

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.

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, Gene McCauley

Secretary, SEVP & Director

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 of Holding Company Director and Official

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. \_\_\_\_\_

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, 2020

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Henderson Texas Bancshares, Inc.

Legal Title of Holding Company

P. O. Box 1990

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

Henderson

TX

75652

City

State

Zip Code

1120 Hwy. 79 North

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Gary Penkilo

CPA

Name

Title

903-597-6311

Area Code / Phone Number / Extension

903-597-0343

Area Code / FAX Number

gpenkilo@henrypeters.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."

**HENDERSON TEXAS BANCSHARES, INC.**

**ATTACHMENT TO ANNUAL REPORT OF BANK HOLDING COMPANIES  
FR Y-6**

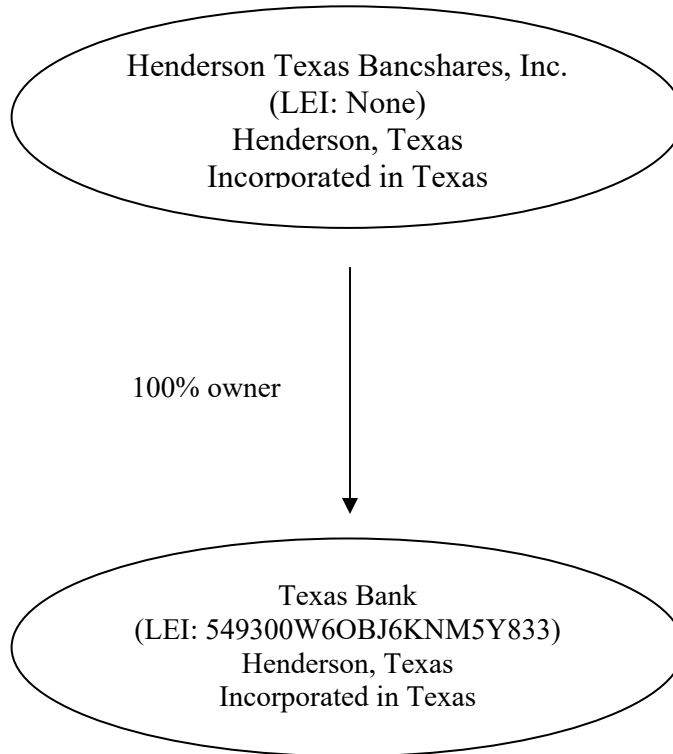
**December 31, 2020**

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**REPORT ITEM 1:**

N/A - The holding company does not prepare an annual report to shareholders.

**REPORT ITEM 2a:**



**REPORT ITEM 2b:**

See attached for the domestic branch listing.

Results: A list of branches for your holding company: **HENDERSON TEXAS BANCSHARES, INC. (3385511) of HENDERSON, 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)	414764	TEXAS BANK	1120 U.S. HIGHWAY 79 NORTH	HENDERSON	TX	75652	RUSK	UNITED STATES	Not Required	Not Required	TEXAS BANK	414764	
OK		Full Service	5529001	ANNA BRANCH	609 VICTORIA FALLS DRIVE	ANNA	TX	75409	COLLIN	UNITED STATES	Not Required	Not Required	TEXAS BANK	414764	
OK		Full Service	1402580	FRISCO BRANCH	7700 MAIN STREET	FRISCO	TX	75033	COLLIN	UNITED STATES	Not Required	Not Required	TEXAS BANK	414764	
OK		Full Service	4565776	DOWNTOWN BRANCH	605 SOUTH MAIN STREET	HENDERSON	TX	75654	RUSK	UNITED STATES	Not Required	Not Required	TEXAS BANK	414764	
OK		Full Service	3292413	HENDERSON BRANCH	1815 U.S. HIGHWAY 79 SOUTH	HENDERSON	TX	75654-6711	RUSK	UNITED STATES	Not Required	Not Required	TEXAS BANK	414764	
OK		Full Service	3880753	LONGVIEW BRANCH	4018 ESTES PARKWAY	LONGVIEW	TX	75603	GREGG	UNITED STATES	Not Required	Not Required	TEXAS BANK	414764	
OK		Full Service	2850067	NACOGDOCHES BRANCH	500 NORTH STREET	NACOGDOCHES	TX	75961-5043	NACOGDOCHES	UNITED STATES	Not Required	Not Required	TEXAS BANK	414764	
OK		Full Service	642866	PROSPER BRANCH	290 SOUTH PRESTON ROAD	PROSPER	TX	75078	COLLIN	UNITED STATES	Not Required	Not Required	TEXAS BANK	414764	
OK		Full Service	1362161	TATUM BRANCH	230 W JOHNSON STREET	TATUM	TX	75691-9686	RUSK	UNITED STATES	Not Required	Not Required	TEXAS BANK	414764	
OK		Full Service	4162755	TYLER BRANCH	5101 RHONES QUARTER ROAD	TYLER	TX	75707-2051	SMITH	UNITED STATES	Not Required	Not Required	TEXAS BANK	414764	

**Form FR Y-6**

**Henderson Texas Bancshares, Inc.  
Henderson, Texas  
Fiscal Year Ending December 31, 2020**

**Report Item 3: Securities Holders**

(1)(a)(b)(c) and (2)(a)(b)(c)

<b>Current Securities Holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2020</b>			<b>Securities Holders <u>not</u> listed in 3(1)(a) through (3)(1)(c) that had ownership, control or holdings of 5% or more with power to vote <u>during</u> the fiscal year ending 12-31-2020</b>		
<b>(1)(a)</b>	<b>(1)(b)</b>	<b>(1)(c)</b>	<b>(2)(a)</b>	<b>(2)(b)</b>	<b>(2)(c)</b>
<b>Name &amp; Address (City, State, Country)</b>	<b>Country of Citizenship or Incorporation</b>	<b>Number and Percentage of Each Class of Voting Securities</b>	<b>Name &amp; Address (City, State, Country)</b>	<b>Country of Citizenship or Incorporation</b>	<b>Number and Percentage of Each Class of Voting Securities</b>
Irwin Family		9,000 shares (50.00%) common stock			
Virginia Irwin Henderson, TX, USA	USA	5,400 shares (30.00%) common stock *			
Casey Irwin Dallas, TX, USA	USA	1,800 shares (10%) common stock			
Kati Irwin Wagner KBI Resources, L.L.C. Park City, UT, USA	USA	1,800 shares (10%) common stock		NONE	
Segura Family		9,000 shares (50.00%) common stock			
Kay Segura Pflugerville, TX, USA	USA	5,300 shares (29.44%) common stock **			
Trey Segura RJ Segura L.L.C. Henderson, TX, USA	USA	1,234 shares (6.86%) common stock			
Jennifer Kay Segura JK Segura, L.L.C. Austin, TX, USA	USA	1,233 shares (6.85%) common stock			
William G. Segura Austin, TX, USA	USA	1,233 shares (6.85%) common stock			

\* Virginia Irwin includes: Virginia Beth George Irwin Exempt Trust and VBI Properties, L.L.C.

\*\* Kay Segura includes: Gloria Kay George Segura Exempt Trust and Kay George Segura (individual)

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

## Report Item 4: Insiders

(1)(a)(b)(c) and (2)(a)(b)(c)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & Address (City, State, Country)	Principal Occupation if other than with holding company	Title & Position with holding company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Securities in holding company	Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Virginia Irwin Henderson, Texas, USA	N/A	Chairman of the Board of Directors / Director	Vice-Chairman of the Board of Directors / Director (Texas	Member/President/Manager (Advancing Teams Management LLC) President/Manager/Director (Autumn Leaves Nursing & Rehab, Inc.) Member/Mgr/Pres/Secretary/Treasurer (George Receivables, LLC) Member/President (VBI Management, Inc.) President/VP/Secretary/Treasurer/Manager (VBI Properties, LLC) Limited Partner (VBI Resources, LP) Member/President/Manager (VBI Utah, LP) Trustee (Virginia Beth George Irwin Exempt Trust) Member/Manager (WCG Enterprises GP, LLC) Limited Partner/Manager (WCG Enterprises, Ltd.) Member/Manager (WCG Properties GP, LLC) Member/Manager (WCG Properties, Ltd) Virginia Beth George Irwin Exempt Trust is Member/Manager (Advancing at Home Health Care, Inc.) Virginia Beth George Irwin Exempt Trust is Member/Manager (Angel Care Hospice, LLC) Virginia Beth George Irwin Exempt Trust is Member (Autumn Leaves Nursing & Rehab, Inc.) Virginia Beth George Irwin Exempt Trust is Member/Manager (Bobby's Grocery Henderson, LLC) Virginia Beth George Irwin Exempt Trust is Member (George Receivables, LLC) Virginia Beth George Irwin Exempt Trust is Member/Manager (Karnes City Investments, LLC) Virginia Beth George Irwin Exempt Trust is Member/Manager (Karnes City Nursing & Rehab, LLC) Virginia Beth George Irwin Exempt Trust is Member/Manager (Spring Rehabilitation, LLC) Virginia Beth George Irwin Exempt Trust is Member/Manager (WCG Arbor Place Assisted Living, LLC) Virginia Beth George Irwin Exempt Trust is Member (WCG Enterprises GP, LLC) Virginia Beth George Irwin Exempt Trust is Member (WCG Properties GP, LLC) Virginia Beth George Irwin Exempt Trust is Member (WCG Properties Ltd) Virginia Beth George Irwin Exempt Trust is Member/Manager (WCG Quality Resource Management, LLC)	30% *	N/A	Advancing Teams Management LLC (50%) Autumn Leaves Nursing & Rehab, Inc. (25%) George Receivables, LLC (25%) VBI Management, Inc. (50%) VBI Properties, LLC (100%) VBI Resources, LP (49.5%) VBI Utah, LP (50%) Virginia Beth George Irwin Exempt Trust (100%) WCG Enterprises GP, LLC (25%) WCG Enterprises Ltd (49%) WCG Properties GP, LLC (25%) WCG Properties, Ltd (25%) Advancing at Home Health Care, Inc. (50% held by Virginia Beth George Irwin Exempt Trust) Angel Care Hospice, LLC (50% held by Virginia Beth George Irwin Exempt Trust) Autumn Leaves Nursing & Rehab, Inc. (25% held by Virginia Beth George Irwin Exempt Trust) Bobby's Grocery Henderson, LLC (50% held by Virginia Beth George Irwin Exempt Trust) George Receivables, LLC (25% held by Virginia Beth George Irwin Exempt Trust) Karnes City Investments, LLC (10% held by Virginia Beth George Irwin Exempt Trust; 80% held by WCG Enterprises, Ltd) Karnes City Nursing & Rehab, LLC (10% held by Virginia Beth George Irwin Exempt Trust; 80% held by WCG Enterprises, Ltd) Spring Rehabilitation, LLC (50% held by Virginia Beth George Irwin Exempt Trust) WCG Arbor Place Assisted Living, LLC (50% held by Virginia Beth George Irwin Exempt Trust) WCG Enterprises GP, LLC (25% held by Virginia Beth George Irwin Exempt Trust) WCG Properties GP, LLC (25% held by Virginia Beth George Irwin Exempt Trust) WCG Properties Ltd (25% held by Virginia Beth George Irwin Exempt Trust) WCG Quality Resource Management, LLC (50% held by Virginia Beth George Irwin Exempt Trust)
Kay Segura Pflugerville, Texas, USA	N/A	Director	Director (Texas Bank)	VP/Sec/Treas/Member (Advancing Teams Mgmt, LLC), Secretary / Member (Autumn Leaves Nursing & Rehab, Inc.), Member (George Receivables, LLC), Trustee (Gloria Kay George Segura Exempt Trust), Member (WCG Enterprises GP, LLC), Limited Partner (WCG Enterprises, Ltd), Member (WCG Properties GP, LLC) Member (WCG Properties, Ltd.), Gloria Kay George Segura Exempt Trust is Member (Advancing at Home Health Care, Inc.), Gloria Kay George Segura Exempt Trust is Member (Angel Care Hospice, LLC), Gloria Kay George Segura Exempt Trust is Member (Karnes City Investments, LLC),	29.44% **	N/A	Advancing Teams Mgmt, LLC (50%) Autumn Leaves Nursing & Rehab, Inc. (25%) George Receivables, LLC (25%) Gloria Kay George Segura Exempt Trust (100%) WCG Enterprises GP, LLC (25%) WCG Enterprises, LTD (49%) WCG Properties GP, LLC (25%) WCG Properties, Ltd. (25%) Advancing at Home Health Care, Inc. (50% by Gloria Kay Segura Exempt Trust) Angel Care Hospice, LLC (50% by Gloria Kay Segura Exempt Trust)  Karnes City Investments, LLC (10% by Gloria Kay Segura Exempt Trust; 80% owned by WCG Enterprises, Ltd)

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**Henderson Texas Bancshares, Inc.**  
**Henderson, Texas**  
**Fiscal Year Ending December 31, 2020**

**Report Item 4: Insiders**

(1)(a)(b)(c) and (2)(a)(b)(c)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & Address (City, State, Country)	Principal Occupation if other than with holding company	Title & Position with holding company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Securities in holding company	Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
				Gloria Kay George Segura Exempt Trust is Member (Karnes City Nursing & Rehab, LLC), Gloria Kay George Segura Exempt Trust is Member (Spring Rehabilitation, LLC), Gloria Kay George Segura Exempt Trust is Member (WCG Arbor Place Assisted Living, LLC), Gloria Kay George Segura Exempt Trust is Member (WCG Quality Resource Management, LLC) Kay Segura Non-Exempt Trust is Member (Autumn Leaves Nursing & Rehab, Inc. Kay Segura Non-Exempt Trust is Member (Bobby's Grocery Henderson, LLC) Kay Segura Non-Exempt Trust is Member (George Receivables, LLC) Kay Segura Non-Exempt Trust is Member (WCG Enterprises GP, LLC) Kay Segura Non-Exempt Trust is Member (WCG Properties GP, LLC) Kay Segura Non-Exempt Trust is Member (WCG Properties Ltd) Trustee (Kay Segura Non-Exempt Trust)			Karnes City Nursing & Rehab LLC (10% by Gloria Kay Segura Exempt Trust; 80% owned by WCG Enterprises, Ltd) Spring Rehabilitation, LLC (50% by Gloria Kay Segura Exempt Trust)  WCG Arbor Place Assisted Living, LLC (50% by Gloria Kay Segura Exempt Trust) WCG Quality Resource Management, LLC (50% by Gloria Kay Segura Exempt Trust) Autumn Leave Nursing & Rehab, Inc. (25% by Kay Segura Non-Exempt Trust)  Bobby's Grocery Henderson, LLC (50% by Kay Segura Non-Exempt Trust)  George Receivables, LLC (25% by Kay Segura Non-Exempt Trust) WCG Enterprises GP, LLC (25% by Kay Segura Non-Exempt Trust) WCG Properties GP, LLC (25% by Kay Segura Non-Exempt Trust) WCG Properties, Ltd. (25% by Kay Segura Non-Exempt Trust) Kay Segura Non-Exempt Trust (100%)
Casey Irwin Dallas, Texas, USA	Pilot	Principal securities holder	N/A	N/A	10.00%	N/A	Trifecta Enterprises, L.L.C. (50%) Pegasus World Capital, L.L.C. (50%) Pegasus World, L.P. (49.50%) Pegasus World II, L.P. (49.50%)
Kati Irwin Wagner KBI Resources, LLC Park City, UT, USA	N/A	Director	Director (Texas Bank)	Owner/Manager (KBI Resources, LLC), Member & Manager (KGLW Frame Fund, LLC), Manager (KBI Properties, LLC), KBI Properties LLC is partner (KBI Resources, LP), Ninja Cougar is General Partner (Pug Mountain Ventures, LP), Manager (Tulips and Thyme, LLC), Manager (Ninja Cougar, LLC)	10.00%	N/A	KBI Resources, LLC (99%) KGLW Frame Fund, LLC (50%) KBI Resources, LP (100%) Tulips and Thyme, LLC (100%) Ninja Cougar, LLC (50%)
Trey Segura Henderson, Texas, USA	N/A	Director / SVP	Director / SVP (Texas Bank)	Owner / Manager (R. J. Segura, LLC) Owner / Manager (RJS Commercial Holdings, LLC) Trustee (The RJS III Trust)	6.86%	N/A	R. J. Segura, LLC (100%) RJS Commercial Holdings, LLC (100%) The RJS III Trust (100%)
Dr. Billy Irwin Henderson, Texas, USA	Veterinarian	Director / EVP	CEO / Chairman of the Board of Directors / Director (Texas	President (Town N Country Animal Hospital) Limited Partner (VBI Resources, LP) Member (VBI Management Inc.) Member (VBI Utah, LP)	N/A	N/A	Town N Country Animal Hospital (100%) VBI Resources, LP (49.5%) VBI Management, Inc. (50%) VBI Utah, LP (50%)
Troy Williams Tatum, Texas, USA	Secretary	Director	Director (Texas Bank)	Secretary (Forestry Management, Inc.), Secretary (Hayward Paint Co. Inc.), Secretary (TR Williams, Inc.), Member (Duckpond Greenhead Ventures), Member (Backwater Ventures, LLC)	N/A	N/A	Forestry Management, Inc. (50%) Hayward Paint Co. Inc. (38.5%) TR Williams, Inc. (50%), Duckpond Greenhead Ventures (50%) Backwater Ventures, LLC (50%)
Gene McCauley Henderson, Texas, USA	N/A	Director / Secretary / SEVP	Director / Secretary / CFO / SEVP (Texas Bank)	President (HCR Enterprises, LLC), Vice President (MM Henderson Investments, LLC), President (Lakeview Cabins, LLC), President (CHSR Investments, LLC)	N/A	N/A	HCR Enterprises, LLC (50%); MM Henderson Investments, LLC (25%) Lakeview Cabins, LLC (100%) CHSR Investments, LLC (25%)

## Form FR Y-6

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

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

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & Address (City, State, Country)	Principal Occupation if other than with holding company	Title & Position with holding company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Securities in holding company	Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Paul Morris Henderson, Texas, USA	N/A	Director / President	Director / President (Texas Bank)	President (MM Henderson Investments, LLC)	N/A	N/A	MM Henderson Investments, LLC (25%)
Jennifer Kay Segura JK Segura, LLC Austin, Texas, USA	N/A	Principal securities holder	N/A	Owner / Manager (JK Segura, LLC)	6.85%	N/A	JK Segura, LLC (100%)
William G. Segura Austin, Texas, USA	N/A	Principal securities holder	N/A	N/A	6.85%	N/A	N/A
Phil Smith Tyler, Texas, USA	Title Insurance	Director	Director	President (Superior Title Services, Inc. DBA Landmark Title Co.)	N/A	N/A	N/A

\* Virginia Irwin includes: Virginia Beth George Irwin Exempt Trust and VBI Properties, L.L.C.

\*\* Kay Segura includes: Gloria Kay George Segura Exempt Trust and Kay George Segura (individual)