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(g)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 11(b), 16(b), 12, 31, 32, and 33 of the Federal Reserve Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(b)(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, Dolph Briscoe, III
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

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
RISID ID: 1102451
C.I.

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.

Date of Report (top-tier holding company’s fiscal year-end):
11/30/2019
Month / Day / Year

N/A
Reporter’s Legal Entity Identifier (LEI) (20-Character LEI Code)

Briscoe Ranch, Inc.

Legal Title of Holding Company

P.O. Box 389
(Mailing Address of the Holding Company) Street / P.O. Box
Uvalde Texas 78802
City State Zip Code

200 E. Nopal, Suite 106, Uvalde, TX 78801
Physical Location (if different from mailing address)

Darrell L. Zimmerman
Office Manager
Name Title

830-278-9171
Area Code / Phone Number / Extension

830-278-4646
Area Code / FAX Number
dolphbriscoe@sbcglobal.net
E-mail Address

N/A - no website
Address (URL) for the Holding Company’s web page

Is confidential treatment requested for any portion of this report submission? ☐ 0=No 1=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."
BRISCOE RANCH, INC.
FORM FR Y-6
FISCAL YEAR ENDED NOVEMBER 30, 2019

REPORT ITEM 1 - Briscoe Ranch, Inc. is a closely-held privately owned ranching corporation and no annual reports are prepared for stockholders. State of incorporation – Texas.

REPORT ITEM 1 A- Briscoe Ranch, Inc. is not registered with nor required to file Form 10-K with the Securities and Exchange Commission

REPORT ITEM 2 - Organization chart - attached

REPORT ITEM 3 - List of shareholders - ownership 5% or more - attached

REPORT ITEM 4 - Directors/Officers/Insiders – attached
NOVEMBER 30, 2019
Organizational Chart for FR Y-6 Purposes

BRISCOE RANCH, INC.
Uvalde, Texas
State of Incorporation: Texas

FIRST STATE BANK OF UVALDE
Uvalde, Texas
State of incorporation: Texas
Briscoe Ranch, Inc. owns
57% of outstanding shares

SECURITY STATE BANK
Pearsall, Texas
State of incorporation: Texas
Briscoe Ranch, Inc. owns
25% of outstanding shares

BRISCOE BRAUCHLE JOINT VENTURE
Uvalde, Texas
General partnership
Briscoe Ranch, Inc. is limited partner
owns 50% interest
State of registration/operation: Texas

OASIS OUTBACK LLC
Uvalde, Texas
State of incorporation: Texas
Briscoe Ranch, Inc. is limited partner

Note: None of the aforementioned entities have a LEI -

REPORT ITEM 2
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<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch_ID_RSSO*</th>
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<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNIUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office_ID_RSSO*</th>
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<td>CASTROVILLE BRANCH</td>
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BRISCOE RANCH, INC.
SHAREHOLDERS
NOVEMBER 30, 2019

REPORT ITEM 3 (1)

<table>
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<th>Citizenship</th>
<th># of Shares</th>
<th>Percentage</th>
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<td>Janey Briscoe Marmion Irrevocable Trust, Uvalde, TX, Trustee: Dolph Briscoe, III</td>
<td>USA</td>
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<td>Dolph Briscoe, III, Carrizo Springs, TX</td>
<td>USA</td>
<td>687</td>
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<td>Janey B. Marmion Child's Trust No. 2, Uvalde, TX, Trustee: Dolph Briscoe, III</td>
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<td>Dolph Briscoe, III Child's Disclaimer Trust, Carrizo Springs, TX, Trustee: Dolph Briscoe, III</td>
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<td>Drexel Holdings, LLC, Dallas, TX, General Partner: Cele B. Carpenter</td>
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<tr>
<td>Cele B. Carpenter, Dallas, TX</td>
<td>USA</td>
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REPORT ITEM 3 (2) – N/A
## BRISCOE RANCH, INC.
### DIRECTORS/OFFICERS/INSIDERS
#### NOVEMBER 30, 2019

<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
<th>Title</th>
<th>Percentage</th>
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<tr>
<td>Janey Briscoe Marmion</td>
<td>Uvalde, TX</td>
<td>Secretary/Treasurer &amp; Director</td>
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<td><strong>Note:</strong></td>
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<tr>
<td>Bank subsidiaries</td>
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<tr>
<td>First State Bank of Uvalde</td>
<td>P. O. Box 1908</td>
<td>Director</td>
<td>60.68%</td>
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<td>Uvalde, TX 78802</td>
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<tr>
<td>Direct Ownership</td>
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<tr>
<td>Indirect Ownership-through Briscoe Ranch, Inc. and Briscoe Family</td>
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<td>Security State Bank</td>
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</tr>
<tr>
<td>P. O. Drawer S</td>
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<tr>
<td>Pearsall, TX 78061</td>
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<td>Director</td>
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<tr>
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<td>Indirect Ownership</td>
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<tr>
<td>Zavala County Bank</td>
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<td>Director</td>
<td>64.55%</td>
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<td>401 West Zavala</td>
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<td>Crystal City, TX 78839</td>
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<td>Indirect ownership-through Briscoe Ranch, Inc. and Briscoe Family</td>
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Note: Individual has no title/position/ownership interest in Briscoe Brauchle JV or Oasis Outback LLC.

(continued)
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<tr>
<th>Name</th>
<th>Address</th>
<th>Title</th>
<th>Percentage</th>
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<tbody>
<tr>
<td>2. Dolph Briscoe, III</td>
<td>Carrizo Springs, TX</td>
<td>President &amp; Director</td>
<td>58.19%</td>
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</table>

Bank subsidiaries
- First State Bank of Uvalde
  - Director
- P. O. Box 1908
- Uvalde, TX 78802
- Direct Ownership
- Indirect Ownership-through Briscoe Ranch, Inc. and Briscoe Family
  - 60.68%

Security State Bank
- P. O. Drawer S
- Pearsall, TX 78061
- Director
- Direct ownership
- Indirect Ownership-through Briscoe Ranch, Inc. and Briscoe Family
  - 67.38%

- Indirect Ownership
- Zavala County Bank
  - Director
- 401 West Zavala
- Crystal City, TX 78839
- Indirect ownership-through Briscoe Ranch, Inc. and Briscoe family
  - 64.55%

Note: Individual has no title/position/ownership interest in Briscoe Brauchle JV or Oasis Outback LLC.

Other principal business-ranching (personal business)
Other business interests: a. Dimmit Ice, LLC – 50% ownership
- coin operated freestanding ice vending machines
b. Carrizo Feeders, Ltd. – 23.75% ownership; cattle feedlot operation
c. Carrizo Enterprises, LLC – 23.75% ownership; general partner LP – Carrizo Feeders, Ltd.
d. Rancho Mendiola, LLC – 50% ownership; real estate

(continued)
### NAME: Cele S. Briscoe Carpenter

**Address:** Dallas, TX  
**Occupation:** Investments/self employed

**Title:** Assistant Secretary/Treasurer & Director  
**Percentage:** 0%

**Bank Subsidiaries:**
- **First State Bank of Uvalde**  
  - **Address:** P. O. Box 1908, Uvalde, TX 78802
  - **Ownership:** None
  - **Type:** Direct Ownership of Indirect Ownership-through Briscoe Ranch, Inc. and Briscoe Family  
  - **Percentage:** 60.68%

**Security State Bank:**
- **Address:** P. O. Drawer S, Pearsall, TX 78061
  - **Ownership:** None
  - **Type:** Direct ownership of Indirect Ownership-through Briscoe Ranch, Inc. and Briscoe Family  
  - **Percentage:** 67.38%

**Indirect Ownership:**
- **Zavala County Bank**  
  - **Address:** 401 West Zavala, Crystal City, TX 78839
  - **Ownership:** None
  - **Type:** Indirect ownership-through Briscoe Ranch, Inc. and Briscoe Family
  - **Percentage:** 64.55%

**Note:** Individual has no title/position/ownership interest in Briscoe Brauchle JV or Oasis Outback LLC.