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), 26, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 615, and 892 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, George Lea
Name of the Holding Company Director and Official
Chairman/CEO
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 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

RSBD 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

Captex Bancshares, Inc.
Legal Title of Holding Company
P.O. Box 4
(Mailing Address of the Holding Company) Street / P.O. Box
Trenton TX 75490
City State Zip Code

Physical Location (if different from mailing address)

106 Hamilton Street

Person to whom questions about this report should be directed:
Angela Sadler
SVP/Controller
Name Title

903-206-0540
Area Code / Phone Number / Extension
903-206-0541
Area Code / FAX Number
asadler@captex.bank

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?
☐ No ☑ 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."

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

12/2019
This branch relocation occurred when the bank became a state chartered bank. An FF YTD was filed on 3/24/2022.

The branch listing indicates the new location as a branch office since it's no longer the head office. I entered a branch office and does not include the branch location as a branch office since it's no longer the head office. The branch listing includes both of these changes. However, the listing includes the Fort Worth location twice as the head office.

On August 31, 2020, CapTex Bank sold its Farmersville Branch to Commercial Bank of Texas, N.A. An FF YTD was filed on 6/4/2020.

The branch listing is updated during 2020. There were two FF YTD reports submitted online. On May 15, 2020, the branch listing was updated to reflect the new name of the bank.

CapTex Bank, N.A. on 05/13/2019. 5493070E0X22046G6B27. The existing FF YTD was updated to reflect the new legal name of CapTex Bancshares, Inc.

CapTex Bancshares, Inc. does not have a legal entity identifier (LEI). The First National Bank of Tarrant controls 100% of CapTex Bank and Tarrant Trust, Inc.

CapTex Bancshares, Inc. was incorporated in TX.

The annual meeting of the shareholders was rescheduled from October 2020 to May 2021.

An annual report has not been prepared for the shareholders of CapTex Bancshares, Inc.

FR YTD 12-31-20
CapTex Bancshares, Inc.
Report Item 4: Insiders

Equity During The Fiscal Year.

NOTE: THERE WERE NOT ANY SHAREHOLDERS NOT INCLUDED IN ITEM 3(a) WHO OWNED 5% OR MORE

Houston, Texas
MARK HAUSCHILD
HOUSTON SPECIALTY INSURANCE CO
197,000 6.11%
USA

Newton Centre, Massachusetts
CARLOS CARACIA
BAYBOSTON CAPITAL LP
372,500 11.56%
USA
<table>
<thead>
<tr>
<th>Company/NOMS/Insurance Company</th>
<th>Role</th>
<th>Percentage</th>
<th>U.S.A.L. Address</th>
</tr>
</thead>
<tbody>
<tr>
<td>100.0% Greater Midwest Ins Co</td>
<td>Shareholder</td>
<td>6.1%</td>
<td>Houston, Texas, U.S.A.</td>
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<tr>
<td>100.0% Oklahomia Specialty Ins Co</td>
<td>Principal</td>
<td></td>
<td></td>
</tr>
<tr>
<td>100.0% International Indemnity Ins Co</td>
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<tr>
<td>61.9% Caprex Bancshares, Inc.</td>
<td></td>
<td></td>
<td></td>
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<tr>
<td>A Private Equity Firm</td>
<td>Shareholder</td>
<td>11.5%</td>
<td>Newton Centre, MA, U.S.A.</td>
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<tr>
<td>11.5% Caprex Bancshares, Inc.</td>
<td>Principal</td>
<td></td>
<td></td>
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<tr>
<td>Investment Manager</td>
<td>Shareholder</td>
<td>17.9%</td>
<td>Dallas, Texas, U.S.A.</td>
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<td>Employee Owned</td>
<td>Principal</td>
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<tr>
<td>Group, Ltd.</td>
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<td></td>
<td></td>
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<tr>
<td>International Insurance</td>
<td>Director</td>
<td></td>
<td>Round Top, Texas, U.S.A.</td>
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<tr>
<td>Retired CEO of Houston</td>
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<td></td>
<td>Edward H. Ellis, Jr.</td>
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<tr>
<td>Management</td>
<td>Manager</td>
<td></td>
<td>Dallas, Texas, U.S.A.</td>
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<td>Down Range Capital</td>
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<tr>
<td>Hedge Fund Manager</td>
<td>Director</td>
<td></td>
<td>John Guerry</td>
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<tr>
<td>Manager of Cone Elevators</td>
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<tr>
<td></td>
<td>Director</td>
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<td>Lubbock, Texas, U.S.A.</td>
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<tr>
<td>Escalate Capital</td>
<td>President</td>
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<td>Austin, Texas, U.S.A.</td>
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<tr>
<td>Managing Director</td>
<td></td>
<td></td>
<td>Tony Schell</td>
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<tr>
<td>Managing Director AT</td>
<td>Co-Trustee</td>
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<td>Southlake, Texas, U.S.A.</td>
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<tr>
<td>ENCAP Investments LP</td>
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<td>Michael Welsh, IV</td>
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<tr>
<td>Partner/MANAGING DIRECTOR</td>
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<td></td>
<td>Boston, MA, U.S.A.</td>
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<tr>
<td>Equity Firm</td>
<td>Director</td>
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<td>Capital LP, A Private</td>
<td>Director</td>
<td></td>
<td></td>
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<tr>
<td>Principal with Bayboston</td>
<td>Director</td>
<td></td>
<td></td>
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