLC (75%) NatGas, Inc. (33.33%) Ozark Exploration, Inc. (50%) S Pipeline LLC (100%)
David A. Smith Dallas, Texas	Oil & Gas Explorer	Director	Director (Crockett National Bank)	2.10%	N/A	Limited Partner (D & N Investments) Shareholder (Natgas, Inc.) Shareholder (S Pipeline LLC)	D&N Investments (50%)
Todd E. Huckabee San Angelo, Texas	Banker	Director/CEO	Director/CEO (Crockett National Bank) Director/President (CBH Mortgage, Inc.) President (Crockett County Holdings, Inc.) Managing Member (Crockett Mortgage Leasing Affiliates, LLC)	1.76%	N/A	Officer (Psalms 8:23 Ministries)	N/A
Amy Baird Wall, Texas	Banker	Director/President	Director/President (Crockett National Bank) Sec.,Treas.,CFO (Crockett County Holdings, Inc.) Director (CBH Mortgage, Inc.)	0.58%	N/A	N/A	N/A