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.

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, Wayne Crawford
Name of the Holding Company Director and Official
Treasurer, 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
03/27/2019

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

NewFirst Financial Group Inc.
Legal Title of Holding Company

P O Box 470
(Mailing Address of the Holding Company) Street / P.O. Box
El Campo TX 77437
City State Zip Code

202 E. Jackson, El Campo, TX 77437
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Brenda Steelman
NewFirst Nat’l Bank - VP
Name
Title
979-541-4316
Area Code / Phone Number / Extension
979-543-5008
Area Code / FAX Number
bsteelman@newfirst.com
E-mail Address
None

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

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

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 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.
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.

<table>
<thead>
<tr>
<th>Legal Title of Subsidiary Holding Company</th>
<th>Legal Title of Subsidiary Holding Company</th>
</tr>
</thead>
<tbody>
<tr>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
</tr>
<tr>
<td>City</td>
<td>State</td>
</tr>
<tr>
<td>------------------------------------------</td>
<td>------------------------------------------</td>
</tr>
<tr>
<td>Physical Location (if different from mailing address)</td>
<td>Physical Location (if different from mailing address)</td>
</tr>
</tbody>
</table>

<table>
<thead>
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<td>City</td>
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<td>------------------------------------------</td>
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<tr>
<td>Physical Location (if different from mailing address)</td>
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<tr>
<td>City</td>
<td>State</td>
</tr>
<tr>
<td>------------------------------------------</td>
<td>------------------------------------------</td>
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<tr>
<td>Physical Location (if different from mailing address)</td>
<td>Physical Location (if different from mailing address)</td>
</tr>
</tbody>
</table>

12/2012
Form FR Y-6
NewFirst Financial Group, Inc.
El Campo, Texas
Fiscal Year Ending December 31, 2018

Report Item
1:  None

2a:  Organizational Chart:

```
NewFirst Financial Group, Inc.  
Corporate Entities

NewFirst Financial Group, Inc.  
El Campo, Texas  
Incorporated in Texas  
LEI - None

100%  

NewFirst Statutory Trust I  
Hartford, Connecticut  
Statutory Trust Formed in Connecticut  
LEI - None

100%  

NewFirst National Bank  
(Wholly owned subsidiary of NewFirst Financial Company, Inc.)  
El Campo, Texas  
Incorporated in Texas  
LEI - S483001CF53JP3UQ0024

100%  

NewFirst Insurance Services, Inc.  
(Wholly owned subsidiary of NewFirst National Bank)  
El Campo, Texas  
Incorporated in Texas  
LEI - None

100%  

FINCRA MULTIFAM LLC  
(Managed subsidiary of NewFirst National Bank)  
Houston, Texas  
Formed in Texas  
LEI - None
```
Results: A list of branches for your depository institution: NEWFIRST NATIONAL BANK (ID_RSSD: 938859).
This depository institution is held by NEWFIRST FINANCIAL GROUP, INC. (3213922) of EL CAMPO, 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.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</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 UNINUM*</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>01/06/2019</td>
<td>Full Service (Head Office)</td>
<td>938859</td>
<td>NEWFIRST NATIONAL BANK</td>
<td>202 EAST JACKSON STREET</td>
<td>EL CAMPO</td>
<td>TX</td>
<td>77437-4414</td>
<td>WHARTON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>NEWFIRST NATIONAL BAN</td>
<td>938859</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>01/06/2019</td>
<td>Full Service</td>
<td>4640477</td>
<td>EL CAMPO BRANCH</td>
<td>609 N WELLS</td>
<td>EL CAMPO</td>
<td>TX</td>
<td>77957</td>
<td>JACKSON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>NEWFIRST NATIONAL BAN</td>
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<td></td>
</tr>
<tr>
<td>OK</td>
<td>01/06/2019</td>
<td>Limited Service</td>
<td>900465</td>
<td>EL CAMPO MOTOR BANK BRANCH</td>
<td>205 EAST CALHOUN STREET</td>
<td>EL CAMPO</td>
<td>TX</td>
<td>77437</td>
<td>WHARTON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
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<td>NEWFIRST NATIONAL BAN</td>
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</tr>
<tr>
<td>OK</td>
<td>01/06/2019</td>
<td>Full Service</td>
<td>3960336</td>
<td>FREESTON BRANCH</td>
<td>301 MAIN STREET</td>
<td>VICTORIA</td>
<td>TX</td>
<td>77904</td>
<td>VICTORIA</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>NEWFIRST NATIONAL BAN</td>
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<td></td>
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<tr>
<td>OK</td>
<td>01/06/2019</td>
<td>Full Service</td>
<td>3534317</td>
<td>ROSENBERG BRANCH</td>
<td>2214 AVENUE H</td>
<td>ROSENBERG</td>
<td>TX</td>
<td>77471</td>
<td>FORT BEND</td>
<td>UNITED STATES</td>
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<tr>
<td>OK</td>
<td>01/06/2019</td>
<td>Full Service</td>
<td>3443631</td>
<td>SUGAR LAND BRANCH</td>
<td>55 SUGAR CREEK CENTER BLVD., SUITE</td>
<td>SUGAR LAND</td>
<td>TX</td>
<td>77478</td>
<td>FORT BEND</td>
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<td>OK</td>
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<td>3972565</td>
<td>VICTORIA BRANCH</td>
<td>1001 EAST MAIN STREET</td>
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<td>VICTORIA</td>
<td>UNITED STATES</td>
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<td>938859</td>
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<tr>
<td>OK</td>
<td>01/06/2019</td>
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<td>3992784</td>
<td>WHARTON BRANCH</td>
<td>101 EAST MILAM STREET</td>
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<td>TX</td>
<td>77488</td>
<td>WHARTON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
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<tr>
<td>OK</td>
<td>01/06/2019</td>
<td>Limited Service</td>
<td>3043465</td>
<td>WHARTON MOTOR BANK BRANCH</td>
<td>117 EAST MILAM STREET</td>
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<td>77488</td>
<td>WHARTON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>NEWFIRST NATIONAL BAN</td>
<td>938859</td>
<td></td>
</tr>
</tbody>
</table>
### Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2018

<table>
<thead>
<tr>
<th>Name &amp; Address</th>
<th>Country of Citizenship or Incorporation</th>
<th>Number and Percentage of Each Class of Voting Securities</th>
<th>Name &amp; Address</th>
<th>Country of Citizenship or Incorporation</th>
<th>Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
</table>
| The Guy F. Stovall III and Lynn Ann Stovall Trust  
Guy F. Stovall III, Trustee | USA | 118,650 - 14.54% Common Stock | N/A | N/A | N/A |
| The Lynn Ann Stovall and Guy F. Stovall III Trust  
Lynn Ann Stovall, Guy F Stovall IV, and Megan L Stovall, Co-Trustees | USA | 30,000 - 3.68% Common Stock | N/A | N/A | N/A |
| The Linda Joy Stovall Family Trust  
Guy F Stovall III, Guy F Stovall IV and Eric Martin Stovall, Co-Trustees | USA | 105,050 - 12.87% Common Stock | N/A | N/A | N/A |
| Guy F. Stovall Jr.  
El Campo, Texas | USA | 50 - 0.01% Common Stock | N/A | N/A | N/A |
| Guy F. Stovall Jr. and Kay Stovall Trust  
Guy F Stovall III, Guy F Stovall IV, and Eric Martin Stovall, Co-Trustees  
El Campo, Texas | USA | 164,950 - 20.21% Common Stock | N/A | N/A | N/A |
| Mark Reifslager Personal Trust  
Guy F Stovall III, Guy F Stovall IV, Mark Reifslager, Co-Trustees  
El Campo, Texas | USA | 5,000 - 0.61% Common Stock | N/A | N/A | N/A |
| Guy F Stovall IV Trust  
Guy F. Stovall, IV Trustee  
El Campo, Texas | USA | 31,600 - 3.87% Common Stock | N/A | N/A | N/A |
| David Wesley Stovall Trust  
Guy F Stovall III, Guy F Stovall IV, Co-Trustees  
El Campo, Texas | USA | 11,750 - 1.44% Common Stock | N/A | N/A | N/A |
| Eric Martin Stovall Trust  
Guy F Stovall III, Guy F Stovall IV, Co-Trustees  
El Campo, Texas | USA | 30,000 - 3.68% Common Stock | N/A | N/A | N/A |
| James A. Bouligny  
El Campo, Texas | USA | 64,250 - 7.87% Common Stock | N/A | N/A | N/A |
<table>
<thead>
<tr>
<th>Names &amp; Address</th>
<th>Principal Occupation &amp; Other than Bank Holding Company</th>
<th>Title &amp; Position with Bank Holding Company</th>
<th>Title &amp; Position with Subsidiary Businesses (includes names of other subsidiaries)</th>
<th>Percentage of Voting Shares in Bank Holding Company</th>
<th>Percentage of Voting Shares in Subsidiary Businesses (includes names of other subsidiaries)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Guy F. Stovall III</td>
<td>Banker</td>
<td>Director &amp; President</td>
<td>Director, Chairman (NewFirst National Bank)</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>El Campo, Texas</td>
<td></td>
<td>USA</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Eric Martin Stovall</td>
<td>Rancher, Land</td>
<td>Principal Security Holder</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>El Campo, Texas</td>
<td></td>
<td>USA</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Guy F. Stovall IV</td>
<td>Banker</td>
<td>Director, Principal Security Holder</td>
<td>Director and Controller, NewFirst National Bank</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>El Campo, Texas</td>
<td></td>
<td>USA</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ricky Colvin</td>
<td>Banker</td>
<td>Director &amp; Vice President</td>
<td>Director &amp; Executive Vice President, Chief Lending Officer NewFirst National Bank</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>El Campo, Texas</td>
<td></td>
<td>USA</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Guy F. Stovall Jr</td>
<td>Banker</td>
<td>Director &amp; Chairman of the Board</td>
<td>Director, Honorary Chairman NewFirst National Bank</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>El Campo, Texas</td>
<td></td>
<td>USA</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Wayne Crawford</td>
<td>Banker</td>
<td>Director &amp; Treasurer</td>
<td>Director, Corporate President, Investment Officer NewFirst National Bank</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Houston, TX</td>
<td></td>
<td>USA</td>
<td></td>
<td></td>
<td></td>
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<tr>
<td>Jan M. Gurecky</td>
<td>Manufacturer</td>
<td>Director &amp; Secretary</td>
<td>Director (NewFirst National Bank)</td>
<td>0.45%</td>
<td>N/A</td>
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<tr>
<td>Rosenberg, TX</td>
<td></td>
<td>USA</td>
<td></td>
<td>Gurecky Manufacturing</td>
<td></td>
</tr>
</tbody>
</table>

*Guy F. Stovall III:
The Guy F. Stovall III and Lynn Ann Stovall Trust 14.54%
Guy F. Stovall III, Trustee

**Eric Martin Stovall**
The Guy F. Stovall III and Kay Stovall Trust 6.73% each
Guy F. Stovall III, Guy F. Stovall IV and Eric Martin Stovall Co-Trustees
The Linda Joy Stovall Family Trust 4.29% each
Guy F. Stovall III, Guy F. Stovall IV and Eric Martin Stovall Co-Trustees

***Mark Reifslager Personal Trust** 2.06% each
Guy F. Stovall III, Guy F. Stovall IV and Mark Reifslager, Co-Trustees

David Wesley Stovall Trust 0.72% each
Guy F. Stovall III, Guy F. Stovall IV, Co-Trustees

Eric Martin Stovall Trust 1.84% each
Guy F. Stovall III, Guy F. Stovall IV, Co-Trustees

****Guy F Stovall IV**
The Lynn Ann Stovall and Guy F. Stovall IV Trust 1.22% each
Lynn Ann Stovall, Guy F. Stovall IV and Megan L. Stovall Co-Trustees
The Guy F. Stovall III and Kay Stovall Trust 6.73% each
Guy F. Stovall III, Guy F. Stovall IV and Eric Martin Stovall Co-Trustees
The Linda Joy Stovall Family Trust 4.29% each
Guy F. Stovall III, Guy F. Stovall IV and Eric Martin Stovall Co-Trustees

Mark Reifslager Personal Trust 2.06% each
Guy F. Stovall III, Guy F. Stovall IV and Mark Reifslager, Co-Trustees

David Wesley Stovall Trust 0.72% each
Guy F. Stovall III, Guy F. Stovall IV, Co-Trustees

Eric Martin Stovall Trust 1.84% each
Guy F. Stovall III, Guy F. Stovall IV, Co-Trustees

Guy F. Stovall IV Trust No. 1 3.87%