

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 the 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.

Date of Report (top-tier holding company's fiscal year-end):

12/31/2020

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Andrews Bancshares, Inc.

Legal Title of Holding Company

P O Box 629

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

Andrews Texas 79714  
 City State Zip Code

1501 N Main Street

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Debbie Rulestead Director, Sr. V.P., Asst.

Name Title Treasurer

432/523-7973

Area Code / Phone Number / Extension

432/523-9387

Area Code / FAX Number

debbie@nbabankonline.com

E-mail Address

N/A

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

Debbie Rulestead

Name of the Holding Company Director and Official

Director, Sr. V.P., Asst. Treasurer

Title of the Holding Company Director and Official

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

Debbie Rulestead

Signature of Holding Company Director and Official

12/24/2021

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.

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.

N/A

Legal Title of Subsidiary Holding Company

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

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City State  Zip Code

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Physical Location (if different from mailing address)

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Legal Title of Subsidiary Holding Company

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

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City State  Zip Code

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Physical Location (if different from mailing address)

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Legal Title of Subsidiary Holding Company

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

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City State  Zip Code

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Physical Location (if different from mailing address)

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Results: A list of branches for your depository institution: NATIONAL BANK OF ANDREWS, THE (ID: RSSD: 488653)  
 This depository institution is held by ANDREWS BANCSHARES, INC. (2348387) of ANDREWS, TX.  
 The data are as of 12/31/2020. Data reflects information that was received and processed through 03/05/2021.

**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)	488653	NATIONAL BANK OF ANDREWS, THE	1501 NORTH MAIN STREET	ANDREWS	TX	79714	ANDREWS	UNITED STATES	Not Required	Not Required	NATIONAL BANK OF ANDREWS, THE	488653	
OK		Full Service	3511945	NBA CONVENIENCE CENTER BRANCH	1201 NORTH MAIN STREET	ANDREWS	TX	79714	ANDREWS	UNITED STATES	Not Required	Not Required	NATIONAL BANK OF ANDREWS, THE	488653	
OK		Limited Service	487058	NORTHWEST 1ST STREET BRANCH	101 NORTHWEST FIRST STREET	ANDREWS	TX	79714	ANDREWS	UNITED STATES	Not Required	Not Required	NATIONAL BANK OF ANDREWS, THE	488653	

Andrews Bancshares, Inc.  
Attachments to Annual Report of Bank Holding Companies FR Y-6  
December 31, 2020

Report Item

1: The bank holding company does not prepare an annual report for its securities holders and is not registered with the SEC.

**2a:** Organizational Chart

Andrews Bancshares, Inc.  
Andrews, Texas  
Incorporated in Texas  
NO LEI  
Owns 100% of

The National Bank of Andrews  
Andrews, Texas

NO LEI  
Owns 100% of

Permian Basin Abstract Company  
Andrews, Texas  
Incorporated in Texas  
NO LEI

2b: Domestic branch listing provided to the Federal Reserve Bank.

**3:** (1) Securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2020

Name & Address	Citizenship	# of Shares
Shelia Black Odessa, Texas	U.S. Citizen	9,416 / 6.569%
Cynthia Breyman Andrews, Texas	U.S. Citizen	11,382 / 7.940%
E. D. Brownlee, Jr. Andrews, Texas	U.S. Citizen	11,196 / 7.810%
Elvin D. Brownlee III Trust Elvin D. Brownlee III Trustee Andrews, Texas	U.S. Citizen	10,000 / 6.976%
Reo S. Brownlee Andrews, Texas	U.S. Citizen	3,364 / 2.346%
Brownlee Family		24,560 / 17.132%
Dan Fisher Andrews, Texas	U.S. Citizen	9,000 / 6.278%
Saul Flores Andrews, Texas	U.S. Citizen	9,000 / 6.278%
Scott Little Andrews, Texas	U. S. Citizen	9,000 / 6.278%

Reliance Trust FBO NBA 401K U.S. Citizens 12,044 / 8.402%  
Trustee Committee  
James Russell Shannon, Trustee  
Atlanta, Georgia

James Russell Shannon U.S. Citizen 8,202 / 5.722%  
Andrews, Texas

Daniel D. Sullivan U.S. Citizen 9,828 / 6.856%  
Lubbock, Texas

3: (2) NA

Form FR Y-6  
 Andrews Bancshares, Inc.  
 Fiscal Year Ending December 31, 2020

**Report Item 4: Insiders**

<u>Name</u>	<u>Principal Occupation</u>	<u>Position w/ Andrews Bancshares</u>	<u>Position w/ National Bank of Andrews</u>	<u>Position w/ Subsidiaries Shares Owned</u>	<u>Position w/ Other Co</u>	<u>%of Voting Shrs In Holding Co</u>
Cynthia J. Breyman Andrews, Texas	Inv/Educator	Director	Director None	None	None	7.940%
E.D. Brownlee, Jr. Andrews, Texas	Retired	Principal Securities Holder	N/A	N/A	N/A	7.810%
Elvin D. Brownlee III Andrews, Texas	HR Consultant	Principal Securities Holder	N/A	N/A	N/A	6.976%
Reo S. Brownlee Andrews, Texas	Oilfield Consultant	Principal Securities Holder	N/A	N/A	50% Owner Heritage Wind River, LLC 50% Owner Ervin Well Site Consultants	2.346%
Brownlee Family						17.132%
Trey Duncan Seminole, Texas	Title Examiner/ Closer	Director	Director	President PBA NONE	None	2.092%

**Report Item 4: Andrews Bancshares, Inc. (Cont.)**

<u>Name</u>	<u>Principal Occupation</u>	<u>Position w/ Andrews Bancshares</u>	<u>Position w/ National Bank of Andrews</u>	<u>Position w/ Subsidiaries Shares Owned</u>	<u>Position w/ Other Co.</u>	<u>%of Voting Shrs In Holding Co</u>
Dan Fisher Andrews, Texas	Rancher/Oil	Director	Director	None None	100% Owner Marvin Dan Fisher Inc. 100% Owner Fisher Rodeo Cattle 50% Owner Fisher Cattle Co. LLC 25% Owner Fisher Minerals 100% Owner Dan Fisher Management LLC N/A Bullhead Ranch LP N/A Fisher Bar F Ranch LP 51% Owner Hwy 385 SWD LLC	6.278%
Saul Flores Andrews, Texas	Builder	Director	Director	None None	100% Owner C & S Homes 100% Owner C & S Floor Covering	6.278%

**Report Item 4: Andrews Bancshares, Inc. (Cont.)**

<u>Name</u>	<u>Principal Occupation</u>	<u>Position w/ Andrews Bancshares</u>	<u>Position w/ National Bank of Andrews</u>	<u>Position w/ Subsidiaries Shares Owned</u>	<u>Position w/ Other Co.</u>	<u>%of Voting Shrs In Holding Co</u>
Scott Little Andrews, Texas	Oil Producer	Director	Director	None None	Oper. Manager Robertson Resources 50% Owner LSL Investments Ltd.	6.278%
Ricky Kidd Andrews, Texas	Banker	Director. & Sr.V.P. Treas.	Director Exec. V.P./ CLO	Director PBA None	None	3.146%
Debbie Rulestead Andrews, Texas	Banker	Director Sr. V.P. Asst. Treasurer	Director Exec. V.P./CFO	Director PBA None	None	1.165%
James Russell Shannon Andrews, Texas	Banker	CEO, President & Director	Chairman of the Board, CEO President & Director	Director Chairman PBA None	50% Owner- PeRu Farms 50% Owner- PeTo Farms	5.722%



**Report Item 4: Andrews Bancshares, Inc. (Cont.)**

<u>Name</u>	<u>Principal Occupation</u>	<u>Position w/ Andrews Bancshares</u>	<u>Position w/ National Bank of Andrews</u>	<u>Position w/ Subsidiaries Shares Owned</u>	<u>Position w/ Other Co.</u>	<u>%of Voting Shrs In Holding Co</u>
Robert Stewart Andrews, Texas	Oilfield Service	Director	Director	None None	100% Owner Pres/CEO Stewart Welding 72% Owner President Stampede Inc. 100% Owner President Struck by Lightning 100% Owner President Little Bride Bay 33.3% Owner Secretary JEB Cattle Company 50% Owner Vice President Emma Mae	1.513%