

Board of Governors of the Federal Reserve System



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, 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.

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.

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.C. Burgess

Name of the Holding Company Director and Official

Chairman of the Board

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]

Signature of Holding Company Director and Official

9/21/21
 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):

December 31, 2020

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Herring Bancorp, Inc.

Legal Title of Holding Company

2201 Civic Circle, Suite 216

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

Amarillo	TX	79109
City	State	Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Brian Thorne	CFO
Name	Title

806-322-2763

Area Code / Phone Number / Extension

806-242-2715

Area Code / FAX Number

bthorne@herringbank.com

E-mail Address

N/A

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."

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.

<hr/> Legal Title of Subsidiary Holding Company <hr/> <hr/> (Mailing Address of the Subsidiary Holding Company) Street / P.O. Box <hr/> <hr/> City State Zip Code <hr/> <hr/> Physical Location (if different from mailing address) <hr/> <hr/>	<hr/> Legal Title of Subsidiary Holding Company <hr/> <hr/> (Mailing Address of the Subsidiary Holding Company) Street / P.O. Box <hr/> <hr/> City State Zip Code <hr/> <hr/> Physical Location (if different from mailing address) <hr/> <hr/>
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**HERRING BANCORP, INC.
AND SUBSIDIARIES**

**SEPARATE COMPANY FINANCIAL STATEMENTS
AND
INDEPENDENT ACCOUNTANT'S
COMPILATION REPORT**

December 31, 2020 and 2019



JOHNSON & SHELDON, PLLC
CERTIFIED PUBLIC ACCOUNTANTS

**HERRING BANCORP, INC. AND SUBSIDIARIES
SEPARATE COMPANY FINANCIAL STATEMENTS**

December 31, 2020 and 2019

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One Source Leasing Company, LP	OSL
Village Tower, Ltd	VT
Financial Payments, LP	FP
Herring Bank	HB
Herring Financial Services, Inc	HFS
Herring National Company, Inc (combined)	HNC





JOHNSON & SHELDON, PLLC

CERTIFIED PUBLIC ACCOUNTANTS

Board of Directors
Herring Bancorp, Inc. and Subsidiaries
Amarillo, Texas

Independent Accountant's Compilation Report

Management is responsible for the accompanying separate company financial statements of **Herring Bancorp, Inc. and Subsidiaries** (the Company), as listed below, which comprise the balance sheets as of December 31, 2020 and 2019 and the related statements of operations and comprehensive income*, changes in stockholders' equity*, and cash flows for the years then ended, in accordance with accounting principles generally accepted in the United States of America. We have performed compilation engagements in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the American Institute of Certified Public Accountants:

Herring Bancorp, Inc.*
One Source Leasing Company, LP
Village Tower, Ltd.
Financial Payments, LP
Herring Bank*
Herring Financial Services, Inc.
Herring National Company, Inc., which includes the following disregarded entities:
Herring National Company, Inc.
Herring National Company II, Inc.
Herring National Company Azle, Inc.
Herring National Company Seymour, Inc.
Herring National Company Wichita Falls, Inc.

* Management has elected to include the separate company statements of changes in stockholders' equity and comprehensive income.

We did not audit or review these separate company financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on these separate company financial statements.

Board of Directors
Herring Bancorp, Inc. and Subsidiaries
Page 2

Management has elected to omit substantially all the disclosures and the statements of changes in stockholders' equity* and the statements of comprehensive income* ordinarily included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America. If the omitted disclosures and statements* were included in the separate company financial statements, they might influence the user's conclusions about the Company's financial position, results of operations and cash flows. Accordingly, the financial statements are not designed for those who are not informed about such matters.

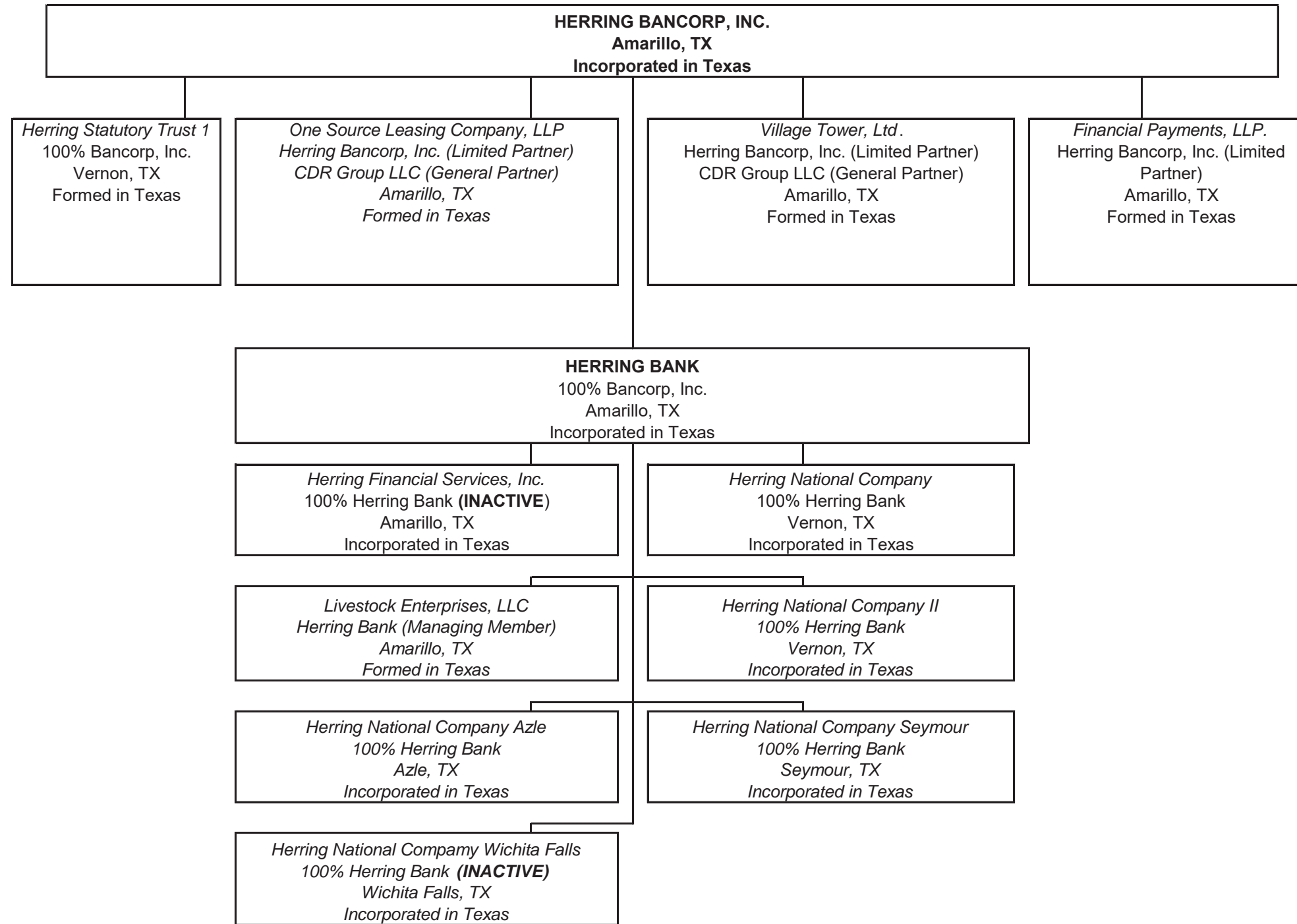
Johnson & Sheldon, PLLC

Johnson & Sheldon, PLLC
Amarillo, Texas

February 12, 2021



Corporate Structure



No LEI for any of the above entities is available



HERRING BANCORP, INC.



HERRING BANCORP, INC.

BALANCE SHEETS DECEMBER 31, 2020 AND 2019

	<u>2020</u>	<u>2019</u>
ASSETS		
Current Assets		
Cash	\$ 10,246	\$ 461,835
Receivable from subsidiaries	235,226	283,417
Interest receivable-Herring Statutory Trust	<u>3,573</u>	<u>3,065</u>
Total Current Assets	<u>249,045</u>	<u>748,317</u>
Equipment, net	<u>15,932</u>	<u>19,333</u>
Investments		
Investments in subsidiaries:		
Herring Bank	44,951,459	39,207,822
Herring Statutory Trust	310,000	310,000
Village Tower, Ltd.	1,935,124	3,809,270
One Source Leasing Company, LP.	142,899	528,664
Financial Payments, LP.	<u>591,313</u>	<u>391,933</u>
Total Investments	<u>47,930,795</u>	<u>44,247,689</u>
Other Assets		
Miscellaneous other assets	117,400	227,714
Accounts receivable	<u>22,968</u>	<u>32,828</u>
Total Other Assets	<u>140,368</u>	<u>260,542</u>
Total Assets	<u><u>\$ 48,336,140</u></u>	<u><u>\$ 45,275,881</u></u>

See accompanying independent accountant's compilation report



(Continued)

	<u>2020</u>	<u>2019</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities		
Accrued interest payable	\$ 138,948	\$ 114,711
Other liabilities	<u>246,113</u>	<u>92,399</u>
Total Current Liabilities	<u>385,061</u>	<u>207,110</u>
Long-Term Liabilities		
Debentures payable-Herring Statutory Trust	10,310,000	10,310,000
Debentures payable-Individual	<u>44,862</u>	<u>2,044,862</u>
Total Long-Term Liabilities	<u>10,354,862</u>	<u>12,354,862</u>
Total Liabilities	<u>10,739,923</u>	<u>12,561,972</u>
Stockholders' Equity		
Common stock, \$20 par value, 300,000 shares authorized, 40,251 shares issued and 37,235 shares outstanding	805,020	805,020
Paid-in capital	7,023,756	7,023,756
Retained earnings	34,755,956	31,556,866
Accumulated other comprehensive income (loss)	<u>(1,858,820)</u>	<u>(3,660,728)</u>
	40,725,912	35,724,914
Less treasury stock, at cost 3,169 and 3,034 shares	<u>(3,129,695)</u>	<u>(3,011,005)</u>
Total Stockholders' Equity	<u>37,596,217</u>	<u>32,713,909</u>
Total Liabilities and Stockholders' Equity	<u>\$ 48,336,140</u>	<u>\$ 45,275,881</u>

See accompanying independent accountant's compilation report



HERRING BANCORP, INC.

STATEMENTS OF OPERATIONS YEARS ENDED DECEMBER 31, 2020 AND 2019

	<u>2020</u>	<u>2019</u>
Income		
Undistributed current earnings (losses) of subsidiaries, net	\$ 1,859,065	\$ 57,277
Dividends in excess of subsidiary earnings	-	(5,730,861)
Cash dividends received and receivable from subsidiaries	4,612,392	8,194,565
	<u>6,471,457</u>	<u>2,520,981</u>
Other Income		
Interest income-Herring Statutory Trust	15,504	19,023
Management fees	742,075	-
	<u>757,579</u>	<u>19,023</u>
Total Income	<u>7,229,036</u>	<u>2,540,004</u>
Expenses		
Salary and employee benefits	1,588,005	1,605,541
Interest expense	522,963	742,845
Legal and professional fees	285,306	49,543
Chairman fee	100,000	100,000
Rent	76,435	54,444
Depreciation and amortization	22,055	30,390
Directors fees	66,250	59,600
Other expenses	48,875	33,049
Travel and entertainment	13,271	22,130
Automobile expense	7,078	6,891
	<u>2,730,238</u>	<u>2,704,433</u>
Total Expenses	<u>2,730,238</u>	<u>2,704,433</u>
Net Income (Loss)	<u>\$ 4,498,798</u>	<u>\$ (164,429)</u>

See accompanying independent accountant's compilation report



HERRING BANCORP, INC.

**STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2020 AND 2019**

	<u>2020</u>	<u>2019</u>
Net Income (Loss)	<u>\$ 4,498,798</u>	<u>\$ (164,429)</u>
Other comprehensive income (loss):		
Net change in unrealized gains (losses) on securities available for sale	830,169	1,615,750
Net change in minimum pension liability	971,739	310,497
Net change in interest rate swap valuation	<u>-</u>	<u>2,509</u>
Total Other Comprehensive Income (Loss):	<u>1,801,908</u>	<u>1,928,756</u>
Comprehensive Income (Loss)	<u><u>\$ 6,300,706</u></u>	<u><u>\$ 1,764,327</u></u>

See accompanying independent accountant's compilation report



HERRING BANCORP, INC.

STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
YEARS ENDED DECEMBER 31, 2020 AND 2019

	Common Stock	Additional Paid-In Capital	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Treasury Stock	Total
Balance at January 1, 2019	\$ 805,020	\$ 7,023,756	\$ 37,720,988	\$ (5,589,484)	\$ (2,991,161)	\$ 36,969,119
Comprehensive income:						
Net loss for 2019	-	-	(164,429)	-	-	(164,429)
Other Comprehensive Income (Loss)	-	-	-	1,928,756	-	1,928,756
Total comprehensive income						1,764,327
Purchase of 20 shares of treasury stock	-	-	-	-	(19,844)	(19,844)
Cash distributions on common stock	-	-	(5,999,693)	-	-	(5,999,693)
Balance at December 31, 2019	\$ 805,020	\$ 7,023,756	\$ 31,556,866	\$ (3,660,728)	\$ (3,011,005)	\$ 32,713,909
Comprehensive income:						
Net income for 2020	-	-	4,498,798	-	-	4,498,798
Other Comprehensive Income (Loss)	-	-	-	1,801,908	-	1,801,908
Total comprehensive income						6,300,706
Purchase of 135 shares of treasury stock	-	-	-	-	(118,690)	(118,690)
Cash distributions on common stock	-	-	(1,299,708)	-	-	(1,299,708)
Balance at December 31, 2020	\$ 805,020	\$ 7,023,756	\$ 34,755,956	\$ (1,858,820)	\$ (3,129,695)	\$ 37,596,217

See accompanying independent accountant's compilation report



HERRING BANCORP, INC.

**STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2020 AND 2019**

	2020	2019
Cash Flows from Operating Activities		
Net income (loss)	\$ 4,498,798	\$ (164,429)
Adjustments to reconcile net income (loss) to net cash provided by (used for) operating activities:		
Depreciation and amortization expense	22,055	27,819
Undistributed (earnings) losses of subsidiaries, net	(1,881,198)	5,747,077
(Increase) decrease in other assets	109,666	(88,667)
(Increase) decrease in restricted cash	-	(193,899)
(Increase) decrease in dividends receivable from subsidiary bank	48,191	166
(Increase) decrease in due to/from parent/subsidiary	-	533,352
Increase (decrease) in accrued interest payable	24,237	(50,868)
Increase (decrease) in other liabilities	153,714	(271,591)
Net cash provided by (used for) operating activities	2,975,463	5,538,960
Cash Flows from Investing Activities		
Purchases of equipment	(8,654)	-
Net cash used for investing activities	(8,654)	-
Cash Flows from Financing Activities		
Purchase of treasury stock	(118,690)	(19,844)
Repayment of debenture	(2,000,000)	-
Dividends paid to stockholders	(1,299,708)	(5,999,693)
Net cash used for financing activities	(3,418,398)	(6,019,537)
Net Change in Cash	(451,589)	(480,577)
Cash and Equivalents, Beginning of Year	461,835	942,412
Cash and Equivalents, End of Year	\$ 10,246	\$ 461,835
Supplemental Disclosures of Cash Flow Information		
Interest paid	\$ 498,726	\$ 631,549

See accompanying independent accountant's compilation report



ONE SOURCE LEASING
COMPANY, LP



ONE SOURCE LEASING COMPANY, LP

**BALANCE SHEETS
DECEMBER 31, 2020 AND 2019**

	<u>2020</u>	<u>2019</u>
ASSETS		
Current Assets		
Cash	\$ 2,665	\$ 378,976
Prepaid expenses	2,222	-
Receivables from customers	112,447	112,447
Total Current Assets	<u>117,334</u>	<u>491,423</u>
Non-Current Assets		
Vehicle, net	<u>27,363</u>	<u>42,947</u>
Total Assets	<u>\$ 144,697</u>	<u>\$ 534,370</u>
LIABILITIES AND PARTNERS' EQUITY		
Current Liabilities		
Accrued Expenses	<u>\$ 315</u>	<u>\$ 367</u>
Total Liabilities	<u>315</u>	<u>367</u>
Partners' Equity		
CDR Group	1,444	5,340
Herring Bancorp, Inc.	142,938	528,663
Total Partners' Equity	<u>144,382</u>	<u>534,003</u>
Total Liabilities and Partners' Equity	<u>\$ 144,697</u>	<u>\$ 534,370</u>

See accompanying independent accountant's compilation report



ONE SOURCE LEASING COMPANY, LP

**STATEMENTS OF OPERATIONS
YEARS ENDED DECEMBER 31, 2020 AND 2019**

	<u>2020</u>	<u>2019</u>
Revenues		
Interest Income	\$ 28,984	\$ 22,389
Total Revenues	<u>28,984</u>	<u>22,389</u>
Other Operating Expenses		
Depreciation expense	15,585	10,293
Other expenses	3,061	1,376
Total Operating Expenses	<u>18,646</u>	<u>11,669</u>
Net Income	<u>\$ 10,338</u>	<u>\$ 10,720</u>

See accompanying independent accountant's compilation report



ONE SOURCE LEASING COMPANY, LP

**STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2020 AND 2019**

	<u>2020</u>	<u>2019</u>
Cash Flows from Operating Activities		
Net income	\$ 10,338	\$ 10,720
Adjustments to reconcile net income (loss) to net cash provided by (used for) operating activities:		
Depreciation	15,585	10,293
(Increase) decrease in prepaid expense	(2,222)	-
(Increase) decrease in receivable from customer	-	(93,899)
Increase (decrease) in other liabilities	(52)	-
	<u>23,649</u>	<u>(72,886)</u>
Cash Flows from Financing Activities		
Dividends paid to partners	<u>(399,960)</u>	-
Net cash provided by (used for) financing activities	<u>(399,960)</u>	-
Net Change in Cash	(376,311)	(72,886)
Cash, Beginning of Year	<u>378,976</u>	<u>451,862</u>
Cash, End of Year	<u>\$ 2,665</u>	<u>\$ 378,976</u>

See accompanying independent accountant's compilation report



VILLAGE TOWER, LTD.



VILLAGE TOWER, LTD.

**BALANCE SHEETS
DECEMBER 31, 2020 AND 2019**

	2020	2019
ASSETS		
Current Assets		
Cash	\$ -	\$ 1,839,545
Prepaid expenses	26,999	41,490
Accounts receivable	219,998	81,598
Total Current Assets	246,997	1,962,633
Property and Equipment		
Land	176,232	176,232
Building	1,593,158	1,593,158
Building improvements	1,691,136	1,695,481
Equipment	392,577	388,350
Automobiles	15,950	15,950
Furniture and fixtures	36,503	36,503
Less: accumulated depreciation	(2,133,354)	(1,995,972)
Total Property and Equipment, net	1,772,202	1,909,702
Total Assets	\$ 2,019,199	\$ 3,872,335

LIABILITIES AND PARTNERS' EQUITY

Current Liabilities		
Bank overdraft	\$ 48,547	\$ -
Accrued expenses	22,572	31,375
Total Current Liabilities	71,119	31,375
Partners' Equity		
CDR Group	12,762	38,410
Herring Bancorp, Inc.	1,935,318	3,802,550
Total Partners' Equity	1,948,080	3,840,960
Total Liabilities and Partners' Equity	\$ 2,019,199	\$ 3,872,335



VILLAGE TOWER, LTD.

**STATEMENTS OF OPERATIONS
YEARS ENDED DECEMBER 31, 2020 AND 2019**

	<u>2020</u>	<u>2019</u>
Operating Income		
Lease income	\$ 1,094,310	\$ 1,141,280
Miscellaneous income	4,002	7,307
Total Operating Income	<u>1,098,312</u>	<u>1,148,587</u>
Operating Expenses		
Maintenance and repairs	231,978	134,563
Janitorial services	191,987	100,312
Utilities	191,678	145,480
Depreciation	137,500	136,702
Property taxes	117,505	117,600
Insurance	51,611	35,546
Salaries and employee benefits	44,702	67,219
Management fees - related party	34,376	22,628
Other expenses	70,903	176,492
Supplies	1,148	3,564
Automobile expenses	-	2,015
Total Operating Expenses	<u>1,073,388</u>	<u>942,121</u>
Net Income	<u>\$ 24,924</u>	<u>\$ 206,466</u>

See accompanying independent accountant's compilation report



VILLAGE TOWER, LTD.

STATEMENTS OF CASH FLOWS YEARS ENDED DECEMBER 31, 2020 AND 2019

	<u>2020</u>	<u>2019</u>
Cash Flows from Operating Activities		
Net income	\$ 24,924	\$ 206,466
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	137,500	136,583
(Increase) decrease in accounts receivable	(138,399)	(70,350)
(Increase) decrease in prepaid expenses	14,491	(18,676)
Increase (decrease) in accrued expenses	(8,804)	21,663
	<u>29,712</u>	<u>275,686</u>
Net cash provided by operating activities		
Cash Flows from Investing Activities		
Purchases of equipment	<u>-</u>	<u>(82,482)</u>
Net cash used for investing activities	<u>-</u>	<u>(82,482)</u>
Cash Flows from Financing Activities		
Increase (decrease) in bank overdraft	48,547	-
Distributions paid to partners	<u>(1,957,379)</u>	<u>-</u>
Net cash used for financing activities	<u>(1,908,832)</u>	<u>-</u>
Net Change in Cash	(1,879,120)	193,204
Cash, Beginning of Year	<u>1,839,545</u>	<u>1,646,341</u>
Cash, End of Year	<u>\$ (39,575)</u>	<u>\$ 1,839,545</u>

See accompanying independent accountant's compilation report



FINANCIAL PAYMENTS, LP



FINANCIAL PAYMENTS, LP

BALANCE SHEETS DECEMBER 31, 2020 AND 2019

	2020	2019
ASSETS		
Current Assets		
Cash	\$ 44,848	\$ 26,852
Settlement pending from Herring Bank	-	89,020
Accounts receivable	432	3,124
Prepaid expense	14,536	-
Total Current Assets	59,816	118,996
Premises and equipment, net	16,832	25,531
Other Assets		
Software, net	823,165	590,087
Total Assets	\$ 899,813	\$ 734,614
LIABILITIES AND PARTNERS' EQUITY		
Current Liabilities		
Accounts payable	\$ 92,889	\$ 74,713
Total Liabilities	92,889	74,713
Other Liabilities		
Payable to Herring Bancorp	240,225	283,416
Partners' Equity		
Herring Bancorp, Inc.	591,312	403,000
Financial Payments, LLC.	(24,613)	(26,515)
Total Partners' Equity	566,699	376,485
Total Liabilities and Partners' Equity	\$ 899,813	\$ 734,614

See accompanying independent accountant's compilation report



FINANCIAL PAYMENTS, LP

STATEMENTS OF OPERATIONS YEARS ENDED DECEMBER 31, 2020 AND 2019

	<u>2020</u>	<u>2019</u>
Operating Income		
Processing fees	\$ 1,411,177	\$ 805,502
Other income	32,045	-
Total Operating Income	<u>1,443,222</u>	<u>805,502</u>
Operating Expenses		
Contract labor	471,890	324,662
Salaries and employee benefits	324,221	339,808
Management fees	174,224	-
Amortization and depreciation	165,597	235,037
Miscellaneous expenses	84,990	22,154
Rent	16,329	13,817
Professional fees	11,380	16,161
Supplies	2,659	8,590
Utilities	984	1,186
Business development	734	43,938
Total Operating Expenses	<u>1,253,008</u>	<u>1,005,353</u>
Net Income (Loss)	<u>\$ 190,214</u>	<u>\$ (199,851)</u>

See accompanying independent accountant's compilation report



FINANCIAL PAYMENTS, LP

STATEMENTS OF CASH FLOWS YEARS ENDED DECEMBER 31, 2020 AND 2019

	2020	2019
Cash Flows from Operating Activities		
Net Income (Loss)	\$ 190,214	\$ (199,851)
Adjustments to reconcile net income (loss) to net cash provided by operating activities:		
Amortization and depreciation	165,597	223,597
Bank overdraft	-	(10,035)
(Increase) decrease in prepaid expense	(11,844)	2,199
Increase (decrease) in accrued expenses	89,020	(66,494)
(Increase) decrease in accounts payable	18,176	41,075
Increase (decrease) in payable to Herring Bancorp	(43,191)	195,806
Net cash provided by operating activities	407,972	186,297
Cash Flows from Investing Activities		
Capitalization of internally developed software costs	151,893	(203,355)
Purchases of equipment and software	(541,869)	43,910
Net cash used for investing activities	(389,976)	(159,445)
Net Change in Cash	17,996	26,852
Cash, Beginning of Year	26,852	-
Cash, End of Year	\$ 44,848	\$ 26,852

See accompanying independent accountant's compilation report



HERRING BANK



HERRING BANK
BALANCE SHEETS
DECEMBER 31, 2020 AND 2019

	2020	2019
ASSETS		
Cash and due from banks	\$ 27,879,724	\$ 21,835,886
Interest bearing and time deposit accounts in other banks	19,096,981	41,228,557
Securities available for sale	36,197,840	47,117,364
Other investments	1,172,222	1,172,222
Mortgage loans held for sale	3,251,977	1,251,790
Loans, net of unearned discounts and allowance for loan losses of \$4,020,197 and \$3,184,799	384,221,684	311,749,557
Premises and equipment, net	7,349,015	7,763,744
Accrued interest receivable on loans and investments	3,404,448	1,665,945
Other real estate owned	1,152,284	1,249,218
Prepaid expenses and assessments	6,682,972	3,984,948
Equity in net assets of subsidiaries	3,036,590	2,991,018
Other assets	2,843,061	2,459,582
	\$ 496,288,798	\$ 444,469,831
LIABILITIES AND STOCKHOLDERS' EQUITY		
Deposits:		
Demand-noninterest bearing	\$ 180,941,975	\$ 120,710,245
Demand-interest bearing	151,912,892	153,589,972
Savings	38,122,880	30,946,180
Time certificates of deposit	79,919,711	98,281,859
Total Deposits	450,897,458	403,528,256
Accrued interest payable	105,232	274,971
Other liabilities	334,647	1,446,471
	451,337,337	405,249,698
Stockholders' Equity		
Common stock	1,000,000	1,000,000
Paid-in capital	40,000,000	40,000,000
Retained earnings	5,810,281	1,880,861
Accumulated other comprehensive income (loss)	(1,858,820)	(3,660,728)
Total Stockholders' Equity	44,951,461	39,220,133
	\$ 496,288,798	\$ 444,469,831

See accompanying independent accountant's compilation report



HERRING BANK

STATEMENTS OF OPERATIONS YEARS ENDED DECEMBER 31, 2020 AND 2019

	<u>2020</u>	<u>2019</u>
Interest Income		
Interest and fees on loans	\$ 21,154,192	\$ 18,512,184
Interest on investment securities:		
U.S. Government agency obligations	161,703	386,114
Municipal obligations	16,863	7,795
Mortgage-backed securities	551,704	729,616
Other investment income	81,387	78,138
Interest on deposits in other banks	160,890	520,127
Total Interest Income	<u>22,126,739</u>	<u>20,233,974</u>
Interest Expense		
Interest on deposit accounts	2,143,822	3,315,189
Other borrowings	-	93,148
Total Interest Expense	<u>2,143,822</u>	<u>3,408,337</u>
Net Interest Income	19,982,917	16,825,637
Provision for Loan Losses	<u>723,253</u>	<u>260,983</u>
Net Interest Income after Provision for Loan Losses	<u>19,259,664</u>	<u>16,564,654</u>
Other Income		
Service charges, commissions and fees	3,964,253	2,308,658
Income from fiduciary activities	1,206,824	1,660,515
Gain on sale of mortgage loans	1,896,927	1,211,404
Fee interchange income	1,693,085	1,733,181
Other income	2,140,192	633,398
Equity in earnings (losses) of subsidiaries	57,744	4,539
Total Other Income	<u>10,959,025</u>	<u>7,551,695</u>
Other Expenses		
Salaries and employee benefits	13,065,958	11,808,581
Occupancy expense	1,835,610	1,787,898
Stationery, supplies and printing	511,784	239,639
Advertising and promotion	141,304	222,646
Other expenses	8,443,909	7,592,783
Total Other Expenses	<u>23,998,565</u>	<u>21,651,547</u>
Net Income	<u>\$ 6,220,124</u>	<u>\$ 2,464,802</u>

See accompanying independent accountant's compilation report



HERRING BANK

STATEMENTS OF COMPREHENSIVE INCOME YEARS ENDED DECEMBER 31, 2020 AND 2019

	<u>2020</u>	<u>2019</u>
Net Income	\$ 6,220,124	\$ 2,464,802
Other comprehensive income:		
Net change in unrealized gains on securities available for sale	830,169	1,714,560
Reclassification adjustment for net gains (losses) included in net income	-	(98,810)
Net change in minimum pension liability	<u>971,739</u>	<u>310,497</u>
Total Other Comprehensive Income	<u>1,801,908</u>	<u>1,926,247</u>
Comprehensive Income	<u>\$ 8,022,032</u>	<u>\$ 4,391,049</u>



HERRING BANK

**STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
YEARS ENDED DECEMBER 31, 2020 AND 2019**

	<u>Common Stock</u>	<u>Additional Paid-In Capital</u>	<u>Retained Earnings</u>	<u>Accumulated Other Comprehensive Income (Loss)</u>	<u>Total</u>
Balance at January 1, 2019	\$ 1,000,000	\$ 40,000,000	\$ 7,610,631	\$ (5,586,975)	\$ 43,023,656
Comprehensive income:					
Net income for 2019	-	-	2,464,802	-	2,464,802
Other comprehensive income (loss)	-	-	-	1,926,247	1,926,247
Total comprehensive income					<u>4,391,049</u>
Cash distributions on common stock	-	-	(8,194,572)	-	(8,194,572)
Balance at December 31, 2019	<u>\$ 1,000,000</u>	<u>\$ 40,000,000</u>	<u>\$ 1,880,861</u>	<u>\$ (3,660,728)</u>	<u>\$ 39,220,133</u>
Comprehensive income:					
Net income for 2020	-	-	6,220,124	-	6,220,124
Other comprehensive income (loss)	-	-	-	1,801,908	1,801,908
Total comprehensive income					<u>8,022,032</u>
Cash distributions on common stock	-	-	(2,290,704)	-	(2,290,704)
Balance at December 31, 2020	<u>\$ 1,000,000</u>	<u>\$ 40,000,000</u>	<u>\$ 5,810,281</u>	<u>\$ (1,858,820)</u>	<u>\$ 44,951,461</u>

See accompanying independent accountant's compilation report



HERRING BANK

STATEMENTS OF CASH FLOWS YEARS ENDED DECEMBER 31, 2018 AND 2017

	2020	2019
Cash Flows from Operating Activities		
Net income	\$ 6,220,124	\$ 2,464,802
Adjustments to reconcile net income to net cash provided by operating activities:		
Provision for loan losses	723,253	260,983
Depreciation and amortization	689,478	718,304
Net losses (gains) on sales of loans, securities and other assets	(1,896,927)	(1,211,404)
Net losses (gains) on other real estate and other foreclosures	114,535	114,506
Non-cash losses (recoveries) on banking operations	(205,163)	288,643
Net amortization (accretion) on investment securities	194,881	152,772
(Increase) decrease in accrued interest receivable	(1,738,503)	123,243
(Increase) decrease in prepaid expenses	(1,726,285)	(820,728)
(Increase) decrease in other assets	(402,176)	177,780
Increase (decrease) in accrued interest payable	(169,739)	143,685
Increase (decrease) in dividends payable	-	-
Increase (decrease) in other liabilities	(1,111,824)	505,075
Undistributed (earnings) losses of subsidiaries, net	(45,572)	(4,396)
Net cash provided by (used for) operating activities	646,082	2,913,265
Cash Flows from Investing Activities		
Proceeds from maturities and pay-downs on securities available for sale	15,577,996	92,365,732
Purchases of securities available for sale	(3,975,961)	(82,089,818)
Net change in loans to customers	(73,352,765)	(6,940,026)
Proceeds from disposal of assets and other real estate owned	-	142,737
Purchases of premises and equipment	(266,752)	(617,120)
Net cash provided by (used for) investing activities	(62,017,482)	2,861,505
Cash Flows from Financing Activities		
Net change in deposits	47,574,365	51,440,273
Note repayment to FHLB	-	(15,000,000)
Dividends paid to shareholders	(2,290,704)	(8,194,572)
Net cash provided by (used for) financing activities	45,283,661	28,245,701
Net Change in Cash, Due From Banks and Interest Bearing Deposit Accounts	(16,087,739)	34,020,471
Cash, Due From Banks and Interest Bearing Deposit Accounts, Beginning of Year	63,064,443	29,043,972
Cash, Due From Banks and Interest Bearing Deposit Accounts, End of Year	\$ 46,976,704	\$ 63,064,443
Supplemental Disclosures of Cash Flow Information		
Interest paid	\$ 2,313,561	\$ 3,264,652
Other real estate owned, acquired through foreclosure	\$ -	\$ -

See accompanying independent accountants' compilation report



HERRING FINANCIAL
SERVICES, INC.



HERRING FINANCIAL SERVICES, INC.

**BALANCE SHEETS
DECEMBER 31, 2020 AND 2019**

	<u>2020</u>	<u>2019</u>
ASSETS		
Current Assets		
Cash	\$ 2,206,409	\$ 2,171,183
Total Current Assets	<u>2,206,409</u>	<u>2,171,183</u>
Total Assets	<u>\$ 2,206,409</u>	<u>\$ 2,171,183</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Stockholders' Equity		
Common stock	301,000	301,000
Paid-in capital	1,130,036	1,130,036
Retained earnings	775,373	740,147
Total Stockholders' Equity	<u>2,206,409</u>	<u>2,171,183</u>
Total Liabilities and Stockholders' Equity	<u>\$ 2,206,409</u>	<u>\$ 2,171,183</u>

See accompanying independent accountant's compilation report



HERRING FINANCIAL SERVICES, INC.

**STATEMENTS OF OPERATIONS
YEARS ENDED DECEMBER 31, 2020 AND 2019**

	<u>2020</u>	<u>2019</u>
Income		
Interest income	\$ -	\$ -
Total Income	<u>-</u>	<u>-</u>
Operating Expenses (Income)		
Recovery of prior charge off	<u>(35,226)</u>	<u>-</u>
Total Operating Expenses (Income)	<u>(35,226)</u>	<u>-</u>
Net Income	<u>\$ 35,226</u>	<u>\$ -</u>

See accompanying independent accountant's compilation report



HERRING FINANCIAL SERVICES, INC.

**STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2020 AND 2019**

	<u>2020</u>	<u>2019</u>
Cash Flows from Operating Activities		
Net income	\$ 35,226	\$ -
Net cash provided by operating activities	<u>35,226</u>	<u>-</u>
Net Change in Cash	35,226	-
Cash, Beginning of Year	<u>2,171,183</u>	<u>2,171,183</u>
Cash, End of Year	<u>\$ 2,206,409</u>	<u>\$ 2,171,183</u>

See accompanying independent accountant's compilation report



HERRING NATIONAL
COMPANY, INC.



HERRING NATIONAL COMPANY, INC.

COMBINED BALANCE SHEETS DECEMBER 31, 2020 AND 2019

	<u>2020</u>	<u>2019</u>
ASSETS		
Current Assets		
Cash	\$ 474,514	\$ 453,298
Total Current Assets	<u>474,514</u>	<u>453,298</u>
Property and Equipment, net	<u>355,667</u>	<u>366,679</u>
Total Assets	<u><u>\$ 830,181</u></u>	<u><u>\$ 819,977</u></u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Stockholders' Equity		
Common stock	\$ 125,000	\$ 125,000
Paid-in capital	356,694	403,877
Retained earnings	348,487	291,100
Total Stockholders' Equity	<u>830,181</u>	<u>819,977</u>
Total Liabilities and Stockholders' Equity	<u><u>\$ 830,181</u></u>	<u><u>\$ 819,977</u></u>

See accompanying independent accountant's compilation report



HERRING NATIONAL COMPANY, INC.

**COMBINED STATEMENTS OF OPERATIONS
YEARS ENDED DECEMBER 31, 2020 AND 2019**

	<u>2020</u>	<u>2019</u>
Operating Income		
Lease income	\$ 52,391	\$ 52,941
Total Operating Income	<u>52,391</u>	<u>52,941</u>
Operating Expenses		
Repairs and maintenance	31,175	31,547
Depreciation	<u>11,011</u>	<u>16,855</u>
Total Operating Expenses	<u>42,186</u>	<u>48,402</u>
Net Income (loss)	<u>\$ 10,205</u>	<u>\$ 4,539</u>

See accompanying independent accountant's compilation report



HERRING NATIONAL COMPANY, INC.

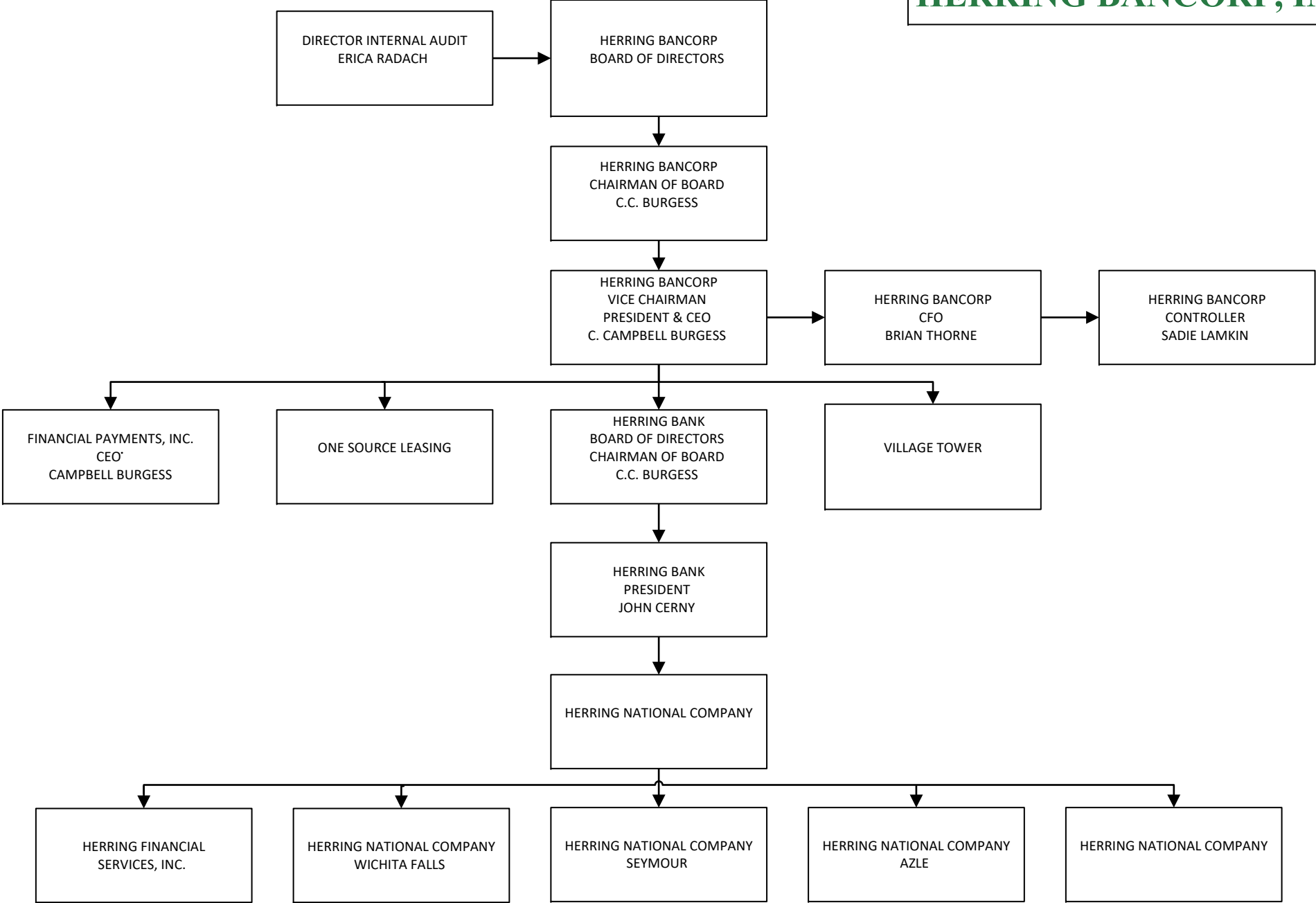
**STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2020 AND 2019**

	<u>2020</u>	<u>2019</u>
Cash Flows from Operating Activities		
Net Income (loss)	\$ 10,205	\$ 4,539
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	<u>11,011</u>	<u>16,855</u>
Net cash provided by operating activities	<u>21,216</u>	<u>21,394</u>
Net Change in Cash	21,216	21,394
Cash, Beginning of Year	<u>453,298</u>	<u>431,904</u>
Cash, End of Year	<u>\$ 474,514</u>	<u>\$ 453,298</u>

See accompanying independent accountant's compilation report

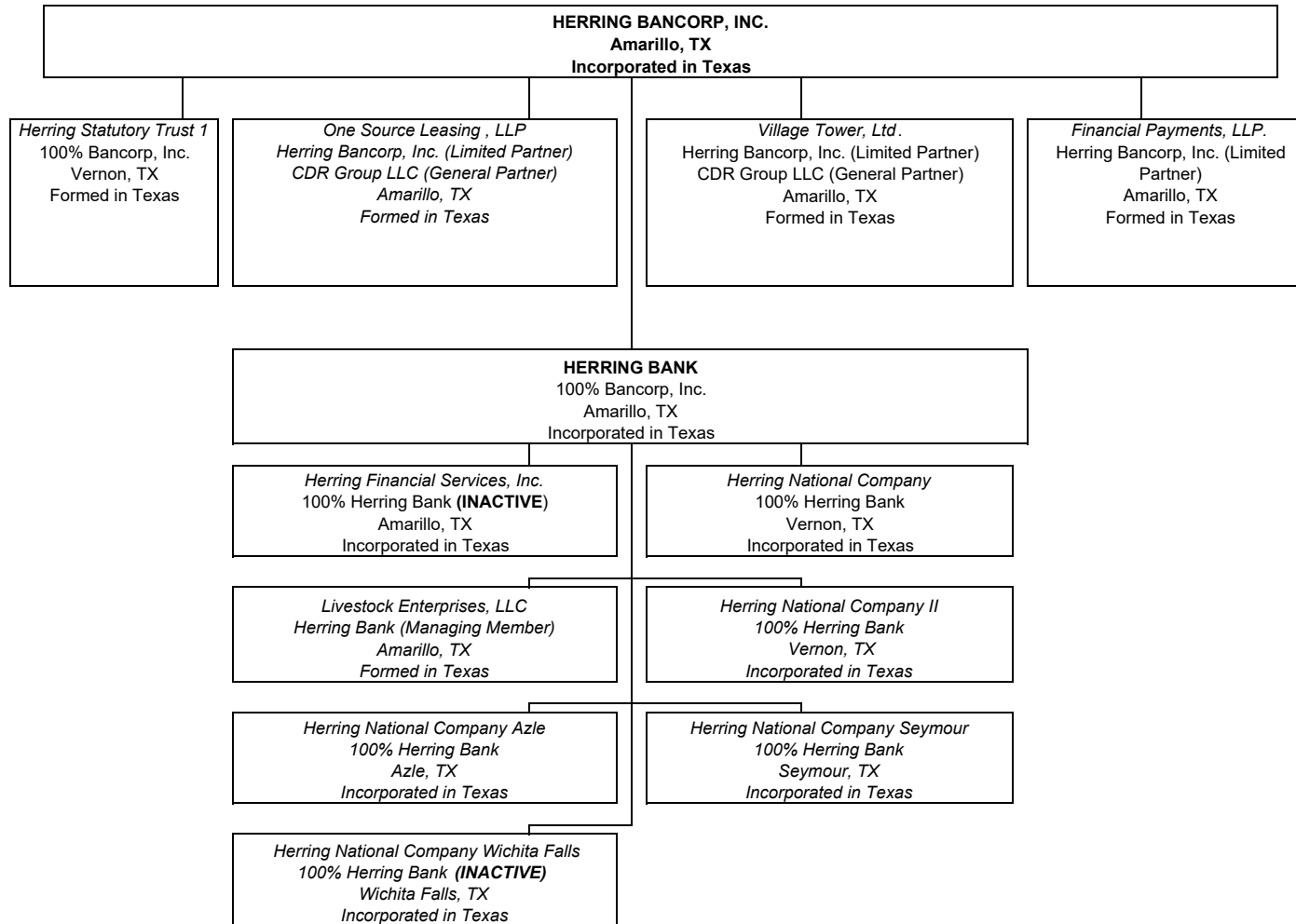


HERRING BANCORP, INC.



Corporate Structure

December 31, 2020



No LEI for any of the above entities is available

Results: A list of branches for your depository institution: **HERRING BANK (ID_RSSD: 610164)**.
 This depository institution is held by **HERRING BANCORP, INC. (1109496) of AMARILLO, TX**.
 The data are as of **12/31/2020**. Data reflects information that was received and processed through **07/06/2021**.

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 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 UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	610164	HERRING BANK	2201 CIVIC CIRCLE	AMARILLO	TX	79109	POTTER	UNITED STATES	Not Required	Not Required	HERRING BANK	610164	
OK		Full Service	3921245	COLORADO SPRINGS BRANCH	3110 NORTH NEVADA AVENUE	COLORADO SPRINGS	CO	80907	EL PASO	UNITED STATES	Not Required	Not Required	HERRING BANK	610164	
OK		Full Service	3958027	ALTUS BRANCH	721 NORTH MAIN STREET	ALTUS	OK	73521	JACKSON	UNITED STATES	Not Required	Not Required	HERRING BANK	610164	
OK		Full Service	3324819	ALTUS WAL-MART BRANCH	2500-2516 NORTH MAIN STREET	ALTUS	OK	73521	JACKSON	UNITED STATES	Not Required	Not Required	HERRING BANK	610164	
OK		Full Service	2995669	DOWNTOWN BRANCH	400 SOUTH PIERCE STREET	AMARILLO	TX	79101	POTTER	UNITED STATES	Not Required	Not Required	HERRING BANK	610164	
OK		Full Service	2995650	UNITED BRANCH	5807 S W 45TH STREET	AMARILLO	TX	79109	RANDALL	UNITED STATES	Not Required	Not Required	HERRING BANK	610164	
OK		Full Service	3918759	AZLE BRANCH	108 INDUSTRIAL AVENUE	AZLE	TX	76020	PARKER	UNITED STATES	Not Required	Not Required	HERRING BANK	610164	
OK		Full Service	857857	CLARENDON BRANCH	123 S. KEARNEY	CLARENDON	TX	79226	DONLEY	UNITED STATES	Not Required	Not Required	HERRING BANK	610164	
OK		Full Service	4091761	GRAND PRAIRIE BRANCH	2317 SOUTH BELT LINE ROAD	GRAND PRAIRIE	TX	75051	DALLAS	UNITED STATES	Not Required	Not Required	HERRING BANK	610164	
OK		Full Service	3907025	SEYMOUR BRANCH	323 NORTH MAIN STREET	SEYMOUR	TX	76380	BAYLOR	UNITED STATES	Not Required	Not Required	HERRING BANK	610164	
OK		Full Service	3349157	DOWNTOWN BRANCH	1900 PEASE ST	VERNON	TX	76384	WILBARGER	UNITED STATES	Not Required	Not Required	HERRING BANK	610164	
OK		Limited Service	3543375	MOBILE BRANCH	1900 PEASE STREET	VERNON	TX	76384	WILBARGER	UNITED STATES	Not Required	Not Required	HERRING BANK	610164	
OK		Full Service	2014113	Y-BRANCH	4102 WILBARGER	VERNON	TX	76384	WILBARGER	UNITED STATES	Not Required	Not Required	HERRING BANK	610164	

Form FR Y-6
Herring Bancorp, Inc.
Fiscal Year Ending December 31, 2020

Report Item 3 ; Securities holders
(1)(a)(b)(c) and (2)(a)(b)(c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2020				Shareholders 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 12-31-2020			
1 (a)	1 (b)	1 (c)		2 (a)	2(b)	2(c)	
Name & Address	Country of Citizenship or Incorporation	# of voting shares	% of Voting Shares	Name & Address	Country of Citizenship or Incorporation	# of voting shares	% of Voting Shares
C.C. Burgess - Individually Amarillo, TX	USA	6,522	18.93%	N/A			
TOTAL C.C. Burgess		6,522	18.93%				
Campbell Burgess - Individually	USA	173	0.50%				
Burgess Trust No. 2 Trustee: Co-Trustees C.C. Burgess, C. Campbell Burgess, Carson Herring Burgess and Charlotte Burgess Griffiths Amarillo, TX Voted by majority consensus of Co-Trustees	USA	6,584	19.11%				
TOTAL C. Campbell Burgess		6,757	19.61%				
Cornelia Johnson Slemp Trust Amarillo, TX Trustee: Co-Trustees C.C. Burgess, C. Campbell Burgess, Carson Herring Burgess, Charlotte Burgess Griffiths and C.C. Burgess, Jr. Voted by majority consensus of the Co-Trustees	USA	2,960	8.59%				
TOTAL Cornelia Johnson Slemp Trust		2,960	8.59%				
Carson H. Burgess - Individually	USA	140	0.41%				
Burgess Trust No. 3 Trustee: Co-Trustees C.C. Burgess, C. Campbell Burgess, Carson Herring Burgess and Charlotte Burgess Griffiths Amarillo, TX Voted by majority consensus of Co-Trustees	USA	3,977	11.54%				
TOTAL Carson Burgess		4,117	11.95%				
Charlotte Griffiths - Individually	USA	123	0.36%				
Burgess Trust No. 4 Trustee: Co-Trustees C.C. Burgess, C. Campbell Burgess, Carson Herring Burgess and Charlotte Burgess Griffiths Amarillo, TX Voted by majority consensus of Co-Trustees	USA	4,166	12.09%				
TOTAL Charlotte Griffiths		4,289	12.45%				
Louise Johnson Thomas Trust Amarillo, TX Trustee: Co-Trustees C.C. Burgess, C. Campbell Burgess, Carson Herring Burgess, Charlotte Burgess Griffiths and C.C. Burgess, Jr. Voted by majority consensus of the Co-Trustees	USA	3,160	9.17%				
TOTAL Luois Johnson Thomas Trust		3,160	9.17%				
The Kelly & Susan Couch Living Trust Trustee- Susan Couch Vernon, TX		2,840	8.24%				
TOTAL Susan Couch		2,840	8.24%				

Voting shares outstanding	34,451
Non-voting shares outstanding	2,626
Total shares outstanding	37,077
Voting shares outstanding + Outstanding Voting Stock Options	34,451

Form FR Y-6
Herring Bancorp, Inc.
Fiscal Year Ending December 31, 2020

Report Item 4: Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & Address	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries	Title & Position with Other Businesses	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries	List names of other companies
Campbell Burgess Amarillo, TX	N/A	Director, President, CEO, Vice Chairman	Director- Herring Bank Manager- FCCTX Management, LLC Manager- FCCTX, LLC Manager- FCCTX, LLC APB Series Manager- FCCAI Management, LLC Manager- FCCAI, LLC Manager- B&C Operating, LLC Director- Canadian River Furnishings Owner/Director- Jessie Herring Johnson, LLC	Burgess Trust #2- Trustee Burgess Trust #3- Co-Trustee Burgess Trust #4- Co-Trustee CDR Source, Inc.- Co Trustee Cornelia Johnson Slempt Trust- Co-Trustee Estate of Jane S Burgess- Co-Trustee	19.61%	N/A	N/A
Charlotte Griffiths Wales, UK	Hotel Owner	Director	Director- Herring Bank Owner- Jessie Herring Johnson, LLC	Burgess Trust #2- Co-Trustee Burgess Trust #3- Co-Trustee Burgess Trust #4- Trustee Cornelia Johnson Slempt Trust- Co-Trustee Estate of Jane S Burgess- Co-Trustee Owner- Hotel	12.45%	N/A	N/A
C.C. Burgess Amarillo, TX	Investments	Director & Chairman	Director & Chairman- Herring Bank President - Zircon, Inc. Owner- Herring Cattle Company Owner - Burgess Herring Ranch Company Owner- Burgess Oil Owner- CC Burgess Investments, LLC Owner- CCB Special Owner- Herring X Owner- Hartley-Moore Farms Owner- Jessie Herring Johnson, LLC	Burgess Trust #2- Co-Trustee Burgess Trust #3- Co-Trustee Burgess Trust #4- Co-Trustee Cornelia Johnson Slempt Trust- Co-Trustee Estate of Jane S Burgess- Co-Trustee	18.93%	N/A	N/A
John Cerny Amarillo, TX	Banker	Advisory	President- Herring Bank	N/A	N/A	N/A	N/A
Christopher Todd Clark Houston, TX	Oil & Gas	Director	N/A	Owner - Todd Clark Oil and Gas Investment	0.15%	N/A	Todd Clark Oil and Gas Investment - 100%
Carson Burgess Amarillo, TX	Airplane Pilot	Director	Director- Herring Bank Owner - Jessie Herring Johnson, LLC	Burgess Trust #2- Co-Trustee Burgess Trust #3- Co-Trustee Burgess Trust #4- Co-Trustee Cornelia Johnson Slempt Trust- Co-Trustee Estate of Jane S Burgess- Co-Trustee	11.95%	N/A	N/A
Brian Thorne Amarillo, TX	Banker	CFO	CFO/SVP- Herring Bank	N/A	N/A	N/A	N/A
TOTAL voted by majority of Co-Trustees C.C. Burgess, C. Campbell Burgess, Carson Herring Burgess and Charlotte Burgess Griffiths						42.75%	
TOTAL voted by majority of Co-Trustees C.C. Burgess, C. Campbell Burgess, Carson Herring Burgess, Charlotte Burgess Griffiths and C.C. Burgess, Jr.						17.76%	