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, 616, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1865o(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 an LLC, see the General Instructions for the authorized individual who must sign the report.

I, ROBERT F. BARNARD
Name of the Holding Company Director and Official

PRESIDENT/ 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
03/23/2020
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):
March 23, 2020

Month / Day / Year
N/A

Reporters's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporters's Name, Street, and Mailing Address

METROPOLIS NORTH BANCSHARES, INC
Legal Title of Holding Company

P O BOX 7
Mailing Address of the Holding Company Street / P.O. Box
CELESTE TX 75423
City State Zip Code

301 N US HIGHWAY 69, CELESTE, TX 75423
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
ROBERT F. BARNARD
Name
PRESIDENT/ DIRECTOR
Title
903-568-4211
Area Code / Phone Number / Extension

903-568-4149
Area Code / FAX Number

bbarnard@fbceleste.com
E-mail Address

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

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.30 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.

0=No
1=Yes
0

Is confidential treatment requested for any portion of this report submission? ......................................................................................

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."
Form FR Y-6

METROPLEX NORTH BANCSHARES, INC.
CELESTE, TEXAS
Fiscal Year Ending December 31, 2019

Report Item

1. Not Applicable – Not Prepared

2.a Organizational Chart

2.b. Domestic Branches: See Branch Verification Form Attached
Report Item 3: Securities Holders
3(1)(a) through 3(1)(c).
Current Securities Holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year 12-31-2019:

<table>
<thead>
<tr>
<th>(1)(a)Name-Address-State</th>
<th>(1)(b)Country of Citizenship or Incorporation</th>
<th>(1)(c)Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Robert F. Barnard</td>
<td>USA</td>
<td>206,703.45 Common Stock</td>
</tr>
<tr>
<td>Celeste, Texas USA</td>
<td></td>
<td>35.82%</td>
</tr>
<tr>
<td>William F. Stevens</td>
<td>USA</td>
<td>91,337.50 Common Stock</td>
</tr>
<tr>
<td>McGregor, Texas USA</td>
<td></td>
<td>15.83%</td>
</tr>
<tr>
<td>Kenneth W. Sumrow</td>
<td>USA</td>
<td>33,557.50 Common Stock</td>
</tr>
<tr>
<td>Plano, Texas USA</td>
<td></td>
<td>5.82%</td>
</tr>
<tr>
<td>Chris Barnard</td>
<td>USA</td>
<td>11,122.00 Common Stock</td>
</tr>
<tr>
<td>Celeste, Texas USA</td>
<td></td>
<td>1.93%</td>
</tr>
<tr>
<td>Bill N. Barnard</td>
<td>USA</td>
<td>5,575.05 Common Stock</td>
</tr>
<tr>
<td>Hot Springs Village, Arkansas USA</td>
<td></td>
<td>0.97%</td>
</tr>
</tbody>
</table>

Report Item 3: Securities Holders
3(2)(a) through (2)(c)
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 12-31-2019:

<table>
<thead>
<tr>
<th>(2)(a)Name-Address-State</th>
<th>(2)(b)Country of Citizenship or Incorporation</th>
<th>(2)(c)Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>NONE</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(1) Name, City, State</td>
<td>(2) Principal Occupation of other than Holding Company</td>
<td>(3)(a) Title and Position with Holding Company</td>
</tr>
<tr>
<td>-------------------------</td>
<td>------------------------------------------------------</td>
<td>-----------------------------------------------</td>
</tr>
<tr>
<td>Robert F. Barnard</td>
<td>Banker</td>
<td>President &amp; Director MNB</td>
</tr>
<tr>
<td>Celeste, Texas USA</td>
<td></td>
<td>MNB</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ken Sumrow</td>
<td>Tennis Professional</td>
<td>Director MNB</td>
</tr>
<tr>
<td>Plano, Texas USA</td>
<td></td>
<td>MNB</td>
</tr>
<tr>
<td>Ronnie Lyon</td>
<td>Attorney</td>
<td>Director MNB</td>
</tr>
<tr>
<td>Boerne, Texas USA</td>
<td></td>
<td>MNB</td>
</tr>
<tr>
<td>Chris Barnard</td>
<td>Banker</td>
<td>Vice President MNB</td>
</tr>
<tr>
<td>Celeste, Texas USA</td>
<td></td>
<td>MNB</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>William F. Stevens</td>
<td>Retired</td>
<td>Principal Securities Holder</td>
</tr>
<tr>
<td>McGregor, Texas USA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Bill N. Barnard</td>
<td>Retired</td>
<td>Securities Holder/Family Member</td>
</tr>
<tr>
<td>Hot Springs Village, AR</td>
<td></td>
<td></td>
</tr>
<tr>
<td>USA</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Results: A list of branches for your holding company: METROPLEX NORTH BANKSHARES, INC. (1107932) of CELESTE, TX.
The data are as of 12/31/2019. Data reflects information that was received and processed through 01/07/2020.

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 Date 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 Date 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.