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. §§ 3016(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.

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.

Malcolm Holland
Name of the Holding Company Director and Officer
Chairman and CEO
Title of the Holding Company Director and Officer

I 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 251, that the Reporter and individual consent to public release of all details in the report concerning the individual.

Signature of Holding Company Director and Official

Date of Signature: 3/24/20

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 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

549300F3SMOML02SC814

Reporter's Legal Entity Identifier (LEI) (20-character LEI code)

Reporter's Name, Street, and Mailing Address

Veritex Holdings, Inc.

Legal Title of Holding Company

8214 Westchester Drive, Suite 800

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

Dallas, TX 75225

City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Kenneth Ndegwa

Controller

Name Title

972-349-6154

Area Code / Phone Number / Extension

Area Code / FAX Number

kndegwa@veritexbank.com

E-mail Address

VERITEXBANK.COM

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

Is confidential treatment requested for any portion of this report submission? No

☐ Yes 1

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

☐ Yes

☐ No

2. a letter justifying this request has been provided separately

☐ Yes

☐ No

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 5.56 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.

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.

<table>
<thead>
<tr>
<th>Legal Title of Subsidiary Holding Company</th>
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12/2012
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<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>
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<tr>
<td><strong>Report Item 3: Securities Holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2019</strong></td>
<td><strong>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</strong></td>
<td><strong>Number and Percentage of Each Class of Voting Securities</strong></td>
<td><strong>Name &amp; Address (City, State, Country of Citizenship or Incorporation)</strong></td>
<td><strong>RMB Capital Holdings, Inc.</strong></td>
<td><strong>3,164,655 - 13.0%</strong></td>
</tr>
<tr>
<td><strong>Blackrock, Inc.</strong></td>
<td><strong>New York, NY, USA</strong></td>
<td><strong>2,397,628 - 9.9%</strong></td>
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</tr>
<tr>
<td><strong>Blackrock, Inc.</strong></td>
<td><strong>New York, NY, USA</strong></td>
<td><strong>7,250,448 - 14.2% Common Stock</strong></td>
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</tr>
<tr>
<td><strong>FJ Capital Management LLC</strong></td>
<td><strong>McLean, VA, USA</strong></td>
<td><strong>2,788,447 - 5.5% Common Stock</strong></td>
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</tbody>
</table>

**Note Blackrock is a corporation and the person/people who control or have the power to vote the shares will be referred to as the entity "Blackrock."**
<table>
<thead>
<tr>
<th>Name &amp; Address (City, State Country)</th>
<th>Title Position with Subsidiaries (including business names)</th>
<th>Percentage of Voting Securities in Subsidiaries (including co-named if 2.5%)</th>
<th>Percentage of Voting Securities in Holding company (incorporating co-named if 2.5%)</th>
<th>Percentage of Voting Securities in any other co. (incorporating co-named if 2.5%)</th>
<th>Report Item: 2</th>
<th>(3)(a)</th>
<th>(3)(b)</th>
<th>(3)(c)</th>
<th>(4)(a)</th>
<th>(4)(b)</th>
<th>(4)(c)</th>
</tr>
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<tr>
<td>C. Malcolm Holland (Dallas, Texas, USA)</td>
<td>Director, Chairman &amp; CEO VeriTex Community Bank</td>
<td>A. 1.2%</td>
<td>Response provided in Confidential Volume</td>
<td>NA</td>
<td>NA</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>April B. Baze (Dallas, Texas, USA)</td>
<td>Director VeriTex Community Bank</td>
<td>B. 0.04%</td>
<td>Response provided in Confidential Volume</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>Blake Baze (Dallas, Texas, USA)</td>
<td>Director VeriTex Community Bank</td>
<td>C. 0.05%</td>
<td>Response provided in Confidential Volume</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>Gregory B. Morison (Dallas, Texas, USA)</td>
<td>Director VeriTex Community Bank</td>
<td>D. 0.03%</td>
<td>Response provided in Confidential Volume</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>John Slaughter (Dallas, Texas, USA)</td>
<td>Director VeriTex Community Bank</td>
<td>E. 0.03%</td>
<td>Response provided in Confidential Volume</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>Mark Gragg (Dallas, Texas, USA)</td>
<td>Director VeriTex Community Bank</td>
<td>F. 0.04%</td>
<td>Response provided in Confidential Volume</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>Mark Gragg (Dallas, Texas, USA)</td>
<td>Director VeriTex Community Bank</td>
<td>G. 0.02%</td>
<td>Response provided in Confidential Volume</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>Ned N. Fleming III (Dallas, Texas, USA)</td>
<td>Director VeriTex Community Bank</td>
<td>H. 0.01%</td>
<td>Response provided in Confidential Volume</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>Patrick M. O’Conner (Dallas, Texas, USA)</td>
<td>Director VeriTex Community Bank</td>
<td>I. 0.01%</td>
<td>Response provided in Confidential Volume</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>Terry Easly (Dallas, Texas, USA)</td>
<td>Director VeriTex Community Bank</td>
<td>J. 0.01%</td>
<td>Response provided in Confidential Volume</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>Tony Lee (Dallas, Texas, USA)</td>
<td>Director VeriTex Community Bank</td>
<td>K. 0.01%</td>
<td>Response provided in Confidential Volume</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>Quin Thomas Meaux (Dallas, Texas, USA)</td>
<td>Director VeriTex Community Bank</td>
<td>L. 0.01%</td>
<td>Response provided in Confidential Volume</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>Steven London (Houston, TX)</td>
<td>Director VeriTex Community Bank</td>
<td>M. 0.01%</td>
<td>Response provided in Confidential Volume</td>
<td>N/A</td>
<td>N/A</td>
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<tr>
<td>William Donald Ellis (New York, NY)</td>
<td>Director VeriTex Community Bank</td>
<td>N. 0.01%</td>
<td>Response provided in Confidential Volume</td>
<td>N/A</td>
<td>N/A</td>
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