

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.

I, Dan Neff

Name of the Holding Company Director and Official

CEO & Director

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.

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.

Signature of Holding Company Director and Official

03/20/2019

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 _____

C.I. _____

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

Albany Bancshares Inc.

Legal Title of Holding Company

P.O. Box 2019

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

Albany

TX

76430

City

State

Zip Code

100 South Main Street

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

DeVona Davis

none

Name

Title

325-762-2222

Area Code / Phone Number / Extension

325-762-3913

Area Code / FAX Number

fnbalbany@fnbab.com

E-mail Address

www.fnbab.com

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

Is confidential treatment requested for any portion of this report submission?

0=No	0
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.

Albany Bancshares Nevada Financial Corporation

Legal Title of Subsidiary Holding Company

P.O. Box 2019

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

Albany TX 76430
City State Zip Code

100 South Main Street

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

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

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

City State Zip Code

Physical Location (if different from mailing address)

**ALBANY BANCSHARES, INC.
FR Y-6 REPORT ITEMS
FOR YEAR ENDED DECEMBER 31, 2018**

REPORT ITEM 1: ANNUAL REPORT TO SHAREHOLDERS

To be sent under separate cover.

REPORT ITEM 2a: ORGANIZATION CHART

ALBANY BANCSHARES, INC.
ALBANY, TEXAS
a TEXAS corporation
LEI: N/A
(100% VOTING CONTROL)

I

ALBANY BANCSHARES
NEVADA FINANCIAL CORPORATION
ALBANY, TEXAS
LEI: N/A
(100% VOTING CONTROL)

I

FIRST NATIONAL BANK of
ALBANY/BRECKENRIDGE
ALBANY, TEXAS
LEI: 549300L34FQYD6PROV86
a TEXAS corporation

Results: A list of branches for your holding company: ALBANY BANCSHARES, INC. (1246926) of ALBANY, TX.
The data are as of 12/31/2018.

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)	340751	FIRST NATIONAL BANK OF ALBANY/BRECKENRIDGE	100 SOUTH MAIN STREET	ALBANY	TX	76430	SHACKELFORD	UNITED STATES	1953	0	FIRST NATIONAL BANK OF ALBANY/BRECKENRIDGE	340751	
OK		Full Service	1394210	BRECKENRIDGE BRANCH	101 EAST WALKER	BRECKENRIDGE	TX	76424	STEPHENS	UNITED STATES	8741	3	FIRST NATIONAL BANK OF ALBANY/BRECKENRIDGE	340751	
OK		Full Service	1394911	GORDON BRANCH	104 SOUTH MAIN	GORDON	TX	76453	PALO PINTO	UNITED STATES	2078	1	FIRST NATIONAL BANK OF ALBANY/BRECKENRIDGE	340751	
OK		Full Service	1407549	STRAWN BRANCH	CENTRAL & HOUSELEY	STRAWN	TX	76475	PALO PINTO	UNITED STATES	3764	2	FIRST NATIONAL BANK OF ALBANY/BRECKENRIDGE	340751	
OK		Full Service	207325A	FIRST NATIONAL BANK ABILENE OFFICE	1500 INDUSTRIAL BLVD SUITE 102	ABILENE	TX	79602	TAYLOR	UNITED STATES	589955	4	FIRST NATIONAL BANK OF ALBANY/BRECKENRIDGE	340751	

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Albany Bancshares, Inc.
Albany, Texas
Fiscal Year Ending December 31, 2018

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 12-31-2018			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		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Lynne Jacobs Teinert Albany, Texas	USA	606 Shares 12.13%	N/A		
SMJ Trust V Stephen M Jones, Trustee Austin, Texas	USA	432 Shares Trustee with 8.65% voting power			
Jon Rex Jones Dynasty Trust & JRJ Jr Trust V Jon Rex Jones, Jr., Trustee Albany, Texas	USA	1005 Shares Trustee with 20.11% voting power			
JRJ Jr. Dynasty Trust Brenda Jones, Trustee Austin, Texas	USA	298 Shares Trustee with 5.96% voting power			
JAJ Trust V Julie Ann Jarvis, Trustee Aledo, Texas	USA	432 Shares Trustee with 8.65% voting power			
DLJ Trust V Deborah Jones, Trustee Mills Valley, California	USA	433 Shares Trustee with 8.67% voting power			

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Albany Bancshares Nevada Financial Corporation

Albany, Texas

Fiscal Year Ending December 31, 2018

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 12-31-2018			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		
(1)(a)	(1)(b)	(1)(c)	(2)(a)	(2)(b)	(2)(c)
Name & Address (City, State, Country)	Country of Citizenship or Incorporation	Number and Percentage of Each Class of Voting Securities	Name & Address (City, State, Country)	Country of Citizenship or Incorporation	Number and Percentage of Each Class of Voting Securities
Albany Bancharas, Inc. Albany, Texas	USA	1,000 Shares 100%	N/A		

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Albany Bancshares, Inc.
Albany, Texas
Fiscal Year Ending December 31, 2018

Report Item 4: Insiders

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a) Percentage of Voting Securities in Bank Holding Company	(4)(b) Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	(4)(c) 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)
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)			
James H. Cotter Albany, Texas USA	Certified Public Accountant	Director	Director of First National Bank Albany/Breckenridge	N/A	1.38%	N/A	Buckeye Investment Company - 100%
Jon Rex Jones Albany, Texas USA	Oil Producer	Director	Director of Bancshares Nevada Corporation Director of First National Bank Albany/Breckenridge	Albany Managing Partner/ Director/Trustee/ Principal Officer of Jones Family Entities	0.02%	N/A	The Albany Foundation - 50%
Harold G. Cox Texas USA	Albany, Bank Consultant	Director	Vice President of Bancshares Nevada Corporation Director/Vice President/Consultant of First National Bank Albany/Breckenridge	Albany N/A	0.02%	N/A	N/A
James C. Shelton Breckenridge, TX USA	Bank Consultant	Director	Director/Executive Vice President of Albany Bancshares Nevada Corporation Director/Breckenridge Consultant of First National Bank Albany/Breckenridge	Albany President JS Land & Cattle Company, Inc.	0.12%	N/A	JS Land & Cattle Company Inc - 100%
Robert B. Arnot Breckenridge, TX USA	Oil Production Petroleum Engineer	Director	Director of First National Bank Albany/Breckenridge	Partner Paloma Exploration WG Arnot Oil & Gas	0.10%	N/A	Arnot Oil Company LLC - 100% Paloma Exploration Co. - 41.48%
Jimmy Dye Breckenridge, TX USA	Manufacturer	Director	Director of First National Bank Albany/Breckenridge	President & CEO RE Dye Mfg Corp	0.06%	N/A	RE Dye Mfg Corp - 90%

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Albany Bancshares, Inc.
Albany, Texas
Fiscal Year Ending December 31, 2018

Report Item 4: Insiders (continued)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a) Percentage of Voting Securities in Bank Holding Company	(4)(b) Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	(4)(c) 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)
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)			
J. Randall Palmore Albany, Texas USA	Banker	Director	Director/Secretary-Treasurer Albany Bancshares Nevada Financial Corporation Director/Albany President of First National Bank Albany/Breckenridge	N/A	0.52%	N/A	N/A
Dan A. Neff Texas USA	Certified Public Accountant	Director/CE	Director/CEO of First National Bank Albany/Breckenridge	Partner James H Cotter, Neff & Co., CPAs	1.50%	N/A	DANPCO, Inc. - 100% Albany Royalty LLC - 50% Neff, Inc. - 25%
K. Kevin Simmons Breckenridge, TX USA	Banker	Director	Director/Breckenridge President of First National Bank Albany/Breckenridge	N/A	0.52%	N/A	N/A
Glenn A. Picquet Albany, Texas USA	Oil Producer & Investor	Director	N/A	President CE Jacobs Company	0.02%	N/A	Picquet Management LLC - 100% CE Jacobs Company - 45% Jacobs Development LTD - 25% Jacobs Exploration LTD - 25% Zulu Sports LTD - 25%
Lynne Jacobs Teinert Albany, Texas USA	Oil Producer & Investor	Director & Principal Sharehold	Director of First National Bank Albany/Breckenridge	N/A	12.13%	N/A	N/A
Stephen M. Jones Austin, Texas USA	Oil Producer	Director	Director of First National Bank Albany/Breckenridge	Chairman Jones Villalta Asset Management	Trustee of 8.65%	N/A	SMJ Capital Partners - 100%

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Albany Bancshares, Inc.
Albany, Texas
Fiscal Year Ending December 31, 2018

Report Item 4: Insiders (continued)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a) Percentage of Voting Securities in Bank Holding Company	(4)(b) Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	(4)(c) 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)
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)			
Jon Rex Jones, Jr. Austin, Texas USA	Oil Producer	Principal Securities Holder	N/A	Trustee of Jon Rex Jones Dynasty Trust & JRJ Jr Trust V	* 20.11%	N/A	N/A
* Owner of the shares belongs to Jon Rex Jones Dynasty Trust & JRJ Jr Trust V, but voted on by it's trustee, Jon Rex Jones, Jr.							
Debora Jones Mill Valley, California USA	Investor	Principal Securities Holder	N/A	N/A	Trustee of 8.67%	N/A	N/A
Julie Ann Jarvis Texas	Aledo, Investor USA	Principal Securities Holder	N/A	N/A	Trustee of 8.65%	N/A	N/A
Brenda Jones Austin, Texas USA	Investor	Principal Securities Holder	N/A	N/A	Trustee of 5.96%	N/A	N/A

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Albany Bancshares Nevada Financial Corporation
Albany, Texas
Fiscal Year Ending December 31, 2018

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)
Albany Bancshares Inc. Albany, Texas USA	N/A	N/A	N/A	None	100%	N/A	None
Jon Rex Jones Albany, Texas USA	Oil Producer	Director	Director of First National Bank Albany/Breckenridge	Managing Partner/ Director/Trustee/ Principal Officer of Jones Family Entities	N/A	N/A	The Albany Foundation - 50%
Harold G. Cox Texas USA	Albany, Bank Consultant	Vice President	Director/Vice President/Consultant of First National Bank Albany/Breckenridge	N/A	N/A	N/A	N/A
James C. Shelton Breckenridge, TX USA	Bank Consultant	Director/ Executive Vice President	Director/Breckenridge Consultant of First National Bank Albany/Breckenridge	President JS Land & Cattle Company, Inc.	N/A	N/A	JS Land & Cattle Company Inc - 100%
J. Randall Palmore Albany, Texas USA	Banker	Director/ Secretary- Treasurer	Director/Albany President of First National Bank Albany/Breckenridge	N/A	N/A	N/A	N/A