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. Sections 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)(A)); sections 6(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. §§ 249b(1), 652, 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.

DAVE WEISUHN
Name of the Holding Company Director and Official
DIRECTOR & 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
3/15/20
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.

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 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):
December 31, 2019
Month / Day / Year

LEI: NONE
Reporter’s Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter’s Name, Street, and Mailing Address

ROUND TOP BANC SHARES, INC.
Legal Title of Holding Company

P.O. BOX 36
(Mailing Address of the Holding Company) Street / P.O. Box

ROUND TOP
City
TX
State
78954
Zip Code

301 N. WASHINGTON; ROUND TOP, TX 78954
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
MICHIELLE HODDE
VP
Name

979-249-3151
Area Code / Phone Number / Extension
979-249-2511
Area Code / FAX Number

michelleh@roundtopstatebank.com
E-mail Address

www.roundtopstatebank.com
Address (URL) for the Holding Company’s web page

Is confidential treatment requested for any portion of this report submission? ☐ 0=No 1=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, 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 205511, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

12/2019
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.

NONE

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)

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)

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)

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)

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)

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)

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)
Report Item

1: The Bank Holding Company is not required to prepare form 10K as it is not registered with the SEC. The Bank Holding Company does not prepare an annual report for its shareholders.

2(a): Organization Chart

```
Round Top Bancshares, Inc.
LEI: None
Round Top
Texas
United States

100%

Round Top State Bank
LEI: None
Round Top
Texas
United States

100%

Tom Baker Insurance Agency, Inc
LEI: None
Round Top
Texas
United States

100%

WSB Insurance Agency, Inc
LEI: None
Round Top
Texas
United States
```

*All entities incorporated in Texas.*

2(b): Domestic branch listing provided to the Federal Reserve Bank as part of this filing.
Results: A list of branches for your depository institution: ROUND TOP STATE BANK (ID_RSSD: 665865).
This depository institution is held by ROUND TOP STATE BANCSHARES, INC. (2684721) of ROUND TOP, TX.
The data are as of 12/31/2019.

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 acquisition date in the Effective Date column.

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:
The 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.
Report Item 3: Securities Holders
(1)(a)(b)(c) and (2)(a)(b)(c)

<table>
<thead>
<tr>
<th>(1)(a)</th>
<th>(1)(b)</th>
<th>(1)(c)</th>
<th>(2)(a)</th>
<th>(2)(b)</th>
<th>(2)(c)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name</td>
<td>Country of Citizenship or Incorporation</td>
<td>Number and Percentage of Each Class of Voting Securities</td>
<td>Name</td>
<td>Country of Citizenship or Incorporation</td>
<td>Number and Percentage of Each Class of Voting Securities</td>
</tr>
<tr>
<td>Ronny G. &amp; Betty Sacks Round Top, Texas USA</td>
<td>USA</td>
<td>2,867 - 6.83% as partners in Sacks Family, LTD Common Stock</td>
<td>None</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Michael A. &amp; Jacobyln R. Sacks (son and daughter-in-law of Ronny G. &amp; Betty Sacks) Round Top, Texas, USA</td>
<td>USA</td>
<td>164 - .39% Common Stock</td>
<td>None</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Wayne &amp; Pearlie Wagner Round Top, Texas USA</td>
<td>USA</td>
<td>4,537 - 10.80% Common Stock</td>
<td>None</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Jason J. Wagner 2013 Trust Wayne &amp; Pearlie Wagner, Trustees Round Top, Texas USA</td>
<td>USA</td>
<td>2,025 - 4.82% Trustees of the Jason J. Wagner 2013 Trust Common Stock</td>
<td>None</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Amy A. (Wagner) Hooge 2013 Trust Wayne &amp; Pearlie Wagner, Trustees Round Top, Texas USA</td>
<td>USA</td>
<td>2,025 - 4.82% Trustees of the Amy A. (Wagner) Hooge 2013 Trust Common Stock</td>
<td>None</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Tina M. (Wagner) Morrow 2013 Trust Wayne &amp; Pearlie Wagner, Trustees Round Top, Texas USA</td>
<td>USA</td>
<td>2,025 - 4.82% Trustees of the Tina M. (Wagner) Morrow 2013 Trust Common Stock</td>
<td>None</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>(1)(a)</td>
<td>(1)(b) Country of Citizenship or Incorporation</td>
<td>(1)(c) Number and Percentage of Each Class of Voting Securities</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>-------------------</td>
<td>-----------------------------------------------</td>
<td>---------------------------------------------------------------</td>
<td>---</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Jason Wagner</td>
<td>USA</td>
<td>805 - 1.92% Common Stock</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(son of Wayne &amp; Pearlie Wagner)</td>
<td>Round Top, Texas USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Dave L. Weishuhn</td>
<td>USA</td>
<td>2,100 - 5.00% Common Stock</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ellinger, Texas, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Scott Eckermann</td>
<td>USA</td>
<td>1,990 - 4.74% Common Stock</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Brenham, Texas, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Larry Eckermann</td>
<td>USA</td>
<td>1,868 - 4.45% Common Stock</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(brother of Scott Eckermann)</td>
<td>Burton, Texas, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Kori Kelm</td>
<td>USA</td>
<td>27 - 0.06% Common Stock</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(daughter of Larry Eckermann)</td>
<td>Brenham, Texas, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Thomas Ray Rogers</td>
<td>USA</td>
<td>2,100 - 5.00% Common Stock</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Woodway, Texas, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Craig C. Brown, II</td>
<td>USA</td>
<td>340 - 0.81% Common Stock</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Houston, Texas, USA</td>
<td></td>
<td>131 - 0.31% as Separate Property</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Security 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</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Form FR Y-6
Round Top Bancshares, Inc.
Fiscal Year Ending December 31, 2019

Report Item 3: Securities Holders
(1)(a)(b)(c) and (2)(a)(b)(c)

<table>
<thead>
<tr>
<th>(1)(a) Name</th>
<th>(1)(b) Country of Citizenship or Incorporation</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
<th>(2)(a) Name</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>Craig and Galee Brown Foundation</td>
<td>USA</td>
<td>1,661 - 3.95%</td>
<td>Robin G. Brown</td>
<td>USA</td>
<td>25 - 0.6%</td>
</tr>
<tr>
<td>Houston, Texas USA</td>
<td></td>
<td></td>
<td>(brother of Craig C. Brown, II)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(Member of the Board of Directors</td>
<td></td>
<td></td>
<td>Houston, Texas USA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Craig C. Brown, II)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Calvin Krause</td>
<td>USA</td>
<td>1,252 - 2.98%</td>
<td>Esther Krause</td>
<td>USA</td>
<td>645 - 1.54%</td>
</tr>
<tr>
<td>Carmine, Texas USA</td>
<td></td>
<td></td>
<td>(mother of Calvin Krause)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Round Top, Texas USA</td>
<td></td>
<td></td>
<td>Round Top, Texas USA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Madison Krause, TX UTMA</td>
<td>USA</td>
<td>15 - 0.04%</td>
<td>Calvin Krause, Custodian</td>
<td>USA</td>
<td>15 - 0.04%</td>
</tr>
<tr>
<td>Calvin Krause, Custodian</td>
<td></td>
<td></td>
<td>(daughter of Calvin Krause)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Carmine, Texas USA</td>
<td></td>
<td></td>
<td>Carmine, Texas USA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mallory Krause, TX UTMA</td>
<td>USA</td>
<td>15 - 0.04%</td>
<td>Calvin Krause, Custodian</td>
<td>USA</td>
<td>15 - 0.04%</td>
</tr>
<tr>
<td>Calvin Krause, Custodian</td>
<td></td>
<td></td>
<td>(daughter of Calvin Krause)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Carmine, Texas USA</td>
<td></td>
<td></td>
<td>Carmine, Texas USA</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Report Item 3: Securities Holders
(1)(a)(b)(c) and (2)(a)(b)(c)

<table>
<thead>
<tr>
<th>(1)(a) Name</th>
<th>(1)(b) Country of Citizenship or Incorporation</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
<th>(2)(a) Name</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>Megan Krause, TX UTMA</td>
<td>USA</td>
<td>15 - 0.04% Common Stock</td>
<td>Calvin Krause, Custodian</td>
<td>USA</td>
<td>Common Stock</td>
</tr>
<tr>
<td>Calvin Krause, Custodian</td>
<td></td>
<td></td>
<td>(daughter of Calvin Krause)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(daughter of Calvin Krause)</td>
<td></td>
<td></td>
<td>Canmore, Texas, USA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Weldon Krause</td>
<td>USA</td>
<td>110 - 0.26% Common Stock</td>
<td>Round Top, Texas, USA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(brother of Calvin Krause)</td>
<td></td>
<td></td>
<td>RBC Capital Markets LLC.,</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(brother of Calvin Krause)</td>
<td></td>
<td></td>
<td>Cast</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(IRA of Calvin Krause)</td>
<td></td>
<td></td>
<td>Minneapolis, MN, USA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Calvin Krause, ROTH IRA</td>
<td>USA</td>
<td>35 - 0.08% Common Stock</td>
<td>RBC Capital Markets LLC.,</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(ROTH IRA of Calvin Krause)</td>
<td></td>
<td></td>
<td>Cast</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(ROTH IRA of Calvin Krause)</td>
<td></td>
<td></td>
<td>Minneapolis, MN, USA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Name</td>
<td>City, State, Country</td>
<td>(2) Principal Occupation if Other than with Holding Company</td>
<td>(3a) Title &amp; Position with Holding Company</td>
<td>(3b) Title &amp; Position with Subsidiaries (include names of subsidiaries)</td>
<td>(3c) Title &amp; Position with Other Businesses (include names of other businesses)</td>
</tr>
<tr>
<td>---------------</td>
<td>-----------------------------</td>
<td>------------------------------------------------------------</td>
<td>---------------------------------------------</td>
<td>---------------------------------------------------------------------------</td>
<td>---------------------------------------------------------------------------------</td>
</tr>
<tr>
<td>Ronny Sacks</td>
<td>Round Top, Texas, USA</td>
<td>N/A Director &amp; President</td>
<td>N/A Director &amp; CEO Chairman of the Board of Round Top State Bank</td>
<td>N/A</td>
<td>6.83% None</td>
</tr>
<tr>
<td>*Wayne Wagner</td>
<td>Round Top, Texas, USA</td>
<td>N/A Director &amp; Secretary</td>
<td>N/A Director, Secretary (Round Top State Bank)</td>
<td>Round Top Service Station (owner)</td>
<td>25.26% None</td>
</tr>
<tr>
<td>*Pearlie Wagner</td>
<td>Round Top, Texas, USA</td>
<td>N/A Director &amp; Secretary</td>
<td>N/A Director &amp; Secretary (Round Top Service Station)</td>
<td>N/A</td>
<td>9.2% None</td>
</tr>
<tr>
<td>Jason Wagner</td>
<td>Round Top, Texas, USA</td>
<td>Mail carrier Principal Securities Holder</td>
<td>N/A Principal Securities Holder</td>
<td>N/A</td>
<td>1.92% None</td>
</tr>
<tr>
<td>Dave L. Westhuhn</td>
<td>Ellinger, Texas USA</td>
<td>N/A Director &amp; Vice-President</td>
<td>N/A Director, President (Round Top State Bank)</td>
<td>N/A</td>
<td>5.00% None</td>
</tr>
<tr>
<td>Branch Nottzler</td>
<td>Austin, Texas, USA</td>
<td>N/A Director</td>
<td>N/A Director (Round Top State Bank)</td>
<td>N/A</td>
<td>3.38% None</td>
</tr>
<tr>
<td>Scott Eckermann</td>
<td>Brenham, Texas, USA</td>
<td>N/A Director</td>
<td>N/A Director (Round Top State Bank)</td>
<td>N/A</td>
<td>4.74% None</td>
</tr>
<tr>
<td>David Kleiber</td>
<td>La Grange, Texas, USA</td>
<td>Businessman</td>
<td>N/A Director (Round Top State Bank)</td>
<td>N/A</td>
<td>0.32% None</td>
</tr>
</tbody>
</table>

Please note the following:

* Technically, Pearlie Wagner is not an officer of Round Top Bunches, Inc. She is however, the joint owner (controlling vote) of 25.26% of Round Top Bunches, Inc. voting shares with her husband, Wayne Wagner, who is a director and secretary of the holding company.

* The 25.26% of controlling voting shares of the holding company which are held by Wayne and Pearlie Wagner consist of three separate accounts: Jason J. Wagner 2013 Trust (4.82%), Amy A. (Wagner) Hooge 2013 Trust (4.82%) and the Tina M. (Wagner) Morrow Trust (4.82%), as well as 10.80% that is held as joint owners of common stock.