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, 1850(e)(1), and 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

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, Casey Barrett
Name of the Holding Company Director and Official
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.

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
07/02/2019
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

RSSID ID ________________________
C.I. ________________________

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."

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.59 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

03/2018
Report Item

1. The bank holding company prepares an annual report for its stockholders and is not registered with the SEC.

2.a. Organizational Chart

```
Texas Bancorp, Inc.
LEI: None
San Angelo, Texas
Incorporated in Texas

100%

Texas State Bank
LEI: None
San Angelo, Texas
Incorporated in Texas
```
Results: A list of branches for your depository institution: TEXAS STATE BANK (ID_RSSD: 748964).
This depository institution is held by TEXAS BANCORP, INC. (2472973) of SAN ANGELO, TX.
The data are as of 12/31/2018. Data reflects information that was received and processed through 07/07/2019.

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 UNNUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service</th>
<th>Branch ID_RSSD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNNUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td>12/31/2018</td>
<td>Full Service (Head Office)</td>
<td>748964</td>
<td>TEXAS STATE BANK</td>
<td>2201 SHERWOOD WAY</td>
<td>SAN ANGELO</td>
<td>TX</td>
<td>76901-3057</td>
<td>TOM GREEN</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>TEXAS STATE BANK</td>
<td>748964</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>12/31/2018</td>
<td>Limited Service</td>
<td>3960776</td>
<td>CHADBOURNE STREET BRANCH</td>
<td>1815 NORTH CHADBOURNE STREET</td>
<td>SAN ANGELO</td>
<td>TX</td>
<td>76903-3843</td>
<td>TOM GREEN</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>TEXAS STATE BANK</td>
<td>748964</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>12/31/2018</td>
<td>Limited Service</td>
<td>2850115</td>
<td>COLLEGE HILLS BRANCH</td>
<td>4206 COLLEGE HILLS BLVD</td>
<td>SAN ANGELO</td>
<td>TX</td>
<td>76904</td>
<td>TOM GREEN</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>TEXAS STATE BANK</td>
<td>748964</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>12/31/2018</td>
<td>Limited Service</td>
<td>933667</td>
<td>MOTOR BANK BRANCH</td>
<td>2101 SHERWOOD WAY</td>
<td>SAN ANGELO</td>
<td>TX</td>
<td>76901</td>
<td>TOM GREEN</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>TEXAS STATE BANK</td>
<td>748964</td>
<td></td>
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</tbody>
</table>
### Report Item 3: Shareholders

<table>
<thead>
<tr>
<th>(1)(a)</th>
<th>(1)(b)</th>
<th>(1)(c)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name / City, State</td>
<td>Country of Citizenship</td>
<td>Number and Percentage of each class of voting securities</td>
</tr>
</tbody>
</table>

#### McLaughlin Family
- **J. Mark McLaughlin**
  - San Angelo, Texas
  - USA
  - 14,089 shares - 12.27%
    - Common stock
- **Brian Thomas McLaughlin**
  - Midland, Texas
  - USA
  - 9,910 shares - 8.66%
    - Common stock
- **J. Matthew McLaughlin**
  - Fort Worth, Texas
  - USA
  - 9,933 shares - 8.58%
    - Common stock
- **Laure McLaughlin**
  - Austin, Texas
  - USA
  - 9,933 shares - 8.87%
    - Common stock
- **Evelyn McLaughlin Davies**
  - Lubbock, Texas
  - USA
  - 8,820 shares - 7.70%
    - Common stock
- **Stuart Andrew McLaughlin**
  - Fort Worth, Texas
  - USA
  - 900 shares - 0.79%
    - Common stock
- **Sara Carolyn McLaughlin**
  - Fort Worth, Texas
  - USA
  - 900 shares - 0.79%
    - Common stock
- **Blake Thomas McLaughlin**
  - Midland, Texas
  - USA
  - 900 shares - 0.79%
    - Common stock
- **Anna Elizabeth McLaughlin-Rubalcava**
  - Midland, Texas
  - USA
  - 900 shares - 0.79%
    - Common stock
- **Clare Augusta McLaughlin**
  - Midland, Texas
  - USA
  - 900 shares - 0.79%
    - Common stock
- **Emily Claire McLaughlin**
  - Fort Worth, Texas
  - USA
  - 900 shares - 0.79%
    - Common stock
- **Barbara Riddle Fendley**
  - Paris, Texas
  - USA
  - 2,425 shares - 2.12%
    - Common stock
- **Mitzi Riddle Barker**
  - Santa Fe, New Mexico
  - USA
  - 2,424 shares - 2.11%
    - Common stock
- **David Riddle**
  - Farmers Branch, Texas
  - USA
  - 2,424 shares - 2.11%
    - Common stock

**McLaughlin Family Total**
- 65,237 shares - 56.96%

#### Millsapgh Family
- **Sara Millsapgh Ingram**
  - San Angelo, Texas
  - USA
  - 9,116 shares - 7.95%
    - Common stock
- **Marguerite Gunn Miller**
  - New Braunfels, Texas
  - USA
  - 3,077 shares - 2.68%
    - Common stock
- **Virginia G Young**
  - Comfort, Texas
  - USA
  - 3,056 shares - 2.67%
    - Common stock
- **Rick Young**
  - Boerne, Texas
  - USA
  - 20 shares - 0.02%
    - Common stock

**Millsapgh Family Total**
- 15,269 shares - 13.32%

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**Shareholders not listed in Item 3(1)(a) through Item 3(1)(c) that had ownership, control or holdings of 5% or more of the power to vote during the fiscal year ending December 31, 2018.**

<table>
<thead>
<tr>
<th>(1)(a)</th>
<th>(1)(b)</th>
<th>(1)(c)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name / Address</td>
<td>Country of Citizenship</td>
<td>Number and Percentage of each class of voting securities</td>
</tr>
</tbody>
</table>

- None
<table>
<thead>
<tr>
<th>Name</th>
<th>City, State</th>
<th>Principal Occupation</th>
<th>Title &amp; Position w/ Texas Bancorp</th>
<th>Title &amp; Position w/ Texas State Bank</th>
<th>(3)(c) Title &amp; Position w/ Other Business / Name of Business</th>
<th>(4)(a) Percentage of voting shares in Texas Bancorp</th>
<th>(4)(b) Percentage of voting shares in Texas State Bank</th>
<th>(4)(c) Names of other companies and percentage of voting shares (including Partnerships if &gt; 25% shares held)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Albert, Roger</td>
<td>San Angelo, Tx</td>
<td>Road Building</td>
<td>Director</td>
<td>n/a</td>
<td>Chief Financial Officer Exxon Albert Construction</td>
<td>0.74%</td>
<td>0.00%</td>
<td>n/a</td>
</tr>
<tr>
<td>Casey Barrett</td>
<td>San Angelo, Tx</td>
<td>Banking</td>
<td>Director/President</td>
<td>CEO &amp; President</td>
<td>n/a</td>
<td>0.61%</td>
<td>0.00%</td>
<td>n/a</td>
</tr>
<tr>
<td>Kerry Bratton</td>
<td>Chrisoval, Tx</td>
<td>Trailler Manufacturing</td>
<td>Director</td>
<td>n/a</td>
<td>Partner/Bratton Easy Pull Trailer Sales</td>
<td>0.00%</td>
<td>0.00%</td>
<td>Easy Pull Trailer Sales - 70.00% IZ, Inc. - 100.00%</td>
</tr>
<tr>
<td>Cox, Gary D.</td>
<td>San Angelo, Tx</td>
<td>Banking</td>
<td>Vice Chairman/ Director</td>
<td>n/a</td>
<td>Trustee - Darwin Cox Testamentary Trust</td>
<td>0.00%</td>
<td>0.00%</td>
<td>Darwin Cox Testamentary Trust - 33.33%</td>
</tr>
<tr>
<td>Stan Joytont</td>
<td>San Angelo, Tx</td>
<td>Attorney</td>
<td>Director</td>
<td>n/a</td>
<td>Partner / Shannon, Porter, Johnson, L.L.P.</td>
<td>0.00%</td>
<td>0.00%</td>
<td>Shannon Porter &amp; Johnson - 33.33%</td>
</tr>
<tr>
<td>May, Brian</td>
<td>San Angelo, Tx</td>
<td>Professor</td>
<td>Director</td>
<td>n/a</td>
<td>President Angelo State University</td>
<td>0.00%</td>
<td>0.00%</td>
<td>n/a</td>
</tr>
<tr>
<td>Harrison, David E.</td>
<td>San Angelo, Tx</td>
<td>Banking</td>
<td>Vice President</td>
<td>Executive Vice President- Operations</td>
<td>n/a</td>
<td>0.00%</td>
<td>0.00%</td>
<td>n/a</td>
</tr>
<tr>
<td>Ringer, Cindy</td>
<td>San Angelo, Tx</td>
<td>Banking</td>
<td>Secretary/ Treasurer</td>
<td>Vice President-Cashier</td>
<td>n/a</td>
<td>0.00%</td>
<td>0.00%</td>
<td>n/a</td>
</tr>
<tr>
<td>Ingram, Sara</td>
<td>San Angelo, Tx</td>
<td>Real Estate Adjuster</td>
<td>Director/ Principal</td>
<td>n/a</td>
<td>Partner/Millspaugh Ranch</td>
<td>7.95%</td>
<td>0.00%</td>
<td>Millspaugh Ranch - 33.33% Milspsaugh Ranch Co. Partnership - 33.33% Milspsaugh Ranch LLC - 33.33% Crockett County Three Sisters - 33.33%</td>
</tr>
<tr>
<td>Miller, Marguerite G.</td>
<td>New Braunfield, Tx</td>
<td>Ranching</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>n/a</td>
<td>2.68%</td>
<td>0.00%</td>
<td>Millspaugh Ranch - 33.33% Millspaugh Ranch Co. Partnership - 33.33% Millspaugh Ranching LLC - 33.33% Crockett County Three Sisters - 33.33%</td>
</tr>
<tr>
<td>Young, Virginia G</td>
<td>Comfort, Texas</td>
<td>Ranching</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>n/a</td>
<td>2.67%</td>
<td>0.00%</td>
<td>Millspaugh Ranch - 33.33% Millspaugh Ranch Co. Partnership - 33.33% Millspaugh Ranching LLC - 33.33% Crockett County Three Sisters - 33.33%</td>
</tr>
<tr>
<td>Young, Rick</td>
<td>Comfort, Texas</td>
<td>Banking</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>Executive Vice President Frost National Bank</td>
<td>0.02%</td>
<td>0.00%</td>
<td>Cole-Young Cattle Company - 35%</td>
</tr>
<tr>
<td>McLaughlin, Brian</td>
<td>Midland, Tx</td>
<td>Attorney</td>
<td>Director/ Principal Security Holder</td>
<td>n/a</td>
<td>Shareholder/Double M Ranch Co., Ltd.</td>
<td>8.65%</td>
<td>0.00%</td>
<td>Double M Ranch Co., Ltd. - 30.73%</td>
</tr>
<tr>
<td>McLaughlin, J. Mark</td>
<td>San Angelo, Tx</td>
<td>Attorney</td>
<td>Director &amp; Chairman of Board/ Principal Securities Holder</td>
<td>n/a</td>
<td>Shareholder/Double M Ranch Co., Ltd. Owner/Perry Company Partner/McLaughlin Partnership Partner/McLaughlin Resources</td>
<td>12.27%</td>
<td>0.00%</td>
<td>Double M Ranch, Ltd. - 10.00% Perry Company - 100% McLaughlin Partnership - 25% McLaughlin Resources - 25%</td>
</tr>
</tbody>
</table>

Texas Bancorp, Inc.
San Angelo, Texas
Fiscal Year Ending December 31, 2018

Form FR Y-4
<table>
<thead>
<tr>
<th>(1) Name</th>
<th>(2) Principal Occupation</th>
<th>(3)(a) Title &amp; Position w/ Texas Bancorp</th>
<th>(3)(b) Title &amp; Position w/ Texas State Bank</th>
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</tr>
</thead>
<tbody>
<tr>
<td>J. Matthew McLaughlin</td>
<td>Petroleum</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>Shareholder/Double M Ranch Co, Ltd.</td>
<td>8.58%</td>
<td>0.00%</td>
<td>Double M Ranch Co, Ltd. - 30.90%</td>
</tr>
<tr>
<td>Laure McLaughlin</td>
<td>Accountant</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>Shareholder/Double M Ranch Co, Ltd.</td>
<td>8.07%</td>
<td>0.00%</td>
<td>Double M Ranch Co, Ltd. - 27.29%</td>
</tr>
<tr>
<td>Evelyn McLaughlin Davies</td>
<td>Philanthropy</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>Partner/McLaughlin Rources</td>
<td>7.70%</td>
<td>0.00%</td>
<td>McLaughlin Resources - 25%</td>
</tr>
<tr>
<td>Stuart Andrew McLaughlin</td>
<td>Data Technician</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>n/a</td>
<td>0.79%</td>
<td>0.00%</td>
<td>n/a</td>
</tr>
<tr>
<td>Sara Carolyn McLaughlin</td>
<td>Student</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>n/a</td>
<td>0.79%</td>
<td>0.00%</td>
<td>n/a</td>
</tr>
<tr>
<td>Blake Thomas McLaughlin</td>
<td>Petroleum Land Man</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>n/a</td>
<td>0.79%</td>
<td>0.00%</td>
<td>n/a</td>
</tr>
<tr>
<td>Anna Elizabeth McLaughlin</td>
<td>Teacher</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>n/a</td>
<td>0.79%</td>
<td>0.00%</td>
<td>n/a</td>
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<tr>
<td>Claire Augusta McLaughlin</td>
<td>Attorney</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>n/a</td>
<td>0.79%</td>
<td>0.00%</td>
<td>n/a</td>
</tr>
<tr>
<td>Barbara Riddle Fendley</td>
<td>Housewife</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>n/a</td>
<td>2.12%</td>
<td>0.00%</td>
<td>n/a</td>
</tr>
<tr>
<td>Mitz Riddle Barker</td>
<td>Housewife</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>n/a</td>
<td>2.11%</td>
<td>0.00%</td>
<td>n/a</td>
</tr>
<tr>
<td>David Riddle Farmers Branch</td>
<td>Construction</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>David Riddle Electric Company Owner</td>
<td>2.11%</td>
<td>0.00%</td>
<td>David Riddle Electric Company - 100%</td>
</tr>
<tr>
<td>Emily Claire McLaughlin</td>
<td>Student</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>n/a</td>
<td>0.79%</td>
<td>0.00%</td>
<td>n/a</td>
</tr>
</tbody>
</table>