

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, **George M. Lee**

Name of the Holding Company Director and Official

**President & CEO**

Title of the Holding Company Director and Official

**SWNB Bancorp, Inc.**

Legal Title of Holding Company

**6901 Corporate Dr.**

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

**Houston**

**TX**

**77036**

City

State

Zip Code

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.

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

**Betsy Reese**

**Chief Financial Officer**

Name

Title

**713-272-5061**

Area Code / Phone Number / Extension

**713-272-5098**

Area Code / FAX Number

**betsy.reese@swnbk.com**

E-mail Address

**N/A**

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

Signature of Holding Company Director and Official

**03/25/2019**

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. \_\_\_\_\_

Is confidential treatment requested for any portion of this report submission? .....	0=No 1=Yes	<b>0</b>
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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City State Zip Code

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City State Zip Code

Physical Location (if different from mailing address)

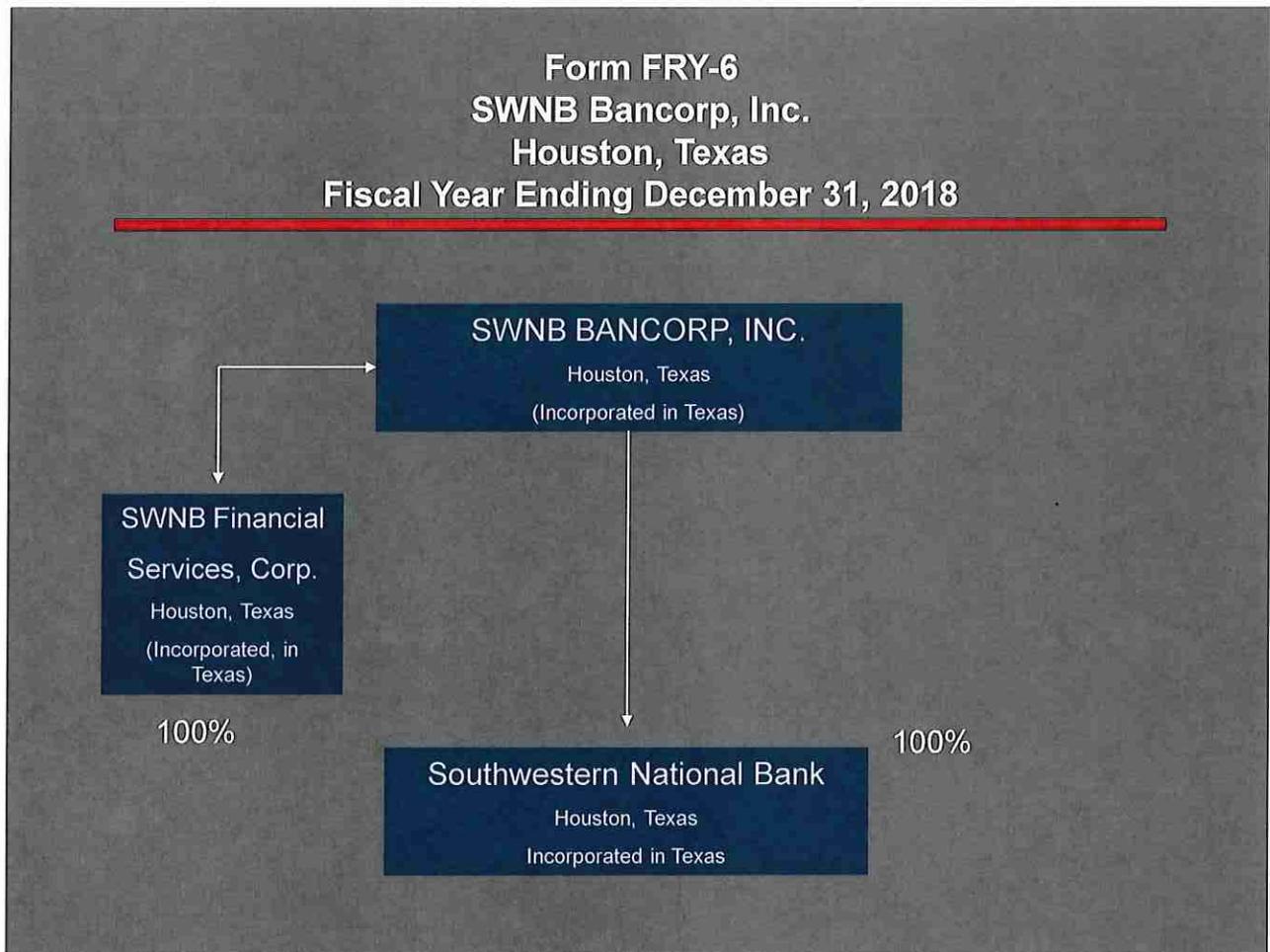
Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

## 2a Organizational Chart



SWNB Nevada Corporation was merged on 6/8/10.  
Nevada National Bank sold assets and deposits on 6/17/13.  
No entity has a LEI number

**Form FR Y-6**  
**SWNB Bancorp, 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) Names & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number of percentage of Each Class of Voting Securities	(2)(a) Names & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number of percentage of Each Class of Voting Securities
Ho, Thu-Binh Si Houston, Texas, USA	USA	909,690 shares – 6.72% Common Stock	N/A	N/A	N/A
Lee, Chao Kuan Houston, Texas, USA	USA	842,931 shares – 6.67% Common Stock	N/A	N/A	N/A
Lee, Chen-Horng or Chin Li Chen New Orleans, Louisiana, USA	USA	973,341 shares – 7.56% Common Stock	N/A	N/A	N/A
Lee, Jody S. Houston, Texas, USA	USA	781,122 shares – 5.77% Common Stock	N/A	N/A	N/A

**SWNB Bancorp, Inc.**  
**Fiscal Year Ending December 31, 2018**

**Report Item 4: Insiders**

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

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank 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) Percentag e of Voting Shares in Bank 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)
Chen, Doris Houston, Texas, USA	<ul style="list-style-type: none"> <li>• CPA</li> <li>• Real Estate Investor</li> </ul>	Director & Secretary to the Board	Director & Secretary to the Board - Southwestern National Bank.	<ul style="list-style-type: none"> <li>• N/A</li> </ul>	3.88%	N/A	<ul style="list-style-type: none"> <li>• N/A</li> </ul>
Hong, Michael K.Y. Houston, Texas, USA	<ul style="list-style-type: none"> <li>• Real Estate Investor</li> </ul>	Director	Director - Southwestern National Bank	<ul style="list-style-type: none"> <li>• MHK Properties, Inc. Houston, Texas - President</li> <li>• Marlive Investments, Inc. – President</li> <li>• Hallmark Investment Corp. – President</li> </ul>	4.13%	N/A	<ul style="list-style-type: none"> <li>• MHK Properties, Inc. (100%)</li> <li>• Marlive Investments, Inc. (100%)</li> <li>• Hallmark Investment Corp. (100%)</li> </ul>
Hou, Sean Houston, Texas, USA	<ul style="list-style-type: none"> <li>• Investor</li> <li>• Hotel Operator</li> </ul>	Director	Director - Southwestern National Bank	<ul style="list-style-type: none"> <li>• N/A</li> </ul>	3.82%	N/A	<ul style="list-style-type: none"> <li>• N/A</li> </ul>
Hsieh, Ted K.C. Houston, Texas, USA	<ul style="list-style-type: none"> <li>• Retired</li> </ul>	Director & Vice Chairman of the Board	Director & Vice Chairman of the Board- Southwestern National Bank	<ul style="list-style-type: none"> <li>• N/A</li> </ul>	4.91%	N/A	<ul style="list-style-type: none"> <li>• N/A</li> </ul>
Hwong, Sam T. Houston, Texas	<ul style="list-style-type: none"> <li>• Engineer</li> </ul>	Director	Director - Southwestern National Bank	<ul style="list-style-type: none"> <li>• N/A</li> </ul>	2.98%	N/A	<ul style="list-style-type: none"> <li>• N/A</li> </ul>

Lee, Chao Kuan Houston, Texas, USA	<ul style="list-style-type: none"> <li>Real Estate Investor</li> </ul>	Director & Chairman of the Board	Director & Chairman of the Board - Southwestern National Bank.	<ul style="list-style-type: none"> <li>Hobby Investment, LP – Partner</li> <li>Royal Oaks Investment – President</li> <li>CK Lee Partner, Ltd – President</li> <li>CK Lee, LLC – President</li> <li>Sanning L Cube, LLC – Partner</li> </ul>	6.67%	N/A	<ul style="list-style-type: none"> <li>Hobby Investment, LP – (25%)</li> <li>Royal Oaks Investment - (100%)</li> <li>CK Lee Partner, Ltd. (100%)</li> <li>CK Lee, LLC (100%)</li> <li>Sanning L Cube, LLC (33%)</li> </ul>
Lee, Jody Houston, Texas, USA	<ul style="list-style-type: none"> <li>Physician</li> </ul>	Director	Director - Southwestern National Bank	<ul style="list-style-type: none"> <li>Yuan Enterprise LLC – Partner</li> <li>Bellaire Metro LLC – Partner</li> <li>Harmonic Synergy Medical LLLP – Partner</li> <li>Tomahawk Partners Ltd – Partner</li> <li>Longenbaugh Interests LLC – Partner</li> <li>Connector Medical PLLC – Partner</li> </ul>	5.77%	N/A	<ul style="list-style-type: none"> <li>Yuan Enterprise LLC (50%)</li> <li>Bellaire Metro LLC (25%)</li> <li>Harmonic Synergy Medical LLLP (48%)</li> <li>Tomahawk Partners Ltd – Partner (50%)</li> <li>Longenbaugh Interests LLC (50%)</li> <li>Connector Medical PLLC (50%)</li> </ul>
Lee, George Houston, Texas, USA	<ul style="list-style-type: none"> <li>Bank President &amp; CEO</li> </ul>	Director	Director, CEO – Southwestern National Bank	N/A	0.0012%	N/A	<ul style="list-style-type: none"> <li>N/A</li> </ul>
Malmgren, E.K. Houston, Texas, USA	<ul style="list-style-type: none"> <li>Retired Engineer</li> </ul>	Director	Director - Southwestern National Bank	N/A	2.44%	N/A	<ul style="list-style-type: none"> <li>N/A</li> </ul>
Patel, Hasmukh Houston, Texas U.S.A.	<ul style="list-style-type: none"> <li>Hotel Owner</li> </ul>	Director	Director - Southwestern National Bank	<ul style="list-style-type: none"> <li>Prabhu Corporations - President</li> <li>Sawan Investment Corp. – President</li> <li>S.K. Lodging Group, Inc. – President</li> <li>Shree Ram Inc. - President</li> <li>Rameshwar, LLC – Member</li> <li>290 Northwest, Inc. – VP</li> </ul>	2.34%	N/A	<ul style="list-style-type: none"> <li>Prabhu Corporations (100%)</li> <li>Sawan Investment Corp. (100%)</li> <li>S.K. Lodging Group, Inc. (100%)</li> <li>Shree Ram Inc. (100%)</li> <li>Rameshwar, LLC (50%)</li> <li>290 Northwest, Inc. (50%)</li> </ul>

Lee, Chen-Horng New Orleans Louisiana, U.S.A.	<ul style="list-style-type: none"> <li>Investor</li> </ul>	Director	Director (Southwestern National Bank)	<ul style="list-style-type: none"> <li>Delta Proficient Management LLC – President</li> <li>8761 Investment LLC – President</li> <li>CLCL Investment LP – V.P.</li> <li>Alabama Reality, L.P. – President</li> <li>LC Investment LLC - President</li> </ul>	7.56%	N/A	<ul style="list-style-type: none"> <li>Delta Proficient Management LLC (33%)</li> <li>8761 Investment LLC (50%)</li> <li>CLCL Investment L.P. (33%)</li> <li>Alabama Reality, L.P. (33%)</li> <li>LC Investment LLC (50%)</li> </ul>
Younus, Mohammed Dallas, Texas U.S.A.	<ul style="list-style-type: none"> <li>N/A</li> </ul>	Director Market President	President - Southwestern National Bank	N/A	0.18%	N/A	<ul style="list-style-type: none"> <li>N/A</li> </ul>
Reese, Betsy Houston, Texas U.S.A.	<ul style="list-style-type: none"> <li>N/A</li> </ul>	Chief Financial Officer	Chief Financial Officer – Southwestern National Bank	N/A	0%	N/A	<ul style="list-style-type: none"> <li>N/A</li> </ul>

Results: A list of branches for your depository institution: SOUTHWESTERN NATIONAL BANK (ID\_RSSD: 2625724).  
 This depository institution is held by SWNB BANCORP, INC. (3234682) of HOUSTON, 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)	2625724	SOUTHWESTERN NATIONAL BANK	6901 CORPORATE DRIVE	HOUSTON	TX	77036	HARRIS	UNITED STATES	Not Required	Not Required	SOUTHWESTERN NATIONAL BANK	2625724	
OK		Full Service	3745414	AUSTIN BRANCH	11220 NORTH LAMAR BLVD., SUITE A100	AUSTIN	TX	78753	TRAVIS	UNITED STATES	Not Required	Not Required	SOUTHWESTERN NATIONAL BANK	2625724	
OK		Full Service	3540552	PLANO BRANCH	2304 COIT ROAD, SUITE 600	PLANO	TX	75075	COLLIN	UNITED STATES	Not Required	Not Required	SOUTHWESTERN NATIONAL BANK	2625724	
OK		Full Service	5213355	DALLAS REGIONAL OFFICE	500 N. CENTRAL EXPRESSWAY	RICHARDSON	TX	75080	DALLAS	UNITED STATES	Not Required	Not Required	SOUTHWESTERN NATIONAL BANK	2625724	
OK		Full Service	3540570	RICHARDSON BRANCH	1311 NORTH JUPITER ROAD	RICHARDSON	TX	75081	DALLAS	UNITED STATES	Not Required	Not Required	SOUTHWESTERN NATIONAL BANK	2625724	
OK		Full Service	3351646	SUGAR LAND BRANCH	3508 HIGHWAY 6	SUGAR LAND	TX	77479	FORT BEND	UNITED STATES	Not Required	Not Required	SOUTHWESTERN NATIONAL BANK	2625724	