

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, John C. Boyle, Jr.

Name of the Holding Company Director and Official

Vice 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

*John C. Boyle, Jr.*  
 3-27-19

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.

Texas Hill Country Bancshares, Inc.

Legal Title of Holding Company

P.O. Box 2300

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

Bandera TX 78003  
 City State Zip Code

800 Main Street, Bandera, Texas 78003

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Cheri D. Teague Chief Financial Officer  
 Name Title

830-796-3100

Area Code / Phone Number / Extension

830-796-3110

Area Code / FAX Number

cherit@bhcba.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 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."



TEXAS HILL COUNTRY BANCSHARES, INC.

2018

SHAREHOLDER MEETING



# Welcome

- ❖ J. Bruce Bugg, Jr.  
*Chairman, President & CEO*  
*Texas Hill Country Bancshares, Inc.*
  
- ❖ John C. Boyle, Jr.  
*Vice President, Treasurer & Secretary*  
*Texas Hill Country Bancshares, Inc.*



## BOARD OF DIRECTORS

- ❖ J. Bruce Bugg, Jr. – Chairman, President & CEO
- ❖ John C. Boyle, Jr. – Director, Vice President, Treasurer & Secretary
- ❖ Roy D. Thompson - Director
- ❖ Michael J. Boyle – Director
- ❖ Patrick M. Boyle – Director
- ❖ Stephen W. King - Director
- ❖ Don D. Lee – Director
- ❖ William G. Moll – Director
- ❖ Richard T. Schlosberg, III – Director
- ❖ James A. Wilson - Director



*Welcome*

❖ Roy D. Thompson

*President & CEO*

*Texas Hill Country Bank*

---

# BOARD OF DIRECTORS & EXECUTIVE MANAGEMENT

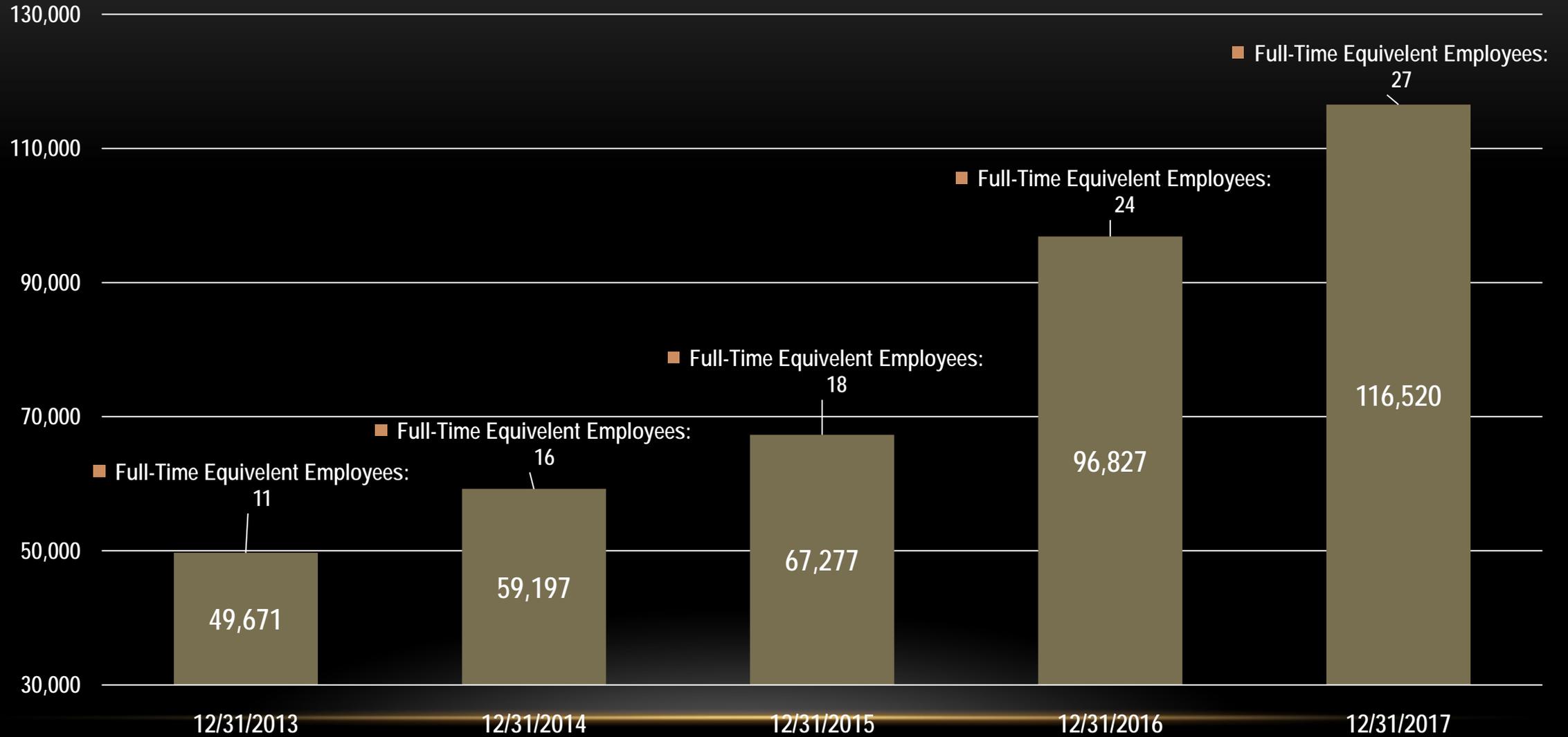
## Texas Hill Country Bank

- ❖ John C. Boyle, Jr. – Chairman of the Board
  - ❖ Roy D. Thompson – President & Chief Executive Officer
  - ❖ J. Bruce Bugg, Jr. – Director
  - ❖ Michael J. Boyle – Director
  - ❖ Patrick M. Boyle – Director
  - ❖ Stephen W. King – Director
  - ❖ Don D. Lee – Director
  - ❖ William G. Moll – Director
  - ❖ Richard T. Schlosberg, III – Director
  - ❖ James A. Wilson – Director & Senior Vice President / Chief Operations Officer
  - ❖ Chéri D. Teague – Executive Vice President / Chief Financial Officer, Chief Information Security Officer, Chief Compliance Officer, Cashier
-

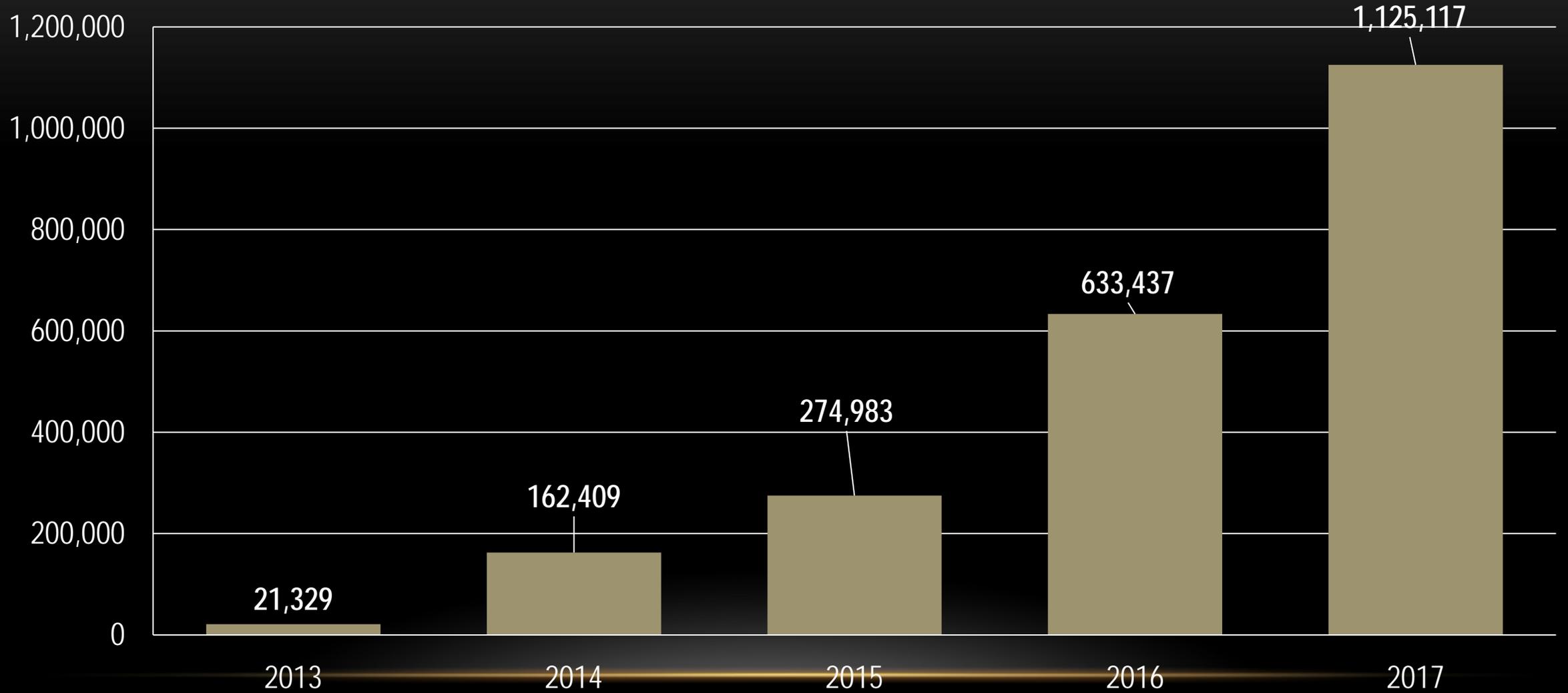
## CONSOLIDATED FINANCIAL RESULTS

(In thousands)	12/31/2013	12/31/2014	12/31/2015	12/31/2016	12/31/2017	▲ % change from 12/31/16 to 12/31/17
Cash & Investments	15,636	15,209	16,906	20,888	22,219	6.00%
Total Loans	32,267	43,812	58,447	73,267	90,185	18.76%
Other Assets	<u>1,804</u>	<u>1,714</u>	<u>1,583</u>	<u>2,672</u>	<u>4,116</u>	<u>35.08%</u>
Total Assets	<b>\$49,707</b>	<b>\$60,735</b>	<b>\$76,936</b>	<b>\$96,827</b>	<b>\$116,520</b>	<b>16.90%</b>
Non-Interest Bearing	6,782	7,906	9,901	15,484	21,743	28.79%
Interest Bearing	<u>36,802</u>	<u>42,190</u>	<u>48,464</u>	<u>68,801</u>	<u>81,722</u>	<u>15.81%</u>
Total Deposits	<b>\$43,584</b>	<b>\$50,096</b>	<b>\$58,365</b>	<b>\$84,285</b>	<b>\$103,465</b>	<b>18.54%</b>
Borrowings	0	0	7,500	0	0	0%
Other Liabilities	<u>55</u>	<u>51</u>	<u>88</u>	<u>110</u>	<u>181</u>	<u>39.23%</u>
Total Liabilities	<b>\$43,639</b>	<b>\$50,147</b>	<b>\$65,953</b>	<b>\$84,395</b>	<b>\$103,646</b>	<b>18.57%</b>
Common Stock & Surplus	6,450	10,772	11,092	12,498	12,941	3.42%
Market Adj- Securities	<u>(383)</u>	<u>(184)</u>	<u>(109)</u>	<u>(66)</u>	<u>(67)</u>	-1.49%
Total Capital	<u>6,067</u>	<u>10,588</u>	<u>10,983</u>	<u>12,432</u>	<u>12,874</u>	<u>3.43%</u>
Total Liabilities & Stockholders' Equity	<b>\$49,707</b>	<b>\$60,735</b>	<b>\$76,936</b>	<b>\$96,827</b>	<b>\$116,520</b>	<b>16.90%</b>
Tier 1 Leverage Ratio	11.21%	18.20%	15.49%	12.21%	11.40%	
(Regulatory Minimum = 5% to be considered Well Capitalized)						

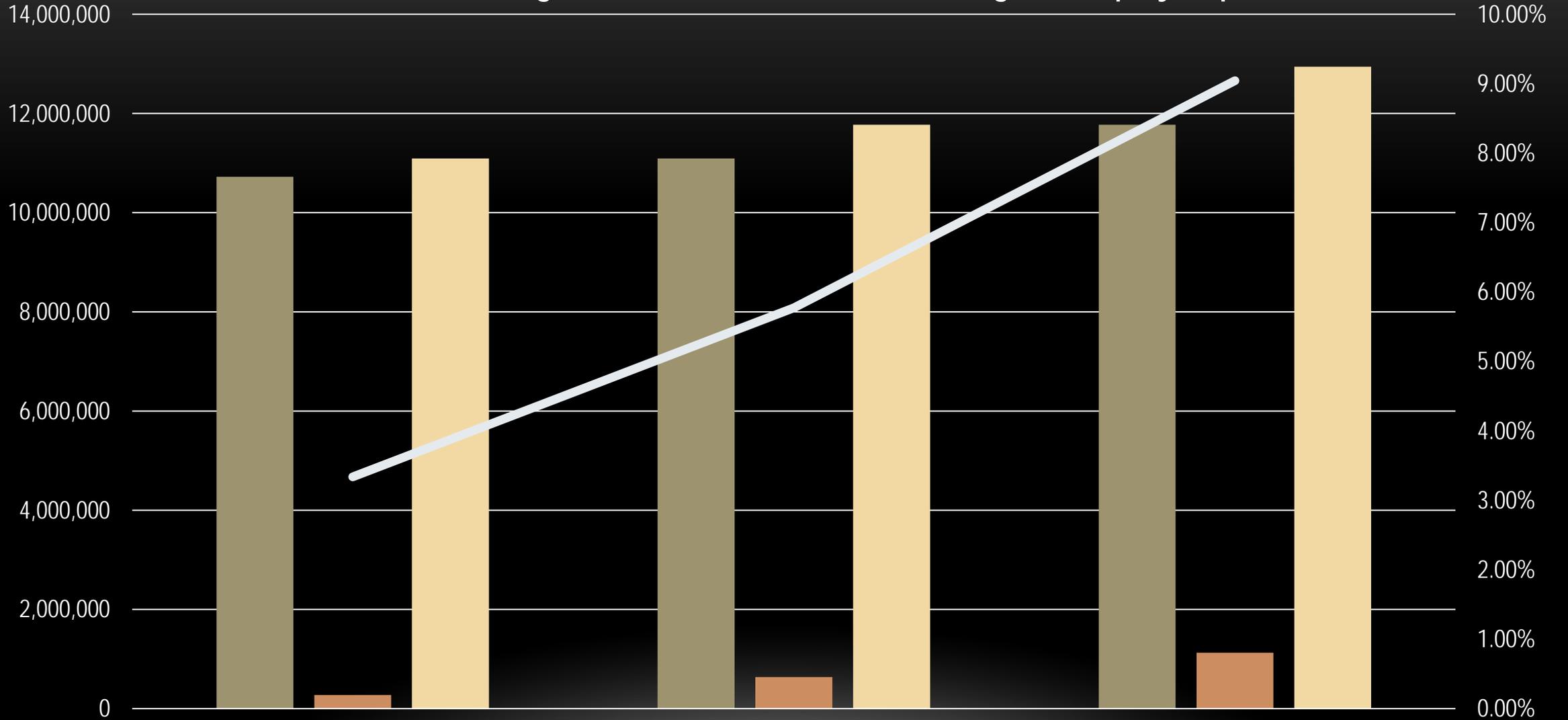
# Bank Asset Size (Actual in 000's)



# NET INCOME (ACTUAL)



# Retained Earnings Contributions to Annual Changes in Equity Capital



Tier 1 Capital at End of Prior Year

Total Contributions from Retained Earnings

Total Tier One Capital at End of Current Year

% change of Tier One Equity Capital on Hand at Beginning of Year

## PEER GROUP COMPARISON

AS OF DECEMBER 31, 2017	Texas Hill Country Bank	Peer Group*
Interest Income	4.26%	4.08%
Interest Expense	0.51%	0.41%
Net Interest Margin	3.75%	3.66%
Net Loss to Avg Loans	0.02%	0.09%
Efficiency Ratio	72.07%	71.05%
Tier One Leverage Capital	11.40%	10.54%
Return on Assets	1.06%	0.87%
Return on Equity	9.14%	4.02%

Number of Banks in Peer Group = 516

\*Insured commercial banks with assets between \$100 & \$300 million, with 3 or more full service banking offices located in a metropolitan statistical area.

# MORTGAGE LOANS – 2017

## SECONDARY MARKET LOANS

VOLUME: \$ 10,758,000

SERVICE RELEASE PREMIUMS: \$ 345,023

## PORTFOLIO LOANS

VOLUME: \$ 7,935,000

# BRANCH GROWTH

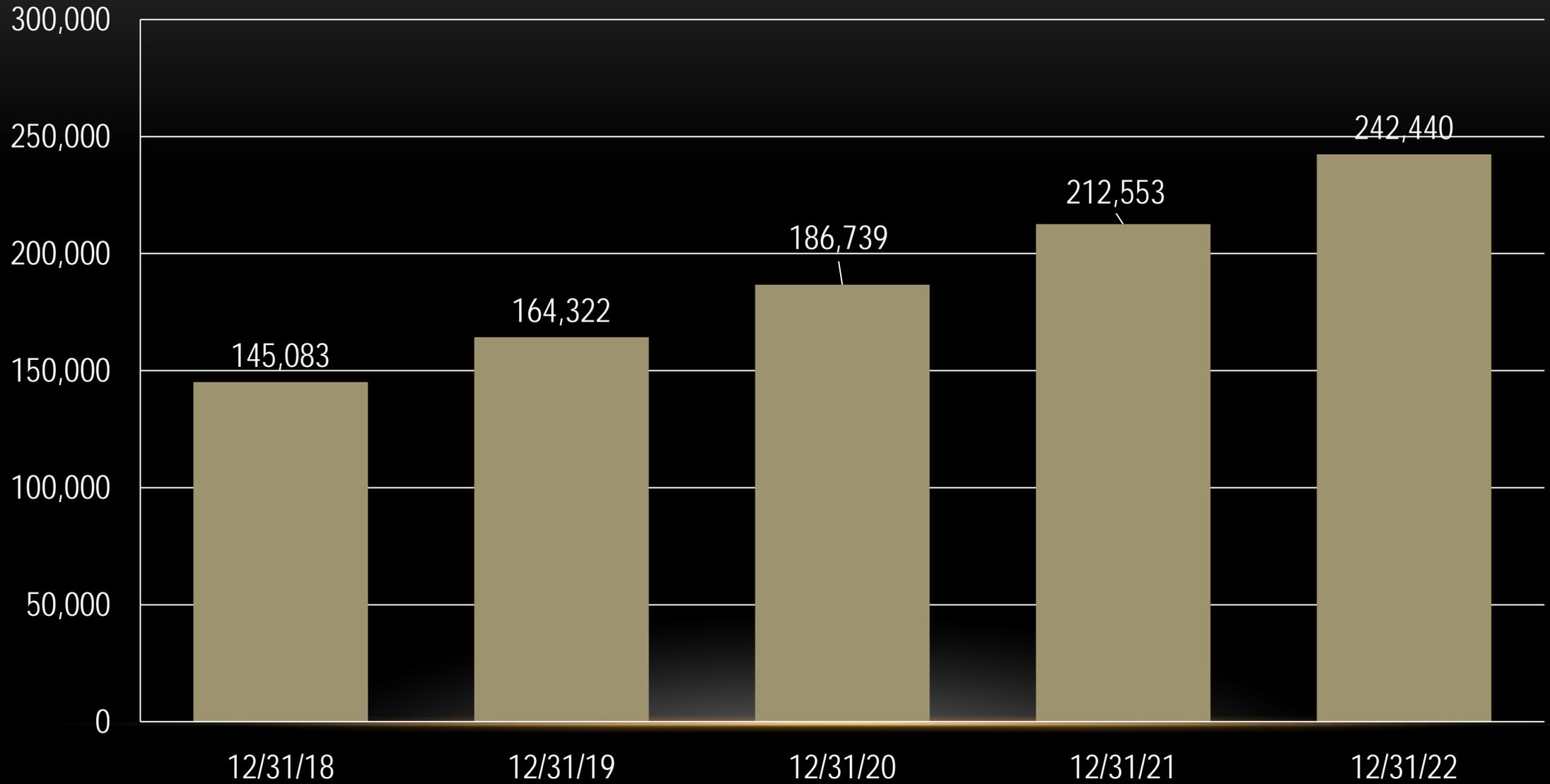
## Bandera

	TOTAL DEPOSITS	TOTAL LOANS
12/31/2014	\$ 48,072,000	\$ 35,869,000
12/31/2015	\$ 45,501,000	\$ 36,002,000
12/31/2016	\$ 59,841,000	\$ 38,787,000
12/31/2017	\$ 64,960,000	\$ 37,074,000

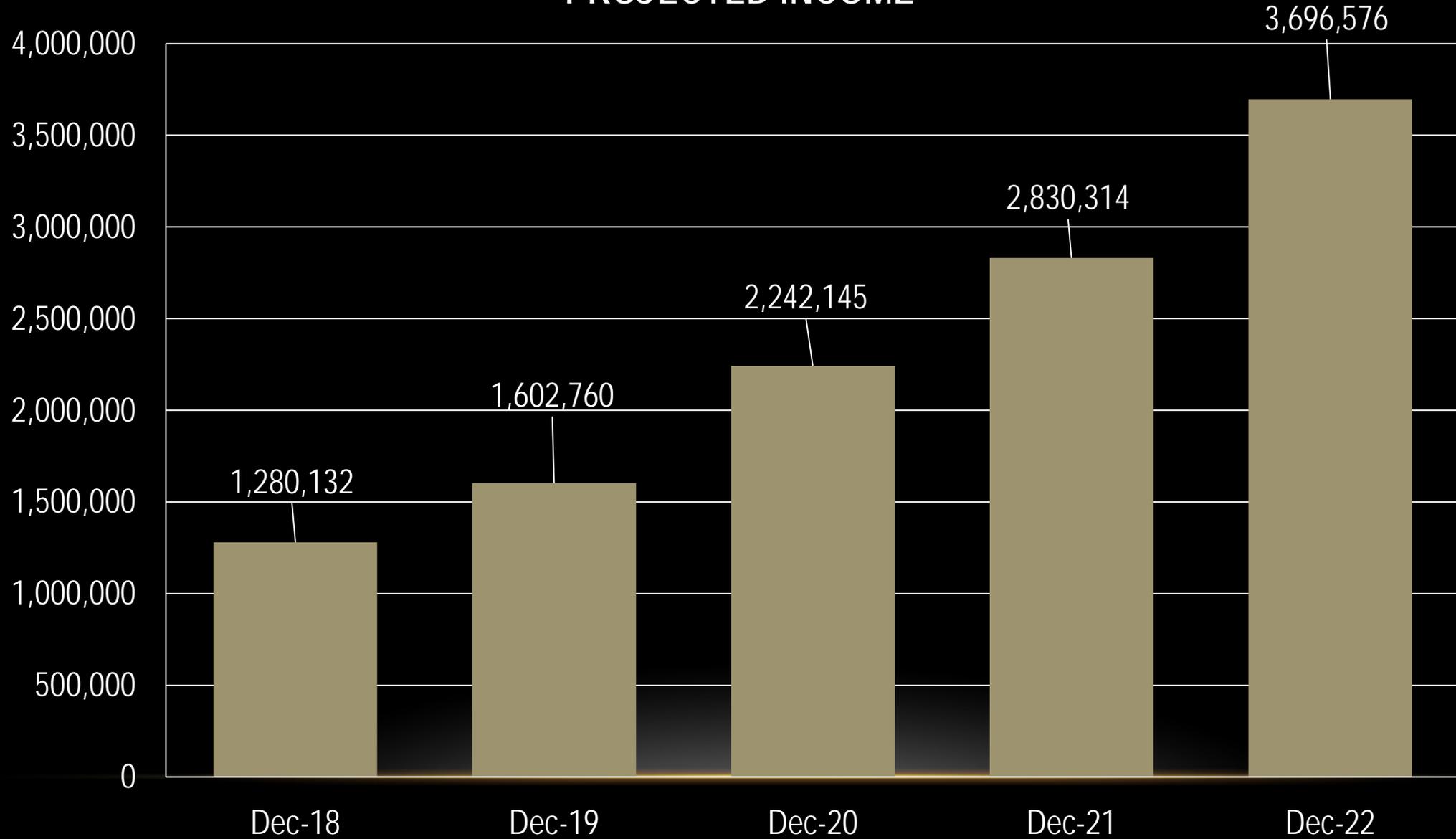
## Kerrville

	TOTAL DEPOSITS	TOTAL LOANS
12/31/2014	\$ 2,023,000	\$ 8,367,000
12/31/2015	\$ 12,864,000	\$ 22,965,000
12/31/2016	\$ 25,160,000	\$ 35,110,000
12/31/2017	\$ 38,504,000	\$ 53,932,000

# PROJECTED ASSET SIZE (in 000's)



# PROJECTED INCOME



## 2018-2022 Projections (000's)

Year	Assets	YOY↑	Loans	YOY↑	Deposits	YOY↑	Tier 1 Capital/assets	Net Income	YOY↑	Pre-tax NI	YOY↑
<u>2018</u>	\$145,083	24.5%	\$115,309	26.7%	\$130,742	26.4%	9.96%	\$1,280	13.8%	\$1,641	53.8%
<u>2019</u>	\$164,322	13.3%	\$131,578	14.1%	\$148,311	13.4%	9.80%	\$1,603	25.2%	\$2,055	25.2%
<u>2020</u>	\$186,739	13.6%	\$150,247	14.2%	\$168,440	13.6%	9.87%	\$2,242	39.9%	\$2,875	39.9%
<u>2021</u>	\$212,553	13.8%	\$171,716	14.3%	\$191,377	13.6%	10.05%	\$2,830	26.2%	\$3,629	26.2%
<u>2022</u>	\$242,440	14.1%	\$196,406	14.4%	\$217,522	12.0%	10.38%	\$3,697	30.6%	\$4,739	30.6%

# 2018 ELECTIONS

## ELECTION OF BOARD OF DIRECTORS

- ❖ J. Bruce Bugg, Jr.
- ❖ John C. Boyle, Jr.
- ❖ Michael J. Boyle
- ❖ Patrick M. Boyle
- ❖ Stephen W. King
- ❖ Don D. Lee
- ❖ William G. Moll
- ❖ Richard T. Schlosberg, III
- ❖ Roy D. Thompson
- ❖ James A. Wilson

## RATIFICATION OF AUDITORS FOR 2018

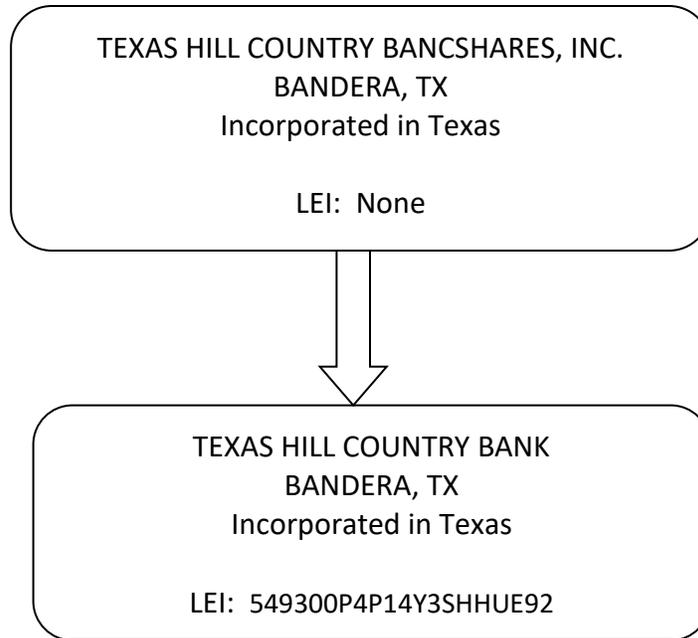
Fisher, Herbst & Kemble



# SHAREHOLDER QUESTIONS

??

REPORT ITEM 2A:



Texas Hill Country Bancshares, Inc. owns and controls 100% of Texas Hill Country Bank. There are no shareholders who exceed 25% ownership interest.

**Results:** A list of branches for your depository institution: **TEXAS HILL COUNTRY BANK (ID\_RSSD: 3806481)**.  
 This depository institution is held by **TEXAS HILL COUNTRY BANCSHARES, INC. (3879720)** of **BANDERA, 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)	3806481	TEXAS HILL COUNTRY BANK	800 MAIN STREET	BANDERA	TX	78003	BANDERA	UNITED STATES	Not Required	Not Required	TEXAS HILL COUNTRY BANK	3806481	
OK		Full Service	5163339	DOWNTOWN KERRVILLE BRANCH	200 EARL GARRETT STREET, SUITE 208	KERRVILLE	TX	78028	KERR	UNITED STATES	Not Required	Not Required	TEXAS HILL COUNTRY BANK	3806481	
CLOSE	10/9/2018	Full Service	4722739	KERRVILLE BRANCH	719 HILL COUNTRY DRIVE	KERRVILLE	TX	78028	KERR	UNITED STATES	Not Required	Not Required	TEXAS HILL COUNTRY BANK	3806481	
ADD	10/9/2018	Full Service	4722739	KERRVILLE BRANCH	998 SIDNEY BAKER ST. SOUTH	KERRVILLE	TX	78028	KERR	UNITED STATES	Not Required	Not Required	TEXAS HILL COUNTRY BANK	3806481	

**FORM FR Y-6**  
**TEXAS HILL COUNTRY BANCSHARES, INC.**  
**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 ending 12-31-2018.

(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number & Percentage of Each Class of Voting Securities	(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number & Percentage of Each Class of Voting Securities
John C. Boyle, Jr. Bandera, TX USA	USA	27,408 Shares of Common Stock 2.24% 23,367 Warrants on Common Stock 1.88%	None		
Michael J. Boyle San Antonio, TX USA	USA	24,765 Shares of Common Stock 2.03% 23,367 Warrants on Common Stock 1.88%			
Patrick M. Boyle Bandera, TX USA	USA	26,108 Shares on Common Stock 2.14% 23,367 Warrants on Common Stock 1.88%			
Charlotte Ann Boyle Austin, TX USA	USA	3,300 Shares of Common Stock 0.27%			
Jan Hevenor Boyle San Antonio, TX USA	USA	2,143 Shares of Common Stock 0.18%			
Ople Boyle Bandera, TX USA	USA	4,800 Shares of Common Stock 0.39%			
Lloyd & Kathleen Overstreet Austin, TX USA	USA	3,800 Shares of Common Stock 0.31%			
J. Bruce Bugg, Jr. San Antonio, TX USA	USA	104,127 Shares of Common Stock 8.53% 24,300 Warrants on Common Stock 1.95%			
Richard T. Schlosberg, III San Antonio, TX USA	USA	34,190 Shares of Common Stock 2.80% 24,300 Warrants on Common Stock 1.95%			
Richard T. Schlosberg, IV San Antonio, TX USA	USA	4,500 Shares of Common Stock 0.37%			
The J.W. Gorman Family Partnership, LLC San Antonio, TX USA	USA	42,190 Shares of Common Stock 3.46% 24,300 Warrants on Common Stock 1.95%			

**FORM FR Y-6**  
**TEXAS HILL COUNTRY BANCSHARES, INC.**  
**FISCAL YEAR ENDING DECEMBER 31, 2018**

**REPORT ITEM 4: INSIDERS**

(1) NAME, CITY, STATE, COUNTRY	(2) PRINCIPLE OCCUPATION IF OTHER THAN WITH HOLDING CO	(3)(A) TITLE & POSITION WITH HOLDING CO	(3)(B) TITLE & POSITION WITH SUBSIDIARIES	(3)(C) TITLE & POSITION WITH OTHER BUSINESSES (INCLUDE NAME OF BUSINESS)	(4)(A) PERCENTAGE OF VOTING SHARES IN H/C*	(4)(B) PERCENTAGE OF VOTING SHARES IN SUBSIDIARIES	(4)(C) LIST NAMES OF OTHER COMPANIES IF 25% OR MORE OF VOTING SECURITIES ARE HELD (LIST COMPANIES & % HELD)
John C. Boyle, Jr. Bandera, TX USA	Retail Business Owner	Director & Vice President/Secretary	Director & Chairman (Texas Hill Country Bank)	President True Value Hardware  President Lakehills Market, Inc.  President Bandera Wine & Spirits  Shareholder Boyle Properties Partnership, LTD  Partner Boyle & Boyle	4.12%	0.00%	Boyle's Market dba Bandera True Value - 100% Boyle's Merchandise dba Bandera Wine & Spirits - 100% Boyle & Boyle - 50% Lakehills Market Inc. - 100%
Michael J. Boyle San Antonio, TX USA	General Contractor	Director	Director (Texas Hill Country Bank)	President M.J. Boyle General Contractors, Inc.  Shareholder Boyle Properties Partnership	3.91%	0.00%	M.J. Boyle General Contractors - 97.7%
Patrick M. Boyle Bandera, TX USA	Real Estate Broker	Director	Director (Texas Hill Country Bank)	Owner Pat Boyle Realty  Limited Partner Boyle LTD  Managing Partner P&C Boyle, LLC  Partner Boyle & Boyle	4.02%	0.00%	Pat Boyle Realty - 100% Boyle LTD - 47.5% P&C Boyle, LLC - 50% Boyle & Boyle - 50%
Charlotte Ann Boyle Austin, TX USA		None	None		0.27%	None	
Jan Hevenor Boyle San Antonio, TX USA		None	None		0.18%	None	

**FORM FR Y-6**  
**TEXAS HILL COUNTRY BANCSHARES, INC.**  
**FISCAL YEAR ENDING DECEMBER 31, 2018**

**REPORT ITEM 4: INSIDERS**

(1) NAME, CITY, STATE, COUNTRY	(2) PRINCIPLE OCCUPATION IF OTHER THAN WITH HOLDING CO	(3)(A) TITLE & POSITION WITH HOLDING CO	(3)(B) TITLE & POSITION WITH SUBSIDIARIES	(3)(C) TITLE & POSITION WITH OTHER BUSINESSES (INCLUDE NAME OF BUSINESS)	(4)(A) PERCENTAGE OF VOTING SHARES IN H/C*	(4)(B) PERCENTAGE OF VOTING SHARES IN SUBSIDIARIES	(4)(C) LIST NAMES OF OTHER COMPANIES IF 25% OR MORE OF VOTING SECURITIES ARE HELD (LIST COMPANIES & % HELD)
Ople Boyle Bandera, TX USA		None	None		0.39%	None	
Lloyd & Kathleen Overstreet Austin, TX USA		None	None		0.31%	None	
J. Bruce Bugg, Jr. San Antonio, TX USA	Banker	Director & President & CEO	Director (Texas Hill Country Bank)	Chairman, President & CEO Southwest Bancshares, Inc.  Chairman The Bank of San Antonio  Chairman & CEO San Antonio Capital & Trust Holdings, LLC  Chairman Argyle Investment Co.  Chairman The Bank of Austin	10.48%	0.00%	Argyle Investment Co. - 100%
Don D. Lee Hondo, TX USA	Rail Transportation	Director	Director (Texas Hill Country Bank)	President South Texas Liquid Terminal, Inc.  President Dallas Liquid Terminal, Inc.  President Hondo Railway, LLC  President South Texas Ethanol Terminal, Inc.  President Rail Transloading Resources, Inc.  President	1.14%	0.00%	South Texas Liquid Terminal, Inc. - 50% Dallas Liquid Terminal, Inc. - 50% Hondo Railway, LLC - 50% South Texas Ethanol Terminal, Inc. - 50% Rail Transloading Resources, Inc. - 50% Hondo Railhead Energy, Inc. - 50% Dairy Stores - 50% Hondo Bulk Commodities, Inc. - 33.3% Holland & Lee Properties, Inc. - 50% Tank Farms LLC - 50% Don D. Lee, LLC - 100% Crossgate Equestrian Center LLC - 100%

**FORM FR Y-6**  
**TEXAS HILL COUNTRY BANCSHARES, INC.**  
**FISCAL YEAR ENDING DECEMBER 31, 2018**

REPORT ITEM 4: INSIDERS

(1) NAME, CITY, STATE, COUNTRY	(2) PRINCIPLE OCCUPATION IF OTHER THAN WITH HOLDING CO	(3)(A) TITLE & POSITION WITH HOLDING CO	(3)(B) TITLE & POSITION WITH SUBSIDIARIES	(3C) TITLE & POSITION WITH OTHER BUSINESSES (INCLUDE NAME OF BUSINESS)	(4)(A) PERCENTAGE OF VOTING SHARES IN H/C*	(4)(B) PERCENTAGE OF VOTING SHARES IN SUBSIDIARIES	(4C) LIST NAMES OF OTHER COMPANIES IF 25% OR MORE OF VOTING SECURITIES ARE HELD (LIST COMPANIES & % HELD)
				Hondo Railhead Energy, Inc.  President Dairy Stores  Vice President Hondo Bulk Commodities, Inc.  Vice President Holland & Lee Properties, Inc.  Owner Tank Farms LLC  Owner Don D. Lee, LLC  Owner Crossgate Equestrian Center LLC			
William G. Moll San Antonio, TX USA	N/A	Director	Director (Texas Hill Country Bank)	N/A	0.31%	0.00%	N/A
Stephen W. King Kerrville, TX USA	Oil & Gas Operations	Director	Director (Texas Hill Country Bank)	Managing Partner King Energy Resources  Member/Owner K&S Oil & Gas Company, LLC  Member/Owner Eight-Ninety, LLC  Member/Owner Citation Jet N4HK  General Partner South Texas Refueling, LLC  Member Kerrville G-12, LLC	0.64%	0.00%	King Energy Resources - 50% K&S Oil & Gas Company, LLC - 50% Eight-Ninety, LLC - 50% Citation Jet N4HK, LLC - 50% South Texas Refueling, LLC - 92.5% Kerrville G-12 - 37.5%

**FORM FR Y-6**  
**TEXAS HILL COUNTRY BANCSHARES, INC.**  
**FISCAL YEAR ENDING DECEMBER 31, 2018**

**REPORT ITEM 4: INSIDERS**

(1) NAME, CITY, STATE, COUNTRY	(2) PRINCIPLE OCCUPATION IF OTHER THAN WITH HOLDING CO	(3)(A) TITLE & POSITION WITH HOLDING CO	(3)(B) TITLE & POSITION WITH SUBSIDIARIES	(3)(C) TITLE & POSITION WITH OTHER BUSINESSES (INCLUDE NAME OF BUSINESS)	(4)(A) PERCENTAGE OF VOTING SHARES IN H/C*	(4)(B) PERCENTAGE OF VOTING SHARES IN SUBSIDIARIES	(4)(C) LIST NAMES OF OTHER COMPANIES IF 25% OR MORE OF VOTING SECURITIES ARE HELD (LIST COMPANIES & % HELD)
Richard T. Schlosberg, III San Antonio, TX USA	Investment Management	Director	Director (Texas Hill Country Bank)	Director Southwest Bancshares, Inc.  Director The Bank of San Antonio	4.75%	0.00%	N/A
James A. Wilson Bandera, TX USA	Banker	Director	Director & Chief Operations Officer (Texas Hill Country Bank)	Trustee James A. Wilson, Jr. Family Trust  President James Wilson Investment Co.	0.54%	0.00%	James A. Wilson, Jr. Family Trust - 100% James Wilson Investment Co. - 100%
Roy D. Thompson Kerrville, TX USA	Banker	Director	President & CEO (Texas Hill Country Bank)	Partner Warrior Wash, LLC  Limited Partner Guadalupe 10, LLC	3.75%	0.00%	Warrior Wash, LLC - 33.3%
Chéri D. Teague Kerrville, TX USA	Banker	Chief Financial Officer	Executive Vice President Chief Financial Officer & Cashier (Texas Hill Country Bank)	N/A	2.15%	0.00%	N/A

\*Includes warrants and stock options