

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.

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

I, REID SHARP

Name of the Holding Company Director and Official

DIRECTOR, PRESIDENT AND CEO

Title of the Holding Company Director and Official

BASTROP BANCSHARES, INC.

Legal Title of Holding Company

P O DRAWER F

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

BASTROP TX 78602

City State Zip Code

489 HWY 71 WEST, BASTROP, TX 78602

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

AMANDA L WICKLIFFE CHIEF FINANCIAL OFFICER

Name Title

512-321-2561 X6173

Area Code / Phone Number / Extension

512-581-4425

Area Code / FAX Number

awickliffe@fnbbastrop.com

E-mail Address

N/A

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

Signature of Holding Company Director and Official

[Signature]
3/23/2021

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

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.

BASTROP HOLDINGS, INC.

Legal Title of Subsidiary Holding Company

1209 ORANGE STREET

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

WILMINGTON

DE

19801

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)

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City

State

Zip Code

Physical Location (if different from mailing address)

Form FR Y-6

Bastrop Bancshares, Inc.
Bastrop, Texas
Fiscal Year Ending December 31, 2020

Report Item

- 1: The bank holding company prepares an annual report for its shareholders.
The report can be found on pages 2 - 4.

CONSOLIDATED STATEMENT OF INCOME AND EXPENSES

Bastrop Bancshares, Inc.

December 31, 2020 (Unaudited)

with Comparative Report of December 31, 2019

	2019	2020
OPERATING INCOME		
Interest and Fees on Loans	\$ 21,426,040	\$ 22,207,497
Interest on Balances with Depository Institutions	300,998	57,203
Income on Federal Funds Sold	216,917	56,291
Income on U.S. Treasury Securities and Other U.S. Agencies	2,740,001	2,332,957
Income on Obligations of State and Other U.S. Political Subdivisions	2,333,599	2,655,361
Income from All Other Securities	33,304	26,049
Service Charges on Deposit Accounts	1,570,924	1,287,960
Other Operating Income	3,310,942	3,702,664
TOTAL OPERATING INCOME	\$ 31,932,725	\$ 32,325,983
OPERATING EXPENSES		
Salaries and Employee Benefits	\$ 9,530,243	\$ 9,877,040
Interest on Certificates of Deposit of \$100,000 or More	1,765,958	1,464,679
Interest on Other Deposits	2,279,847	1,354,643
Interest on Other Borrowed Money	2,431	282
Expenses of Federal Funds Purchased	4,223	157
Occupancy Expense of Bank Premises, Net, and Furniture and Equipment Expense	1,334,287	1,552,814
Provision for Possible Loan Losses	600,000	1,330,000
Other Operating Expenses	5,459,911	5,792,304
TOTAL OPERATING EXPENSES	\$ 20,976,900	\$ 21,371,919
INCOME BEFORE TAXES	\$ 10,955,825	\$ 10,954,064
Applicable Income Taxes	0	0
NET INCOME	\$ 10,955,825	\$ 10,954,064
ALLOWANCE FOR POSSIBLE LOAN LOSSES		
Balance at End of Previous Year	\$ 4,912,320	\$ 5,358,175
Recoveries Credited to Allowance	64,128	99,473
Provision for Possible Loan Losses	600,000	1,330,000
Losses Charged to Reserve	(218,273)	(289,671)
Balance at End of Current Year	\$ 5,358,175	\$ 6,497,977
CAPITAL ACCOUNTS		
Balance at End of Previous Year	\$ 62,965,190	\$ 75,123,065
Change in Unrealized Gain (Loss) on Securities Available for Sale	6,472,643	5,122,829
Net Income	10,955,825	10,954,064
Less Cash Distribution Declared on Common Stock	(6,408,105)	(6,192,908)
Other Holding Company Transactions, Net	1,137,512	558,322
Balance at End of Period	\$ 75,123,065	\$ 85,565,372

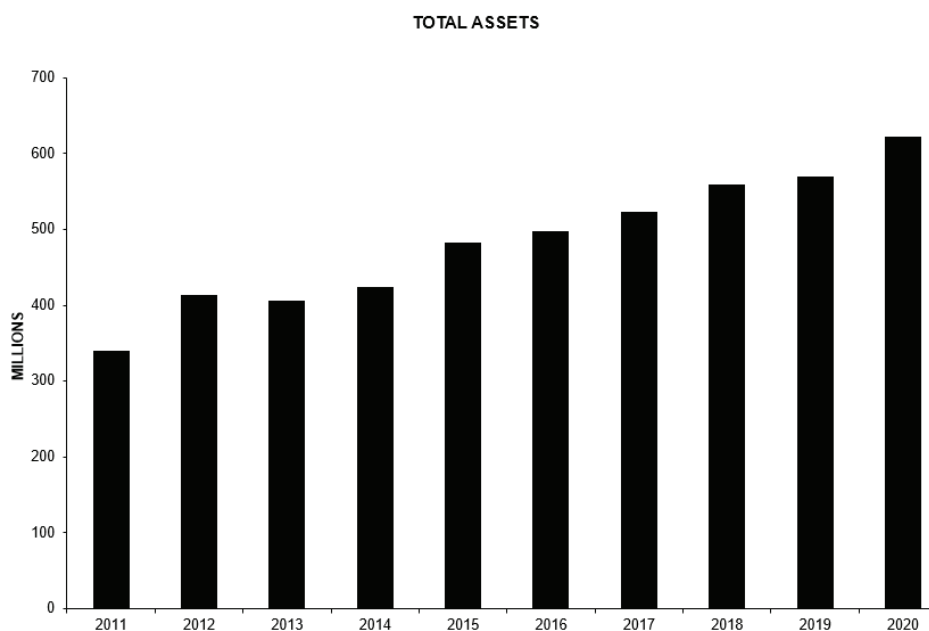
CONSOLIDATED REPORT OF CONDITION

Bastrop Bancshares, Inc.

December 31, 2020 (Unaudited)

with Comparative Report of December 31, 2019

ASSETS	2019	2020
Cash	\$ 22,150,398	\$ 39,981,602
U.S. Treasury Securities	0	0
Obligations of Other U.S. Government Agencies and Corporations	107,249,761	136,190,094
Obligations of State & Political Subdivisions in the U.S.	88,551,589	120,318,415
All Other Securities	932,400	952,600
Federal Funds Sold	9,076,000	32,125,000
Loans, Net	373,620,835	380,346,718
Bank Premises, Furniture, & Fixtures	10,147,682	10,297,020
Real Estate Owned Other Than Premises	51,570	0
All Other Assets	9,657,745	9,942,241
TOTAL ASSETS	\$ 621,437,980	\$ 730,153,690
LIABILITIES		
Total Deposits	\$ 538,663,165	\$ 636,799,393
All Other Liabilities	7,651,750	7,788,925
TOTAL LIABILITIES	\$ 546,314,915	\$ 644,588,318
EQUITY CAPITAL		
Common Stock	\$ 1,542,620	\$ 1,542,620
Surplus	20,829,471	20,958,630
Undivided Profits	52,750,974	63,064,122
TOTAL EQUITY CAPITAL	\$ 75,123,065	\$ 85,565,372
TOTAL LIABILITIES AND CAPITAL	\$ 621,437,980	\$ 730,153,690



CONSOLIDATED FINANCIAL HIGHLIGHTS

Bastrop Bancshares, Inc.

December 31, 2020 (Unaudited)

with Comparative Report of December 31, 2019

EARNINGS RESULTS

	2019	2020
Income Before Taxes	\$ 10,955,825	\$ 10,954,064
Applicable Income Taxes	0	0
Net Income	\$ 10,955,825	\$ 10,954,064

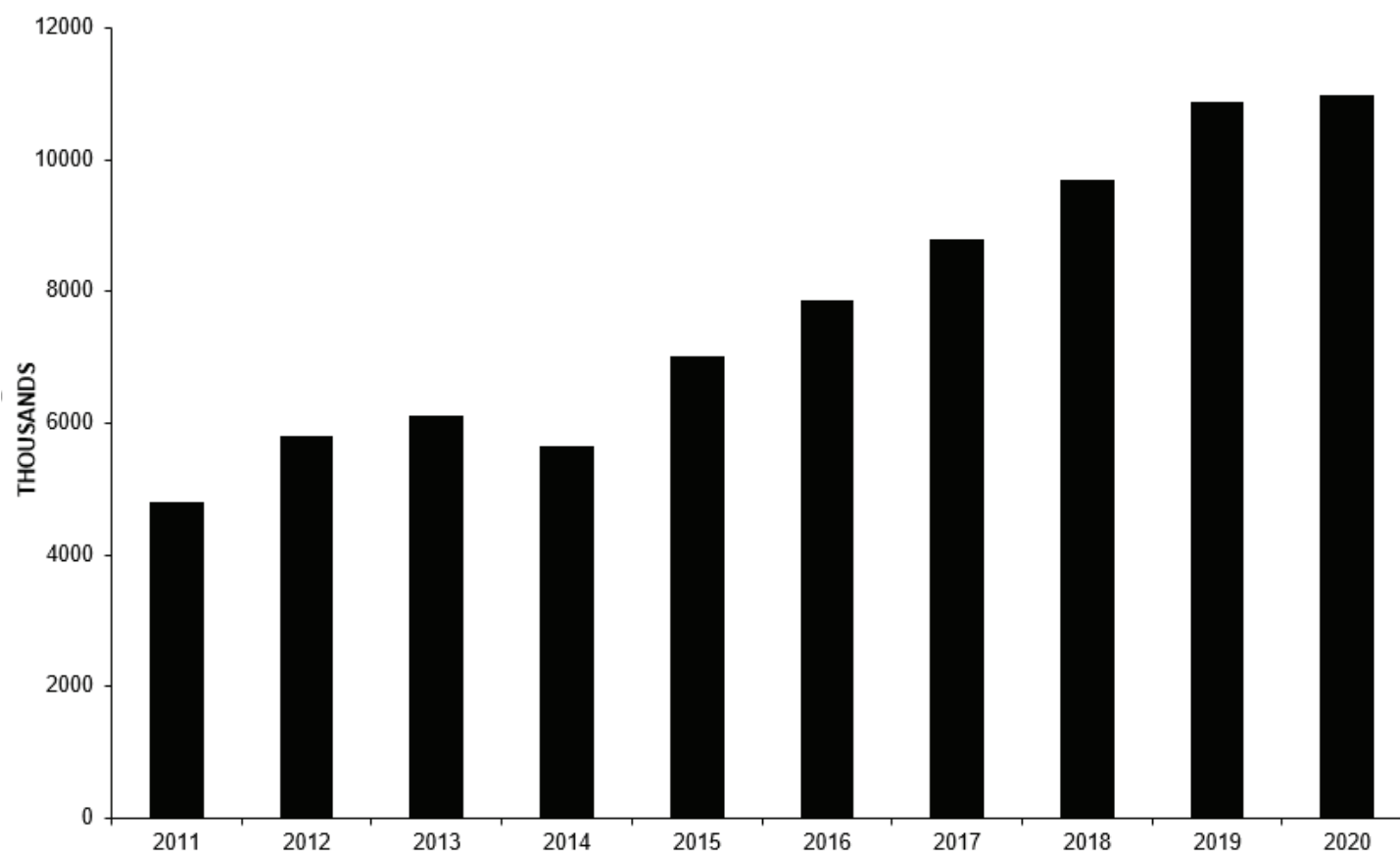
PER SHARE

Net Earnings	\$ 36.13	\$ 35.89
Annual Dividend Rate	\$ 12.50	\$ 12.50

AT YEAR END

Assets	\$ 621,437,980	\$ 730,153,690
Investment Securities	196,733,750	257,461,109
Deposits	538,663,165	636,799,393
Loans, Net	373,620,835	380,346,718
Shareholder's Equity	75,123,065	85,565,372
Reserve for Possible Loan Losses	5,358,175	6,497,977

NET EARNINGS

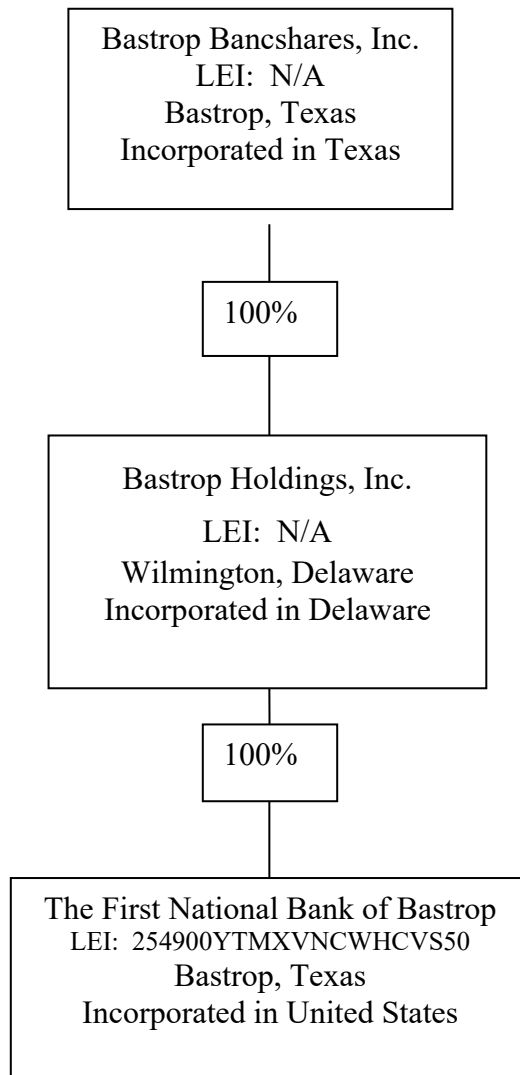


Form FR Y-6

Bastrop Bancshares, Inc.
Bastrop, Texas
Fiscal Year Ending December 31, 2020

Report Item

2: Organizational Chart



Results: A list of branches for your depository institution: **FIRST NATIONAL BANK OF BASTROP, THE** (ID_RSSD: 18050). This depository institution is held by **BASTROP BANCSHARES, INC.** (2410304) of **BASTROP, TX**. The data are as of **12/31/2020**. Data reflects information that was received and processed through **01/05/2021**.

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)	18050	FIRST NATIONAL BANK OF BASTROP, THE	489 HIGHWAY 71 WEST	BASTROP	TX	78602-3217	BASTROP	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF BASTROP, THE	18050	
OK		Full Service	3346718	CEDAR CREEK BRANCH	118 HIGHWAY 21 WEST	BASTROP	TX	78602	BASTROP	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF BASTROP, THE	18050	
OK		Full Service	3491337	DOWNTOWN BASTROP BRANCH	1021 MAIN STREET	BASTROP	TX	78602	BASTROP	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF BASTROP, THE	18050	
OK		Full Service	2066831	HIGHWAY 71 BRANCH	501 HWY 71 WEST	BASTROP	TX	78602	BASTROP	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF BASTROP, THE	18050	
OK		Full Service	3491346	ELGIN BRANCH	1312 HIGHWAY 290 E	ELGIN	TX	78621	BASTROP	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF BASTROP, THE	18050	
OK		Full Service	806770	SMITHVILLE BRANCH	312 MAIN STREET	SMITHVILLE	TX	78957-2035	BASTROP	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF BASTROP, THE	18050	

Report Item 3: Securities holders
Bastrop Bancshares, Inc.

(1) Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending Dec 31, 2020.

Name and Address	Country Of Citizenship	# of HC Sh Owned	# of Options on Common Stock	% of HC Common Sh Owned	% voting securities aggregate
Kay Linenberger		15,599		5.11%	5.11%
Dara Hofferek		47		0.02%	0.02%
Kay Linenberger Family Total Bastrop, Texas	USA	15,646	0	5.13%	5.13%
The Bob & Sue Long Revocable Trust	USA	34,560	0	11.32%	11.32%
Robert K Long, Sr., Co-Trustee					
Sue Long, Co-Trustee					
(Prior owner Robert K Long, Sr; transferred Jan 1, 2013.)					
Rebekah Long Herrick	USA	913	0	0.30%	0.30%
Robert K Long, III	USA	110	0	0.04%	0.04%
Robert K Long, Jr.	USA	621	0	0.20%	0.20%
Robert K Long, Sr.	USA	200	0	0.07%	0.07%
Carol S Long	USA	200	0	0.07%	0.07%
Joshua B Long	USA	648	0	0.21%	0.21%
Lea Long	USA	115	0	0.04%	0.04%
Levi D Long	USA	110	0	0.04%	0.04%
Jeremiah Wilson	USA	110	0	0.04%	0.04%
Matthew C Wilson	USA	210	0	0.07%	0.07%
Rachael K Wilson	USA	110	0	0.04%	0.04%
Gabriella Grace Long	USA	110	0	0.04%	0.04%
Robert K Long Family Total Bastrop, Texas		38,017	-	12.48%	12.48%
The Rathman 2008 Irrevocable Trust	USA	14,800	0	4.85%	4.85%
Gayle Foster, Trustee					
Robert Miller, Jr. Trustee					
Gayle Foster	USA	3,672	0	1.20%	1.20%
Gayle Foster Trust	USA	200	0	0.07%	0.07%
Joelle E Foster	USA	200	0	0.07%	0.07%
Weston R Warnock	USA	200	0	0.07%	0.07%
Rathman Family Total Bastrop, Texas		19,072	-	6.26%	6.26%
Ingram, Jerry	USA	14,027	0	4.60%	4.60%
Clay Ingram	USA	1,817	0	0.60%	0.60%
Laurie Ingram	USA	200	0	0.07%	0.07%
Doris M Ingram	USA	2,360	0	0.77%	0.77%
Ingram, Jerry Family Total Bastrop, Texas		18,404	-	6.04%	6.04%
Ingram, Clay	USA	1,817	0	0.60%	0.60%
Laurie Ingram	USA	200	0	0.07%	0.07%
Doris M Ingram	USA	2,360	0	0.77%	0.77%
Jerry D Ingram	USA	14,027	0	4.60%	4.60%
Ingram, Clay Family Total Bastrop, Texas		18,404	-	6.04%	6.04%
Kershaw, James B	USA	9,341	0	3.06%	3.06%
Richard M Kershaw	USA	2,897	0	0.95%	0.95%
Chase McDonald	USA	100	0	0.03%	0.03%
Curtis G McDonald	USA	540	0	0.18%	0.18%
Jamie K McDonald	USA	2,857	0	0.94%	0.94%
Jordan McDonald	USA	100	0	0.03%	0.03%
Miles McDonald	USA	100	0	0.03%	0.03%
Kershaw, James B Family Total Bastrop, Texas		15,935	-	5.22%	5.22%
Robert Miller, Jr.	USA	6,210	0	2.03%	2.03%
Bastrop, Texas		14,800	0	4.85%	4.85%
Miller, Robert Jr. Relationship Total		21,010	-	6.88%	6.88%
Bastrop Bancshares, Inc. ESOP Bastrop, Texas	USA	60,800	0	19.92%	19.92%
Trustees:					
Robert E Berryhill					
John D Mican					
Dianna Kana					
Tammy Goertz					
Amanda Wickliffe					
Berryhill, Robert E	USA	492	0	0.16%	0.16%
Bastrop, Texas		60,800	0	19.92%	19.92%
Berryhill, Robert E. Relationship Total		61,292	-	20.08%	20.08%
Kana, Dianna	USA	100	0	0.03%	0.03%
		60,800	0	19.92%	19.92%
David C Fiebrich	USA	160	0	0.05%	0.05%
Elberta Fiebrich	USA	70	0	0.02%	0.02%
Kana, Dianna Family Total Bastrop, Texas		61,130	-	20.02%	20.02%
Mican, John D	USA	2,750	0	0.90%	0.90%
Bastrop, Texas		60,800	0	19.92%	19.92%
Mican, John D. Relationship Total		63,550	-	20.82%	20.82%
Goertz, Tammy	USA	225	0	0.07%	0.07%
Cedar Creek, Texas		60,800	0	19.92%	19.92%
Goertz, Tammy Relationship Total		61,025	-	19.99%	19.99%
Wickliffe, Amanda	USA	-	0	0.00%	0.00%
Bastrop, Texas		60,800	0	19.92%	19.92%
Wickliffe, Amanda Relationship Total		60,800	-	19.92%	19.92%
Total shares outstanding		305,238			

(2) Securities holders not listed above that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending Dec 31, 2020.

Name and Address	Country Of Citizenship	# of HC Sh Owned	# of Options on Common Stock	% of HC Common Sh Owned	% voting securities aggregate
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*****NONE*****

Report Item 3: Shareholders
Bastrop Holdings, Inc

(1) Name and Address	Country Of Citizenship	# of HC Sh Owned	# of Options on Common Stock	% of HC Common Sh Owned	% voting securities aggregate
Bastrop Bancshares Inc. Bastrop, Texas	USA	1,000		100.00%	

(2) Securities holders not listed above that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending Dec 31, 2020.

Name and Address	Country Of Citizenship	# of HC Sh Owned	# of Options on Common Stock	% of HC Common Sh Owned	% voting securities aggregate
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*****NONE*****

**Report Item 4: INSIDERS
BASTROP BANCSHARES, INC.**

4(1) Name and Address	4(2) Principal Occupation if other than with Bank Holding Company	4(3)(a) Title	4(3)(b) Title and Position with Subsidiary	4(3)(c) Title and Position with Other Businesses	4(4)(a) % of Voting Shares In Holding Company	4(4)(b) % of Voting Shares In Subsidiaries	4(4)(c) Other Companies % of voting securities held
Kershaw, James B. Bastrop, Texas	Retired Attorney Investor	Director	Chairman Emeritus - First National Bank of Bastrop	Partner - Diamond J & C, Inc. Partner - K & K Land Holdings Partner - Kershaw & Maynard	3.06%	0.00%	Diamond J & C, Inc. - 50% K & K Land Holdings - 50% Kershaw & Maynard - 50%
Callahan, Verlin Bastrop, Texas	Rancher	Director	Director - First National Bank of Bastrop	Chairman of the Board - Callahan's General Stores of Austin	1.05%	0.00%	N/A
Hurta, Brock Smithville, Texas	Real Estate Investments Rancher	Vice Chairman - Director	Director (Vice Chairman) - First National Bank of Bastrop	President - Hurta Land, Inc. Partner - Hurta, Sharp & Hurta (Pecan Grove) Co-Trustee - Gloria J Hurta Family Trust Manager - Hurta Real Estate LLC Broker - Brook Hurta Real Estate Partner - Hurta Ranches	1.18%	0.00%	Hurta, Sharp & Hurta (Pecan Grove) - 33% Hurta Real Estate LLC - 25% Brook Hurta Real Estate - 100% Hurta Ranches - 50%
Jenkins, William H. Bastrop, Texas	Attorney	Director	Director - First National Bank of Bastrop	Sole Member - William H Jenkins, PC General Partner - R, Jenkins G.P., LLC Managing Member - Bastrop Chicken, LLC Limited Partner - R, Jenkins Family Investments, Ltd. Effective Control - Bastrop's Finest Car Wash, LLC	1.04%	0.00%	William H Jenkins, PC - 100% Bastrop Chicken, LLC - 51% Bastrop's Finest Car Wash, LLC - 100%
Long, Raymond A. Bastrop, Texas	Rancher Investments	Director	Director - First National Bank of Bastrop	Partner - Three L Enterprises	2.36%	0.00%	Three L Enterprises - 50%
Long, Robert K. Sr. Bastrop, Texas	Minister/Rancher Investments	Chairman of the Board - Director	Chairman of the Board - First National Bank of Bastrop	President - South Texas Ministries Owner - L&L Ranch Owner/Managing Member - L&L Ranch, LLC Trustee - Bob & Sue Long Revocable Trust N/A	11.39%	0.00%	L&L Ranch - 100%
Herrick, Rebekah Long Bastrop, Texas	N/A	N/A	N/A	N/A	0.30%	0.00%	N/A
Long III, Robert K. Bastrop, Texas	N/A	N/A	N/A	N/A	0.04%	0.00%	N/A
Long Jr., Robert K. Bastrop, Texas	N/A	N/A	N/A	N/A	0.20%	0.00%	N/A
Long, Carol S. Bastrop, Texas	N/A	N/A	N/A	Trustee - Bob & Sue Long Revocable Trust	11.39%	0.00%	N/A
Long, Joshua B. Bastrop, Texas	N/A	N/A	N/A	N/A	0.21%	0.00%	N/A
Long, Lea Bastrop, Texas	N/A	N/A	N/A	N/A	0.04%	0.00%	N/A
Long, Levi D. Bastrop, Texas	N/A	N/A	N/A	N/A	0.04%	0.00%	N/A
Wilson, Jeremiah Bastrop, Texas	N/A	N/A	N/A	N/A	0.04%	0.00%	N/A
Wilson, Matthew C. Bastrop, Texas	N/A	N/A	N/A	N/A	0.07%	0.00%	N/A
Wilson, Rachael K. Bastrop, Texas	N/A	N/A	N/A	N/A	0.04%	0.00%	N/A
Long, Gabriela Grace Bastrop, Texas	N/A	N/A	N/A	N/A	0.04%	0.00%	N/A
John D. Mican Bastrop, Texas	GPA	Director	Director - First National Bank of Bastrop	Director - Aqua Water Supply Corp	20.82%	0.00%	N/A
Miller, Robert Jr.	Restaurateur	Director	Director - First National Bank of Bastrop	Owner - Texas Grill #2	2.03%	0.00%	Texas Grill #2 - 100%

**Report Item 4: INSIDERS
BASTROP BANCSHARES, INC.**

4(1) Name and Address	4(2) Principal Occupation if other than with Bank Holding Company Investments	4(3)(a) Title	4(3)(b) Title and Position with Subsidiary	4(3)(c) Title and Position with Other Businesses	4(4)(a) % of Voting Shares In Holding Company	4(4)(b) % of Voting Shares In Subsidiaries	4(4)(c) Other Companies % of voting securities held
Hepker, Dan Bastrop, Texas	Business Owner	Director	Director - First National Bank of Bastrop	Owner - RLM LLC Sole Proprietor - Bastrop Copier	0.18%	0.00%	RLM LLC - 100% Bastrop Copier - 100%
Sharp, Reid Bastrop, Texas	N/A	Director, President and CEO	President/CEO, Director - First National Bank of Bastrop Sole Director, President/Secretary - Bastrop Holdings, Inc.	Partner - Hurta, Sharp & Hurta (Pecan Grove) Owner - Wexford Ranch	2.36%	0.00%	Hurta, Sharp & Hurta (Pecan Grove) - 33% Wexford Ranch - 100%
Valderama, Fil Bastrop, Texas	N/A	Director	Executive Vice President, Director - First National Bank of Bastrop	N/A	0.47%	0.00%	N/A
Foster, Gayle Bastrop, Texas	Rancher/Investor	Director	Director - First National Bank of Bastrop	Limited Partner/Trustee - Rathman Limited Partnership Trustee - AVR 2008, Ltd. Trustee - The Adline Rathman IRA Protection Trust Family Trustee - Rathman 2008 Irrevocable Trust Trustee - Gayle Foster Trust Trustee - Rathman Management Trust	6.12%	0.00%	Rathman Limited Partnership - 94% AVR 2008, Ltd. - 100% The Adline Rathman IRA Protection Trust - 100% Rathman 2008 Irrevocable Trust - 100% Gayle Foster Trust - 100% Rathman Management Trust - 100%
Kana, Dianna Bastrop, Texas	N/A	Principal Securities Holder	Chief Operations Officer - First National Bank of Bastrop Co-Trustee of Bastrop Bancshares, Inc. ESOP with 401K provisions	N/A	19.95%	0.00%	Bruce Kana Custom Homes - 50%
Ingram, Clay Bastrop, Texas	N/A	Director	SVP Loan Officer, Director - First National Bank of Bastrop	President - ING Holdings, Inc. Member - CCW Kase Investments, LLC Member - E6 Land & Cattle, LLC Member - SRHMOB, LLC Owner - CCJ Land & Cattle, LLC Director - Colony MUD 1-E Owner - Quantum Kase Leasing, LLC	0.60%	0.00%	ING Holdings, Inc. - 50% (self) 50% (spouse) CCW Kase Investments, LLC - 25% (self) 25% (spouse) E6 Land & Cattle - 33% SRHMOB, LLC - 33% CCJ Land & Cattle, LLC - 33% Quantum Kase Leasing, LLC - 50%
Wickliffe, Amanda Bastrop, Texas	N/A	Principal Securities Holder, CEO and Secretary to the Board	Chief Financial Officer - First National Bank of Bastrop Co-Trustee of Bastrop Bancshares, Inc. ESOP with 401K provisions	N/A	19.92%	0.00%	N/A
Goertz, Tammy Bastrop, Texas	N/A	Principal Securities Holder	Senior Vice President - First National Bank of Bastrop Co-Trustee of Bastrop Bancshares, Inc. ESOP with 401K provisions	N/A	19.99%	0.00%	N/A
Robert Berryhill San Saba, Texas	Rancher	Principal Securities Holder	Co-Trustee of Bastrop Bancshares, Inc. ESOP with 401K provisions	N/A	20.08%	0.00%	N/A
Report Item 4: INSIDERS BASTROP HOLDINGS, INC., a subsidiary of Bastrop Bancshares, Inc.							
Name and Address				Title and Position with Subsidiary		Other % of voting securities held	
Reid Sharp Bastrop, TX		Principal Occupation Director, President/Secretary		Title and Position with Subsidiary President/CEO, Director - First National Bank of Bastrop		Title and Position with Other Businesses Partner - Hurta, Sharp & Hurta (Pecan Grove) Owner - Wexford Ranch	
Bastrop Bancshares, Inc. Bastrop, TX		N/A		Principal Securities Holder Top tier bank holding company		100.00% 0%	