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(e)(1), 20, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248a(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.

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.C. Keith Carrig
Name of the Holding Company Director and Official
President and CEO
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.

Linda Reeves
SVP, Regulatory Reporting
Name

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.

Date of Signature
03/16/2020

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

RSMID ID
C.

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 § 211.23 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):
December 31, 2019

Month / Day / Year
549300466Q25XR0Y5MA8
Reporter's Legal Entity Identifier (LEI) (20 Character LEI Code)

Texas Capital Bancshares, Inc.
Legal Title of Holding Company

2000 McKinney Avenue, Suite 700
(Mailing Address of the Holding Company) Street / P.O. Box
Dallas TX 75201
City State Zip Code

N/A
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Linda Reeves
SVP, Regulatory Reporting
Name Title

214-932-6707
Area Code / Phone Number / Extension
214-932-6687
Area Code / Fax Number

linda.reeves@texascapitalbank.com
E-mail Address

www.texascapitalbank.com
Address (URL) for the Holding Company's web page

Public reporting burden for this information collection is estimated to vary from 1 to 10 hours per response, with an average of 5.50 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 (700-0297), Washington, DC 20003.

12/2019
FORM FR Y-6
Fiscal Year Ending December 31, 2019

Texas Capital Bancshares, Inc.
2000 McKinney Avenue, Suite 700
Dallas, TX 75201

Report Item:
1. Annual Report to Shareholders
   Texas Capital Bancshares, Inc. is registered with the SEC and filed the December 31, 2019 10-K on February 12, 2020.
   Additionally, on March 2, 2020 TCBI filed a Form 10-K/A in order to disclose information required by Items 10-14 of Part III,
   which was previously omitted from the 10-K filed on February 12, 2020.

2.a. Organizational Chart
    Included on page 3.

2.b. Domestic Branch Listing
    Included on page 4.

3. Securities Holders
   Current shareholders with ownership, control or holdings of 5% or more with the power
to vote as of fiscal year ending 12-31-19:

   (1)(a) Name & Address (City, State, Country) | (1)(b) Country of Citizenship or Incorporation | (1)(c) Number & Percentage of Each Class of Voting Securities
   The Vanguard Group and certain affiliates Malvern, PA | USA | 4,658,023 - 9.25% common stock
   BlackRock, Inc. and certain affiliates New York, NY | USA | 4,492,101 - 8.92% common stock
   Frontier Capital Management Co., LLC Boston, MA | USA | 2,658,017 - 5.28% common stock

   Shareholders not listed 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 12-31-19:

   (2)(a) Name & Address (City, State, Country) | (2)(b) Country of Citizenship or Incorporation | (2)(c) Number & Percentage of Each Class of Voting Securities
   None | N/A | N/A
Texas Capital Bancshares, Inc.
Organizational Chart
December 31, 2019

Texas Capital Bancshares, Inc.
Dallas, TX
Incorporated in Delaware
LEI: 549300466Q28RX0YM48

100% 100% Common Stock 100% Common Stock 100% Common Stock 100% Common Stock 100% Common Stock

Texas Capital Bank, National Association
Dallas, TX
Incorporated in Texas
LEI: 38PG5G00EQ6QMSKE59

Texas Capital Bancshares Statutory Trust I
Dallas, TX
Incorporated in Connecticut

Texas Capital Statutory Trust II
Dallas, TX
Incorporated in Delaware

Texas Capital Statutory Trust III
Dallas, TX
Incorporated in Delaware

Texas Capital Statutory Trust IV
Dallas, TX
Incorporated in Delaware

Texas Capital Statutory Trust V
Dallas, TX
Incorporated in Delaware

100% 97% 100% 100% 100%

Texas Capital Bank Wealth Management Services, Inc.
Dallas, TX
Incorporated in Texas

BankDirect Capital Finance, LLC
Dallas, TX
Incorporated in Delaware

TCB Banking Solutions, Inc.
Dallas, TX
Incorporated in Texas
(Inactive)

Texas Capital Community Development Corporation
Dallas, TX
Incorporated in Texas

TCB Public Funding, Inc.
Dallas, TX
Incorporated in Texas

100% 100%

Premium Finance Holdings, LLC
Dallas, TX
Incorporated in Texas

BankDirect Premium Funding, LLC
Lake Forest, IL
Incorporated in South Dakota

Budget Installment Corporation
Garden City, NY
Incorporated in New York

BDCF – Managing Member
BDCF – Managing Member
(B inactive)

25% 50% 50%

Capital Premium Finance, LLC
Bakon Rojas, LA
Incorporated in Idaho

Danali Finance Company, LLC
Dallas, TX
Incorporated in Massachusetts

Program Finance Company, Inc., LLC
Dallas, TX
Incorporated in Georgia

PHH – Non-managing Member
PHH – Non-managing Member
PHH – Non-managing Member

Note: In accordance with GAAP, Texas Capital Bancshares Statutory Trust I, Texas Capital Statutory Trust II, Texas Capital Statutory Trust III, Texas Capital Statutory Trust IV and Texas Capital Statutory Trust V are deconsolidated for regulatory reporting. In addition, the only entities with assigned LEI numbers are Texas Capital Bancshares, Inc. and Texas Capital Bank, N.A. For all other entities, the LEI number is not applicable.
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<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID</th>
<th>Branch Name/ID</th>
<th>Name</th>
<th>Address</th>
<th>City</th>
<th>State</th>
<th>Zip</th>
<th>County</th>
<th>County Group</th>
<th>TDC</th>
<th>UNINC/COM</th>
<th>Office Number</th>
<th>Head Office</th>
<th>Head Office ID</th>
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<td>Outright (Branch Only)</td>
<td>2513856</td>
<td>TEXAS CAPITAL BANK</td>
<td>10390 NAMA, SUITE 710</td>
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<td>TX</td>
<td>75239</td>
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<td>UNITED STATES</td>
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<td>N/A</td>
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<td>KELTON BRANCH</td>
<td>9848 N KELTON BOULEVARD, SUITE 110</td>
<td>KELTON</td>
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<td>75040</td>
<td>KELTON</td>
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<td>5125133</td>
<td>UNITED SERVICE BRANCH</td>
<td>22030 W 71ST STREET, SUITE 100</td>
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<td>75238</td>
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<td>TROYOVES DOWNS CENTER</td>
<td>1901 S 30th BOULEVARD, SUITE 150</td>
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<td>14300 POST COMING, SUITE 100</td>
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<td>LAKESIDE BANKING CENTER</td>
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<td>RICHARDSON</td>
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<td>Name &amp; Address (City, State, Country)</td>
<td>Principal Occupation (if other than with Bank Holding Co.)</td>
<td>Title &amp; Position with Bank Holding Company</td>
<td>Title &amp; Position with Other Businesses</td>
<td>% of Voting Shares in Bank Holding Company (1)</td>
<td>% Voting Shares in Subsidiaries</td>
<td>Names of Other Companies where 25% or More of Voting Securities are Held</td>
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<td>C. Keith Caroll</td>
<td>President &amp; CEO - Director</td>
<td>President &amp; CEO - Texas Capital Bank</td>
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<td>0.16%</td>
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<td>Julie L. Anderson</td>
<td>Chief Financial Officer</td>
<td>Chief Financial Officer - Texas Capital Bank</td>
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<td>Treasurer - Texas Capital Community</td>
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<td>Jonathan E. Baltiff</td>
<td>Retired business executive - Director</td>
<td>N/A</td>
<td>Retired President &amp; CEO - Britstow Group, Inc.</td>
<td>0.00%</td>
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<td>James H. Browning</td>
<td>Retired CPA - Director</td>
<td>N/A</td>
<td>Vice President - NAX Ventures, LLC</td>
<td>0.02%</td>
<td>(5)</td>
<td>NAX Ventures, LLC (100%) NAX Enterprises, LLC (100%)</td>
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<td>Chairman - Ripternet, Inc.</td>
<td></td>
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<td>Director - Hearn Holdings, Inc.</td>
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<td>Larry L. Helm</td>
<td>Business executive - Chairman</td>
<td>N/A</td>
<td>Senior Advisor - Accelerate Resources, LLC</td>
<td>0.04%</td>
<td>(6)</td>
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<td>David S. Huntley</td>
<td>Business executive - Director</td>
<td>N/A</td>
<td>Senior Executive Vice President &amp; COO - AT&amp;T, Inc.</td>
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<td>(7)</td>
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<td>Charles S. Hyle</td>
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<td>Retired Chief Risk Officer - KeyCorp</td>
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<tr>
<td>Elycia Hol Ratgusa</td>
<td>Business executive - Director</td>
<td>N/A</td>
<td>Principal - RCubitt, LLC</td>
<td>0.01%</td>
<td>(9)</td>
<td>NA None</td>
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<td>Austin, TX</td>
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<tr>
<td>Steven P. Rosenberg</td>
<td>Business executive - Director</td>
<td>N/A</td>
<td>President - SPP Ventures, Inc.</td>
<td>0.06%</td>
<td>(10)</td>
<td>NA None</td>
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<tr>
<td>Dallas, TX</td>
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<td>Director - Cinemark Holdings, Inc.</td>
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<tr>
<td>Name &amp; Address</td>
<td>Principal Occupation</td>
<td>Title &amp; Position</td>
<td>Title &amp; Position</td>
<td>% of Voting Shares in Bank Holding Company</td>
<td>% Voting Shares in Subs</td>
<td>Names of Other Companies where 25% or More of Voting Securities Are Held</td>
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<tr>
<td>Robert W. Stallings</td>
<td>Business executive</td>
<td>Director</td>
<td>N/A</td>
<td>Executive Chairman - Gainoco, Inc. Chairperson &amp; CEO - Stallings Capital Group, Inc.</td>
<td>0.02%</td>
<td>(11)</td>
<td>N/A</td>
<td>None</td>
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<tr>
<td>Dale W. Tremblay</td>
<td>Business executive</td>
<td>Director</td>
<td>N/A</td>
<td>President &amp; CEO - C.H. Guenther &amp; Son, LLC Director - C.H. Guenther &amp; Son, Inc. Director - Nature Sweet, Ltd.</td>
<td>0.01%</td>
<td>(12)</td>
<td>N/A</td>
<td>None</td>
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<tr>
<td>Ian J. Turpin</td>
<td>Investment manager</td>
<td>Director</td>
<td>N/A</td>
<td>President - LBJ Asset Management, GP, LLC President - LBJ Family Partnership, GP President - LBJ Family Wealth Advisors, Ltd. Director - LBJ Family Wealth Advisors, Ltd. Manager - Texas Broadcasting Co., LLC Manager - LBJHDC GP, LLC Manager - Santanna 2, LLC Manager - Windermore, LLC Advisory Board - Blue Sage Capital, LP (Fund 1)</td>
<td>0.04%</td>
<td>(13)</td>
<td>N/A</td>
<td>LBJ Asset Mgmt, GP, LLC (33.5%) TycoNet Partners GP, LLC (100%)</td>
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<tr>
<td>Patricia A. Watson</td>
<td>Business executive</td>
<td>Director</td>
<td>N/A</td>
<td>Senior Executive Vice President &amp; CFO - TSYS Director - Rockwell Automation, Inc.</td>
<td>0.01%</td>
<td>(14)</td>
<td>N/A</td>
<td>None</td>
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(1) Based upon 50,337,741 shares of voting common stock issued and outstanding as of December 31, 2019.
(2) Includes 78,625 shares held by Mr. Cargill.
(3) Includes 29,204 shares held by Ms. Anderson.
(4) Includes 1,456 shares held by Mr. Stallings, as well as 214 shares of restricted common stock as to which restrictions lapse on July 18, 2020, but for which he has voting power.
(5) Includes 9,390 shares held by Mr. Browning and 3,000 vested SARs.
(6) Includes 18,481 shares held by Mr. Halm and 3,000 vested SARs.
(7) Includes 845 shares held by Mr. Hurdley, as well as 334 shares of restricted common stock as to which restrictions lapse as to one half of the shares on each of January 23, 2020, and 2021, but for which he has voting power.
(8) Includes 3,915 shares held by Mr. Hyle.
(9) Includes 6,190 shares held by Ms. Ragusa.
(10) Includes 31,775 shares held by Mr. Rosenberg.
(11) Includes 6,390 shares held by Mr. Stallings.
(12) Includes 7,390 shares held by Mr. Tremblay.
(13) Includes 3,292 shares held by Mr. Turpin. Also includes 9,951 shares held by Johnson Management Trust, 9,321 shares held by The Nefi Trust and 1,904 shares held in the Rebekah Johnson Nugent 1976 Trust, each of which Mr. Turpin's spouse serves as the trustee. Also includes 1,500 vested SARs.
(14) Includes 3,942 shares held by Ms. Watson.