

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, Terry L. Christian
 Name of the Holding Company Director and Official
President/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.

Terry L. Christian
 Signature of Holding Company Director and Official
 01/29/2019
 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
 None

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

Reporter's Name, Street, and Mailing Address

Texas Peoples National Bancshares, Inc.
 Legal Title of Holding Company
P. O. Box 1750
 (Mailing Address of the Holding Company) Street / P.O. Box
Paris TX 75461
 City State Zip Code

35 S. Plaza, Paris, TX
 Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
T. Bradley Perry VP/Sec/Treas
 Name Title

903/783-3800
 Area Code / Phone Number / Extension

903/783-3845
 Area Code / FAX Number

bperry@pbparis.com
 E-mail Address

www.pbparis.com
 Address (URL) for the Holding Company's web page

Is confidential treatment requested for any portion of this report submission? =No =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."

**FORM FR Y-6
TEXAS PEOPLES NATIONAL BANCSHARES, INC.
REPORT ITEM 1
DECEMBER 31, 2018**

Report Item 1: Annual Reports to Shareholders

Texas Peoples National Bancshares, Inc. and Subsidiaries Consolidated and Consolidating Financial Statements as of December 31, 2018, are submitted with this FR Y-6.

McClanahan and Holmes, LLP

CERTIFIED PUBLIC ACCOUNTANTS

STEVEN W. MOHUNDRO, CPA
GEORGE H. STRUVE, CPA
ANDREW B. REICH, CPA
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Board of Directors
Texas Peoples National Bancshares, Inc.
Paris, Texas

Management is responsible for the accompanying financial statements of Texas Peoples National Bancshares, Inc. (a Subchapter S corporation) and Subsidiaries, which comprise the consolidated and consolidating balance sheets as of December 31, 2018, and the related consolidated and consolidating statements of income and changes in retained earnings for the year then ended in accordance with accounting principles generally accepted in the United States of America. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on these financial statements.

Management has elected to omit substantially all of the disclosures, the statement of cash flows, and the display of comprehensive income required by accounting principles generally accepted in the United States of America. If the omitted disclosures and the statements of cash flows, changes in stockholders' equity, and comprehensive income were included in the financial statements, they might influence the user's conclusions about the Company's financial position, results of operations, and cash flows. Accordingly, these financial statements are not designed for those who are not informed about such matters.

We are not independent with respect to Texas Peoples National Bancshares, Inc. and Subsidiaries.

McClanahan and Holmes, LLP
Certified Public Accountants

Paris, Texas
January 11, 2019

TEXAS PEOPLES NATIONAL BANCSHARES, INC. AND SUBSIDIARIES
Consolidated and Consolidating Balance Sheet
December 31, 2018

	Texas Peoples National Bancshares, Inc.	TPNB Service Corporation	Peoples Bank	Paris Service Corp.	Eliminations	Consolidated
ASSETS						
Cash and Due From Banks	\$ 3,620,263	\$ 3,049	\$ 11,865,683	\$ 1,000	\$ (3,624,312)	\$ 11,865,683
Federal Funds Sold	-	-	-	-	-	-
U. S. Government Agency Securities Available for Sale	-	-	36,652,677	-	-	36,652,677
Tax-Exempt Bonds Available for Sale	-	-	564,800	-	-	564,800
Federal Home Loan Bank Stock	-	-	2,291,700	-	-	2,291,700
Investment in Subsidiaries, at Equity	11,403,806	-	1,000	-	(11,404,806)	-
Investment in TPNB Statutory Trust I, at Equity	217,000	-	-	-	-	217,000
Loans and Leases, net of Allowance for Loan Losses of \$1,540.625	-	-	95,337,316	-	-	95,337,316
Accrued Interest and Other Assets	-	-	3,677,576	-	-	3,677,576
Premises and Equipment, Net	-	-	3,485,753	-	-	3,485,753
Total Assets	\$ 15,241,069	\$ 3,049	\$ 153,876,505	\$ 1,000	\$ (15,029,118)	\$ 154,092,505
LIABILITIES AND STOCKHOLDERS' EQUITY						
Liabilities						
Deposits						
Demand	\$ -	\$ -	\$ 48,810,100	\$ -	\$ (3,624,312)	\$ 45,185,788
Savings	-	-	29,387,199	-	-	29,387,199
Time	-	-	49,304,116	-	-	49,304,116
Notes Payable	-	-	14,665,000	-	-	14,665,000
Long-Term Subordinated Debentures	7,217,000	-	-	-	-	7,217,000
Accrued Interest and Other Liabilities	178,654	-	309,333	-	-	487,987
Total Liabilities	7,395,654	-	142,475,748	-	(3,624,312)	146,247,090
Stockholders' Equity						
Common Stock	27,912	1,000	582,500	1,000	(584,500)	27,912
Additional Paid-in Capital	1,013,880	3,661,229	10,367,500	719,242	(14,747,971)	1,013,880
Accumulated Comprehensive Income	(1,071,191)	-	(1,071,191)	-	1,071,191	(1,071,191)
Retained Earnings	8,226,730	(3,659,180)	1,521,948	(719,242)	2,856,474	8,226,730
Treasury Stock	8,197,331 (351,916)	3,049 -	11,400,757 -	1,000 -	(11,404,806) -	8,197,331 (351,916)
Total Stockholders' Equity	7,845,415	3,049	11,400,757	1,000	(11,404,806)	7,845,415
Total Liabilities and Stockholders' Equity	\$ 15,241,069	\$ 3,049	\$ 153,876,505	\$ 1,000	\$ (15,029,118)	\$ 154,092,505

See Accountants' Compilation Report

TEXAS PEOPLES NATIONAL BANCSHARES, INC. AND SUBSIDIARIES
Consolidated and Consolidating Statement of Income
For the Year Ended December 31, 2018

	Texas Peoples National Bancshares, Inc.	TPNB Service Corporation	Peoples Bank	Paris Service Corp.	Eliminations	Consolidated
Interest Income						
Loans	\$ 97	\$ -	\$ 4,764,386	\$ -		\$ 4,764,483
Investment Securities	9,005	-	1,185,277	-	-	1,194,282
	<u>9,102</u>	<u>-</u>	<u>5,949,663</u>	<u>-</u>	<u>-</u>	<u>5,958,765</u>
Interest Expense						
Deposits	-	-	819,912	-		819,912
Borrowings	303,080	-	340,653	-	-	643,733
	<u>303,080</u>	<u>-</u>	<u>1,160,565</u>	<u>-</u>	<u>-</u>	<u>1,463,645</u>
Provision for Loan Losses	-	-	108,585	-		108,585
Net Interest Income (Loss) After Provision for Loan Losses	<u>(293,978)</u>	<u>-</u>	<u>4,680,513</u>	<u>-</u>	<u>-</u>	<u>4,386,535</u>
Other Income (Expenses)						
Service Charges, Fees, and Other Income	-	404	2,562,786	-		2,563,190
Equity in Undistributed Earnings (Loss) of Subsidiaries	29,645	-	-	-	(29,645)	-
Dividend from Subsidiaries	1,765,000	-	-	-	(1,765,000)	-
	<u>1,794,645</u>	<u>404</u>	<u>2,562,786</u>	<u>-</u>	<u>(1,794,645)</u>	<u>2,563,190</u>
Other Operating Expenses						
Salaries	131,479	-	2,190,133	-	-	2,321,612
Employee Benefits	-	-	591,199	-	-	591,199
Occupancy	-	-	368,808	-	-	368,808
Equipment Expense	-	-	232,536	-	-	232,536
Data Processing	-	-	317,047	-	-	317,047
Legal and Professional	-	-	253,411	-	-	253,411
Loan-Related Expense	-	-	75,837	-	-	75,837
Other Operating Loss	-	-	1,506	-	-	1,506
Other Operating Expense	54,404	-	1,418,581	-	-	1,472,985
	<u>185,883</u>	<u>-</u>	<u>5,449,058</u>	<u>-</u>	<u>-</u>	<u>5,634,941</u>
Net Income	<u>\$ 1,314,784</u>	<u>\$ 404</u>	<u>\$ 1,794,241</u>	<u>\$ -</u>	<u>\$ (1,794,645)</u>	<u>\$ 1,314,784</u>

See Accountants' Compilation Report

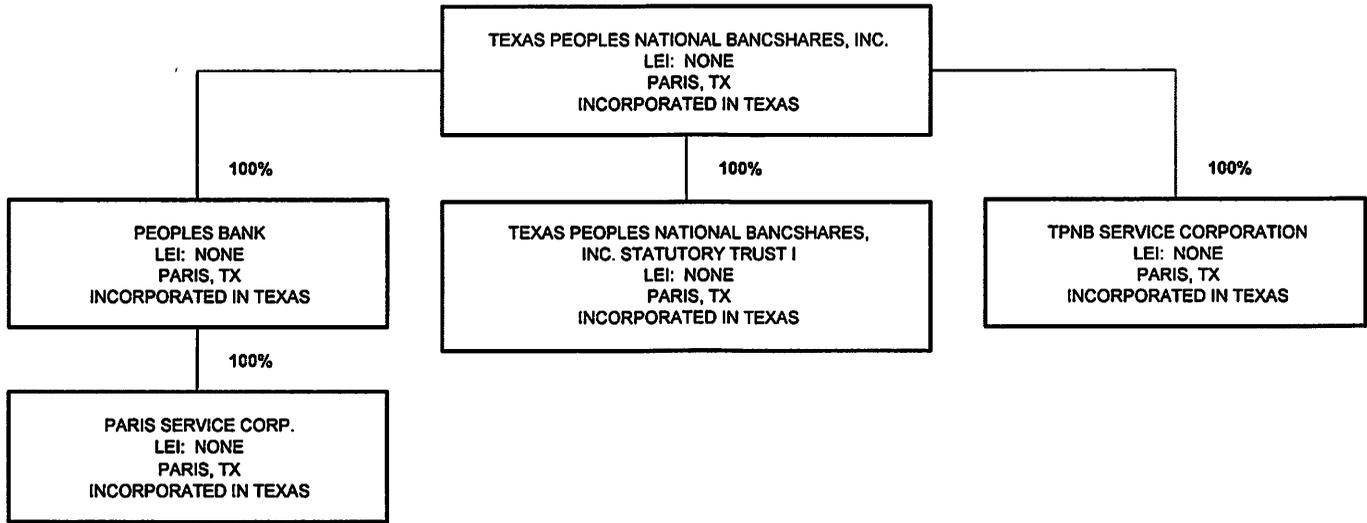
TEXAS PEOPLES NATIONAL BANCSHARES, INC. AND SUBSIDIARIES
 Consolidated and Consolidating Statement of Changes in Retained Earnings
 For the Year Ended December 31, 2018

	<u>Texas Peoples National Bancshares, Inc.</u>	<u>TPNB Service Corporation</u>	<u>Peoples Bank</u>	<u>Paris Service Corp.</u>	<u>Eliminations</u>	<u>Consolidated</u>
Balance, December 31, 2017	\$ 8,096,946	\$ (3,659,584)	\$ 1,492,707	\$ (719,242)	\$ 2,886,119	\$ 8,096,946
Net Income	1,314,784	404	1,794,241	-	(1,794,645)	1,314,784
Dividends Paid	<u>(1,185,000)</u>	<u>-</u>	<u>(1,765,000)</u>	<u>-</u>	<u>1,765,000</u>	<u>(1,185,000)</u>
Balance, December 31, 2018	<u>\$ 8,226,730</u>	<u>\$ (3,659,180)</u>	<u>\$ 1,521,948</u>	<u>\$ (719,242)</u>	<u>\$ 2,856,474</u>	<u>\$ 8,226,730</u>

See Accountants' Compilation Report

FORM FR Y-6
TEXAS PEOPLES NATIONAL BANCSHARES, INC.
REPORT ITEM 2
DECEMBER 31, 2018
ORGANIZATION CHART

ITEM 2a: ORGANIZATIONAL CHART



ITEM 2b:

Domestic branch listing submitted to with this FR Y-6.

Results: A list of branches for your depository institution: PEOPLES BANK (ID_RSSD: 1293078).
 This depository institution is held by TEXAS PEOPLES NATIONAL BANCSHARES, INC. (1406953) of PARIS, 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)	1293078	PEOPLES BANK	35 SOUTH PLAZA	PARIS	TX	75460	LAMAR	UNITED STATES	Not Required	Not Required	PEOPLES BANK	1293078	
OK		Full Service	1472435	PEOPLES BRANCH	2805-2825 LAMAR AVENUE	PARIS	TX	75460	LAMAR	UNITED STATES	Not Required	Not Required	PEOPLES BANK	1293078	
OK		Full Service	3543209	WAL MART BRANCH	3855 LAMAR AVE	PARIS	TX	75462	LAMAR	UNITED STATES	Not Required	Not Required	PEOPLES BANK	1293078	

FORM FR Y-6
 TEXAS PEOPLES NATIONAL BANCSHARES, INC.
 FISCAL YEAR ENDING DECEMBER 31, 2018

Report Item 3: Securities holders
 (1)(a)(b)(c) and (2)(a)(b)(c)

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 ending 12-31-2018

(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Ronald E. Abbott Paris, Texas USA	USA	1,036.331 38.53% Common Stock	N/A		
John W. Miles Paris, Texas USA	USA	939.147 34.92% Common Stock			
Terry L. Christian Paris, Texas USA	USA	335.504 12.47% Common Stock			

FORM FR Y-6
TEXAS PEOPLES NATIONAL BANCSHARES, INC.
FISCAL YEAR ENDING DECEMBER 31, 2018

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(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 securities are held (List names of companies and percentage of voting securities held)
Ronald E. Abbott Paris, Texas USA	Business Executive	Chairman/CEO/ Director	Chairman/CEO/Director (Peoples Bank)	N/A	38.53%	None	N/A
			President/Director - Paris Service Corp. Paris, Texas USA				
			President/Director - TPNB Service Corporation Paris, Texas USA				
			Administrator - TPNB Inc. Statutory Trust I Paris, Texas USA				
John W. Miles Paris, Texas USA	Doctor of Dental Surgery, Retired	Director	Director (Peoples Bank)		34.92%	None	
			Administrator - TPNB Inc. Statutory Trust I Paris, Texas USA				
			Ltd. Partner - Wolf Creek Rider, Ltd. Paris, Texas USA				Wolf Creek Rider, Ltd. 97.00%
Terry L. Christian Paris, Texas USA	Banker	President/Director	President/Director (Peoples Bank)		12.47%	None	
			Vice-President/Director - Paris Service Corp. Paris, Texas USA				
			Vice-President/Director - TPNB Service Corp. Paris, Texas USA				
			Administrator - TPNB Inc. Statutory Trust I Paris, Texas USA				
			Partner - C & S Diversified Paris, Texas USA				C & S Diversified 50.00%
			Member - SRT Diversified, LLC Paris, Texas USA				SRT Diversified, LLC 25.00%

FORM FR Y-6
 TEXAS PEOPLES NATIONAL BANCSHARES, INC.
 FISCAL YEAR ENDING DECEMBER 31, 2018

Report Item 4: Insiders
 (1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(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 securities are held (List names of companies and percentage of voting securities held)
T. Bradley Perry Paris, Texas USA	Banker	Vice-President/ Secretary/Treasurer/	EVP/CFO/Director (Peoples Bank)	Member - B & T Perry, LLC Paris, Texas USA	2.95%	None	B & T Perry, LLC 100.00%
			Vice-President/Secretary/Treasurer/Director - Paris Service Corp. Paris, Texas USA				
			Vice-President/Secretary/Treasurer/Director - TPNB Service Corp. Paris, Texas USA				