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 811a); and sections 113, 165, 312, 616, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5406(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, Bradley H Tidwell
Name of the Holding Company Director and Officer

President & CEO
Title of the Holding Company Director and Officer

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 confidentiality, 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 Officer
7/20/2022
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. ________________________________

Public reporting burden for this information collection is estimated to vary from 1.8 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, respond, 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.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2021
Month / Day / Year

N/A

Reporters's Legal Entity Identifier (LEI) (20 Character LEI Code)

Reporters's Name, Street, and Mailing Address
VeraBank, Inc.

Legal Title of Holding Company
PO Box 1009
(Mailing Address of the Holding Company) Street / P.O. Box
Henderson, Texas 75653-1009
State Zip Code
201 W Main St

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Rosalyn Williamson
Name
SVP & Controller
Title

Area Code / Phone Number / Extension
903/657-8521 / 5215

Area Code / FAX Number
903/657-9224

E-mail Address
williamson@verabank.com

N/A

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

Is confidential treatment requested for any portion of this report submission? ☐ Yes ☐ No

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.

<table>
<thead>
<tr>
<th>n/a</th>
<th>Legal Title of Subsidiary Holding Company</th>
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12/2012
Report Item 1: Annual Report to Shareholders

The holding company prepares an annual report for its securities holders and is not registered with the SEC.
Dear Shareholders,

As I write this letter, it was exactly two years ago this week that the first cities and states started to shut down due to COVID-19. As I have said before, none of us knew then what the future would bring for our industry, much less our country. Like the communities we serve, VeraBank, Inc. (VBI) responded to these unprecedented times with resilience, creativity and spirit. Our efforts paid off, and 2021 was another excellent year at VeraBank.

The balance sheet and profitability growth of VBI has been outstanding. In 2021, we saw our total balance sheet grow another 23.9% or $713.5 million. Our net income grew by 34.2% or $9.45 million to a total of $37.08 million.

The VBI management team remains focused on continuing to grow shareholder value, and in 2021, earnings per share grew $4.29 to $16.48 per share. In an effort to provide further value to our shareholders, in 2021 we also completed a tender offer and bought back into Treasury 143,242 shares, or $18,621,460 of VBI stock.

It was also another eventful year at VBI and VeraBank. Let me share a few highlights with you:

- We participated in Round 3 of the Federal Paycheck Protection Program. In total, between Rounds 1, 2 and 3, **VeraBank originated 3,010 loans with total loan proceeds of $227.5 million in support of our customers and communities.**

- We opened our first full-service, stand-alone branch in Bryan-College Station (BCS) in May. We have been in BCS since 2018, first with a Loan Production Office and then in a temporary branch facility.

- In May we also closed on the acquisition of Panola National Bank (PNB) in Carthage. At closing, PNB had two branches, Carthage and Marshall, and total assets of $144.9 million. **We were pleased to be able to add this very well-run bank to the VeraBank family.**

- In the fall of 2021, we remodeled Panola National Bank’s Marshall branch, which was larger and with better ingress/egress than the VeraBank Marshall location. We then consolidated the Marshall branches into the newly remodeled building and in November, sold the legacy VeraBank facility for a nice profit.

- We saw tremendous growth in our business in the Greater Austin Area. Since entering Austin in 2020 with a Loan Production Office, our goal has been to open a full-service branch in the downtown area to serve our growing customer base. I am pleased to inform you that we did exactly that in January of 2022.
What started in the fall of 2019 as a two-person office in an old home on West 6th Street, has grown to now include 15 professionals housed in the fully renovated former Austin ISD Building a few blocks away. We are in the process of opening two additional full-service branches in the Austin market – Leander in May and Bastrop in July of 2022.

Once again in 2021 VeraBank was named one of the Top 100 Best Companies to Work for in Texas. In the mid-size company category, I am proud to share that we were ranked #22 in 2021, up from #29 the prior year. This is the seventh time our company has been recognized with this prestigious award.

Our bank handled the impacts of COVID-19 extremely well. While COVID-19 is certainly not gone and another variant could arise, we have largely been able to return to some degree of normalcy in how we serve our customers and do our jobs.

What has not and will not change is the importance of technology in our industry. Many of the technologies we utilized pre-COVID-19 grew exponentially during the height of the pandemic and are simply the norm today. Neither we nor our customers are going back. While these technologies have brought radical changes to our service delivery, I believe they are collectively positive for the customer and the bank.

I have said before we must not only compete with traditional commercial/retail banks of all sizes but also fintechs, non-banks, and neo-banks. While these competitors can be challenging, the very same technology they use against us is now more prevalent in our bank, allowing us the opportunity to hold our own. At VeraBank, we continue to invest heavily in technologies to better and more efficiently serve our customers. In most cases, these technologies are simply table stakes today.

As we look to 2022 and beyond, there are a number of critical issues we must address:

- For the first time in decades we face an economy that has real inflation concerns. Can the Federal Reserve effectively manage this issue without causing too hard a landing for our economy? Time will tell.
We are blessed to live in a state with one of the best economies in the country, but no economy can fully escape the effects of lingering inflation.

- Commodities of all kinds are rising in price as global supply chain issues persist. Recently, they have worsened due to the conflict in Ukraine. Could these commodity price concerns in combination with inflation and uncertainty in the global economy lead to a recession? We simply do not know the answer to that, but at VeraBank we have tried to manage our balance sheet to be in the best position possible.

- Our Balance Sheet is highly asset sensitive. So, as the Federal Reserve increases short-term rates, the return on our assets tied to the prime rate or the Fed Funds rate also increases. As of December 31, 2021, VeraBank had in excess of $850 million in cash at the Federal Reserve and another $381 million in loans and securities, all of which move up in yield either overnight or within 90 days as the Fed increases rates. These variable rate assets combined mean that nearly 36% of our total earning assets will earn more as rates go up. This is a good position to be in as we are potentially looking at a period of sustained increases in interest rates.

- The hunt for talent and the need to retain talent is greater than ever. We have made every effort to find the best people we can to ensure our bank can meet the challenges of both a changing industry and a changing economy.

As I wrap up this letter, I want to say a big thank you for supporting VeraBank throughout the years. I am just two weeks shy of celebrating my 15th anniversary at your bank, and these have been the most personally and professionally rewarding years of my career, that is 38 years in the making. Each of you as shareholders, our Board, and our nearly 500 wonderful employees help make VeraBank a fantastic place to work. Thank you for allowing me to call this home.

I can assure you the leadership team at VeraBank will continue to do all we can to navigate the choppy waters of our industry and the risks to our economy. We all take what we do very seriously and know how important our continued focus and commitment is to ensuring the value of your investment. Never hesitate to reach out to any of us at any time if we can be of assistance.

Sincerely,

Bradley H. Tidwell
President & CEO
VeraBank, Inc.
Key Performance Indicators

<table>
<thead>
<tr>
<th></th>
<th>2021</th>
<th>2020</th>
<th>Percent Change</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total Assets</td>
<td>$3,696,116</td>
<td>$2,982,627</td>
<td>23.92%</td>
</tr>
<tr>
<td>Total Deposits</td>
<td>$3,316,742</td>
<td>$2,617,281</td>
<td>26.72%</td>
</tr>
<tr>
<td>Loans, net</td>
<td>$1,927,288</td>
<td>$1,564,021</td>
<td>23.23%</td>
</tr>
<tr>
<td>Net Income</td>
<td>$37,084</td>
<td>$27,629</td>
<td>34.22%</td>
</tr>
</tbody>
</table>

Per Share Data:

<table>
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<tr>
<th></th>
<th>2021</th>
<th>2020</th>
<th>Percent Change</th>
</tr>
</thead>
<tbody>
<tr>
<td>Basic Earnings</td>
<td>$16.48</td>
<td>$12.19</td>
<td>35.19%</td>
</tr>
<tr>
<td>Book Value</td>
<td>$130.43</td>
<td>$118.21</td>
<td>10.34%</td>
</tr>
</tbody>
</table>

Key Trends

A Historical Perspective – Dollar amounts in thousands

<table>
<thead>
<tr>
<th>Years Ending</th>
<th>2021</th>
<th>2020</th>
<th>2019</th>
<th>2018</th>
<th>2017</th>
</tr>
</thead>
<tbody>
<tr>
<td>Net Income</td>
<td>$37,084</td>
<td>$27,629</td>
<td>$23,385</td>
<td>$20,765</td>
<td>$14,701</td>
</tr>
<tr>
<td>Return on Average Shareholders’ Equity</td>
<td>12.94%</td>
<td>10.86%</td>
<td>10.90%</td>
<td>11.29%</td>
<td>9.34%</td>
</tr>
<tr>
<td>Return on Average Assets</td>
<td>1.11%</td>
<td>1.01%</td>
<td>0.99%</td>
<td>0.91%</td>
<td>0.83%</td>
</tr>
</tbody>
</table>
2021 Board of Directors

Ben Alford  
Sales Management

Stayton M. Bonner, Jr.  
Attorney

Stayton Bonner III  
Digital Media

Kathryn Wylie Deason  
Public Accounting

Sheila Smith Gresham  
Investments

Andrew Kangerga  
Investments

Jim Kangerga  
Investments

J. Mark Mann  
Chairman of the Board  
Attorney

Todd Engemoen, CFA  
Executive VP &  
Chief Financial Officer  
VeraBank

Michael R. Moores, CPA  
Executive VP &  
Chief Lending Officer  
VeraBank

Bradley H. Tidwell  
President & CEO  
VeraBank

VeraBank, Inc. Officers

J. Mark Mann  
Chairman of the Board

Rosalyn Williamson, CPA  
VP, Treasurer

Gay Davis  
Assistant Secretary

Bradley H. Tidwell  
President & CEO

Todd Engemoen, CFA  
SVP & Chief Financial Officer

Rhonda Calhoun  
Assistant Secretary & Treasurer

Michael R. Moores, CPA  
VP

Danette Heffner  
VP, Secretary
VeraBank Senior Management Team

Bradley H. Tidwell
President & CEO

Todd Engemoen, CFA
Executive VP & Chief Financial Officer

Danette Heffner
Executive VP & Director of Human Resources

Michael R. Moores, CPA
Executive VP & Chief Lending Officer

Woodie Tipps
Executive VP & Chief Retail Officer

Andrew Adams
SVP & Market President

Glenn Bickerdike
SVP & Regional Manager

Brett Biggs
SVP & Market President

Cliff Bomer
SVP & Regional Manager

Kathy Brown
SVP Loan Operations

Ree Carlson
SVP & Customer Experience Officer

Gaye Clements
SVP & Market President

Ashlyn Cole
SVP & Market President

Toby Fails
SVP & Wealth Management Manager

Alex Hammond
SVP & Chief Credit Officer

Joel Jackson
SVP & Regional Manager

Christina Janecka
SVP & Head of Mortgage Lending

Jon Moore
SVP & Chief Credit Approval Officer

Ronald Nix
SVP & Chief Technology Officer

Cameron Nofi, CPA
SVP Finance

Michael Purifoy
SVP & Director of Treasury Management

Michael Ramirez
SVP & Market President

Jonathan Voight
SVP & Regional Manager

Jay Walker
SVP & Regional Manager

Jennifer Ware
SVP Marketing & Communications

Rosalyn Williamson, CPA
SVP & Controller
VeraBank Officers

EXECUTIVE
Bradley H. Tidwell - President & CEO
Todd Engemoen, CFA - EVP & Chief Financial Officer
Danette Hefner - EVP & Director of Human Resources
Michael R. Moores, CPA - EVP & Chief Lending Officer
Woodie Tipps - EVP & Chief Retail Officer

LENDING - CREDIT
Michael R. Moores, CPA - EVP & Chief Lending Officer
Alex Hammond - SVP & Chief Credit Officer
Jon Moore - SVP & Chief Credit Approval Officer
Scott Andrews - VP
Michelle Lowe - VP
Jackie Moseley - VP
Duane Waldrop - VP
Parker Bradham - Banking Officer
Chapin Miller - Banking Officer
Sue Plummer - Banking Officer

LOAN OPERATIONS
Kathy Brown - SVP
Melinda Martin - VP
Shirley Atkinson - AVP
Margaret Brown - AVP
Denice Farias - AVP
Kimberly Gowan - AVP
Ida Grammer - AVP
Tammy Holman - AVP
Katie Woodall - AVP
Christy Beckworth - Banking Officer
Rachel Boone - Banking Officer
Carolyn King - Banking Officer
Cindy Raun - Banking Officer
Karen Simmons - Banking Officer
Karen Waldo - Banking Officer
Celeste White - Banking Officer

DEPOSIT OPERATIONS
Andrew Cawthon - SVP
Jeri Gaddis - VP & Card & Payments Manager
Rhonda McFarland - VP
Julia Stuckey - VP
Diana Morgan - Assistant Cashier

Jenifer Fisk - Banking Officer
Donna Herrera - Banking Officer
Debbie Hodkinson - Banking Officer
Darlene Williamson - Banking Officer

INFORMATION SERVICES
Ronald Nix - SVP & Chief Technology Officer
Jeanne Cunningham - VP
Patti Williams - Banking Officer

CUSTOMER SERVICE
Cheryl Kale - SVP
Patti Fitzgerald - VP
Mary King - AVP
Charla Nash - AVP
Dana Alexander - Banking Officer
Trassie Clampil - Banking Officer

FINANCE
Todd Engemoen, CFA - EVP & Chief Financial Officer
Roslyn Williamson, CPA - SVP & Controller
Cameron Nofi, CPA - SVP
Rhonda Calhoun - VP
Steve Starnes - VP
Jessica Young, CPA - AVP
Susan Duncan - Banking Officer
Danita Hawkins - Banking Officer

HUMAN RESOURCES
Danette Hefner - EVP & Director of Human Resources
Nancy Trueblood - Banking Officer

MARKETING & DIGITAL
Jennifer Ware - SVP, Marketing & Communications
Jeremy Cartwright - VP & Digital Experience Officer
Robin Gibson - AVP, Marketing Manager

AUDIT & COMPLIANCE
Lois Jones - SVP
Barbara Long, CPA - SVP & Audit Manager

COMMERCIAL & RETAIL SERVICES
Woodie Tipps - EVP & Chief Retail Officer
Ree Carlson - SVP & Customer Experience Officer
Michael Purifoy - SVP & Director of Treasury Management
Steve Esparza - SVP
Eric Archer - VP
Joe Gonzalez - VP
Matt Trevino - VP
Kay Bills - AVP
Rasheeda Quarles - AVP
Kathie Sims - AVP
Katie Smith - AVP
Robin Williams - AVP
Zoe Desfassiaux - Treasury Management Officer
Jorge Cisneros - Banking Officer
Danny Copeland - Banking Officer
Laura Field - Banking Officer
Sophia Sartor - Banking Officer
Michele Shanks - Banking Officer

WEALTH MANAGEMENT & TRUST
Toby Fails - SVP & Wealth Management Manager
Tim Lewinski, CFA - SVP
Carol Thomson - SVP
Connie Fain - VP
Brad Keilt - VP
Kenneth Loke - VP
Gordon Northcut - VP
Justin Serafin - AVP
William Boughton - Trust Officer
Dana Dowling - Trust Officer
Kit Harrington - Trust Officer
Holly Krezzorn - Trust Officer
Kristen Richardson - Trust Officer
Tabitha Powell - Banking Officer
VeraBank Officers

ATHENS
Jamie Running - VP & Branch Manager
Ethan Jackson - VP
Carlos Padron - VP
Genia Gregory - AVP

AUSTIN
Todd Engemoen, CFA - EVP & CFO
Michael Ramirez - SVP & Market President
Patrick Dailey, CPA - SVP
Eric Kelley - SVP
Viviene Ngo - SVP
Cameron Nof, CPA - SVP
Cole McDonald - VP
Rasheedah Quarles - AVP
Sean Crider - Banking Officer
Zoe Desfassiaux - Banking Officer
Demeca Hobbs - Banking Officer
Justina Mojica - Banking Officer
Katie Pennington - Banking Officer

BRYAN-COLLEGE STATION
Joel Jackson - SVP & Regional Manager
Steve Bledsoe - SVP
Eric Archer - VP
Jeff Vander Woude - VP
Amber Showman - AVP
Amanda Cameron - Banking Officer & Branch Manager

CARTHAGE
Brett Biggs - SVP & Market President
Kay Garrett - SVP
Chris Jordan - Banking Officer & Branch Manager
Morgan Nichols - AVP

CHANDLER
Cresha Foster - VP & Branch Manager
D'Laine Brooks - Banking Officer
Erica Howell - Banking Officer

CORSICANA - COLLEGE PARK
April Hebert - Banking Officer
Tracy Rogers - Banking Officer

CORSICANA - DOWNTOWN
Christina Janecka - SVP & Head of Mortgage Lending
Susan Colburn - AVP & Branch Manager
Chance Kirk - AVP
Viviana Reyna - Banking Officer

FLORENCE
Christy Stacy - VP & Branch Manager
Nikki Carlile - Banking Officer
Karen Robbins - Banking Officer

GEORGETOWN
Felicia Cortez-Luna - AVP & Branch Manager
Rachel Forrister - VP

HARKER HEIGHTS
Jay Walker - SVP & Regional Manager
Janice Foster - AVP
Angela Sanchez - AVP & Branch Manager
Donna Alexander - AVP
James Belliveau - Banking Officer

HENDERSON - DOWNTOWN
Gay Davis - VP
Ryan Ellis - VP
Brian Lowrie - VP
Melinda Martin - VP
Gloria Enríquez - AVP & CDC Manager
Margaret Brown - AVP
Tammy Holman - AVP
Christy Beckworth - Banking Officer
Carolyn King - Banking Officer
Nichole Kiper - Banking Officer & Branch Manager
Karen Simmons - Banking Officer
Tasha Smith - Banking Officer
Shea Vestal - Banking Officer
Celeste White - Banking Officer

HENDERSON - SOUTH 79
Kendra Noble - Banking Officer & Branch Manager

HUNTSVILLE
Gaye Clements - SVP
Matthew Childers - Banking Officer & Branch Manager
Rindy Garland - Banking Officer

JEFFERSON
Penny Moore - Banking Officer & Branch Manager

KILGORE
Jon Tate - VP & Branch Manager
Katie Woodall - AVP
Sandra Rojas - Banking Officer

KILLEEN
Yesenia Westbrook - AVP & Branch Manager
Jennifer Abrigo - Banking Officer

KILLEEN - SOUTH
Amanda Pugh - Banking Officer

LAKEPORT
Kim Hicks-Graham - VP

LIBERTY HILL
Shari Paddock - AVP & Branch Manager
Pamela Williams - Banking Officer

LONGVIEW - 4TH STREET
Katrina Oatney - VP
Tamara Stoker-Byrdsong - VP & Branch Manager

LONGVIEW - DOWNTOWN
Ryan Hamilton - SVP & Regional President
Alan Clark - VP
Laura Field - Banking Officer
Julia Harris - Banking Officer & Branch Manager
Sophia Sartors - Banking Officer

LUFKIN - DOWNTOWN
David Jenkins - AVP & Branch Manager
Trent Ashby - SVP & Angelina County Chairman
LUKFIN - WEST
Ashlyn Cole - SVP & Market President
Lauren Cox - VP
Christopher Gaw - VP
Maria Enriquez-Anderson - AVP & Branch Manager

MALAKOFF
Jamie Running - VP, Branch Manager

MARSHALL
Glenn Bickerdike - SVP & Regional Manager
Lorie Minter - VP & Branch Manager

MEXIA
Rick Sanders - VP & Branch Manager
Cheryl Hancock - Banking Officer

MOUNT ENTERPRISE
Kendra Noble - Banking Officer, Branch Manager

MOUNT PLEASANT
Lee Loveless - VP
Tawana Kizer - AVP & Branch Manager
Sheri Wood - AVP

PALESTINE
Cliff Bomer - SVP & Western Region Manager
Rachael Johnson - VP
Jeffrey Schwab - AVP
Rachel Boone - Banking Officer
Susan Callahan - Banking Officer
Stephanie Pittman - Banking Officer

PINE TREE
Alana Williams - Banking Officer & Branch Manager

ROUND ROCK
Jonathan Voight - SVP & Regional Manager
Aaron Dominguez - SVP & Market President
Robin Williams - AVP

TATUM
Kendra Friend - Banking Officer & Branch Manager

TEMPLE
Charles Chapman - SVP & Branch Manager

TYLER - CUMBERLAND
Brenda Hall - VP
Maria Avila - Banking Officer & Branch Manager

TYLER - FRONT STREET
Jesus Vera - VP & Branch Manager
Rosie Esparza - AVP
Adriana Valdivinos - Banking Officer

TYLER - GRANDE
Andrew Adams - SVP & Market President
Stuart Meisenheimer - SVP
Nathan Holt - VP
Chris Jones - VP
Kim Page - VP
Adam Attaway - AVP
Katie Smith - AVP
Maria Avila - Banking Officer & Branch Manager
Angelica Gonzalez - Banking Officer

WASKOM
Tammy Lee - AVP
Janet Hudson - Banking Officer

WHITE OAK
Barbara Fergus - VP
Jennifer Barnett - AVP & Branch Manager
Carla Bowden - AVP
Ida Grammer - AVP & Banking Officer

Growing, Genuinely.
Report Item 2a: Organization Chart

Shareholders

VeraBank, Inc.
('LEI: none')
Henderson, TX, USA
Incorporated in Texas

100%
Henderson Citizens Statutory Trust I
('LEI: none')
Hartford, CT, USA
Incorporated in Connecticut

100%
Union State Statutory Trust I
('LEI: none')
Kileen, TX
Incorporated in Connecticut

100%
Henderson Citizens Statutory Trust II
('LEI: none')
Henderson, TX, USA
Incorporated in Delaware

100%
Union State Statutory Trust II
('LEI: none')
Florence, TX
Incorporated in Delaware

100%
VeraBank, N.A.
('LEI: none')
Henderson, TX, USA
Incorporated in U.S.A.

100%
Non-managing Member
VBBE, LLC.
('LEI: none')
Henderson, TX, USA
Incorporated in Texas

51%
H.C.B. Insurance Agency, Inc.
('LEI: none')
Henderson, TX, USA
Incorporated in Texas
Report Item 2b: Domestic Branch Listing

Result: A list of branches for your depository/association. VE MARINE, NATIONAL ASSOCIATION (10, RISD: 56351).
This data was received on 12/31/2021. Data reflects information that was received and processed through 02/12/2022.

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, mark the data, enter 'Change' in the Data Action column and the date when information first became valid in the Effective Date column.
- Close: if a branch line was added or deleted, enter 'Close' in the Data Action column and the sale or closure date in the Effective Date column.
- Delete: if a branch line was owned by this depository institution, enter 'Delete' in the Data Action column.
- Add: if a reportable branch is being inserted, 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 signed copy to your FR contact. See the detailed instructions on this site for more information.

If you are emailing this to your FR contact, put your institution name, city and state in the subject line of your email.

Note:
To satisfy the FR-10 reporting requirements, you must also submit FR-10 Domestic Branch Schedule for each branch with a Data Action of Change, Close, Delete, or Add.
The FR-10 report may be submitted in a hardcopy format or via the FR-10 Online application - https://www.fdic.gov/financial/fr10.html.

* FOX, UBNUM, Office Number, and IC: RISD columns are for reference only. Verification of these values is not required.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID: RISD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNIFORM OFFICE NUMBER*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID: RISD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service (Head Office)</td>
<td>56351</td>
<td>VE MARINE, NATIONAL ASSOCIATION</td>
<td>301 WISEMAN STREET</td>
<td>HENDERSON</td>
<td>TN</td>
<td>37069</td>
<td>RUSK</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>VE MARINE, NATIONAL ASSOCIATION</td>
<td>56351</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>56352</td>
<td>VE MARINE, NATIONAL ASSOCIATION</td>
<td>701 WYLER STREET</td>
<td>AUSTIN</td>
<td>TX</td>
<td>78707</td>
<td>RANDALL</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>VE MARINE, NATIONAL ASSOCIATION</td>
<td>56351</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>56353</td>
<td>VE MARINE, NATIONAL ASSOCIATION</td>
<td>1530 WISHAM AVENUE</td>
<td>GEORGIA</td>
<td>GA</td>
<td>30305</td>
<td>FULTON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>VE MARINE, NATIONAL ASSOCIATION</td>
<td>56351</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>56354</td>
<td>VE MARINE, NATIONAL ASSOCIATION</td>
<td>100 WISINSON STREET</td>
<td>IMMANUEL</td>
<td>TX</td>
<td>76114</td>
<td>GRAYSON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>VE MARINE, NATIONAL ASSOCIATION</td>
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<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>56355</td>
<td>VE MARINE, NATIONAL ASSOCIATION</td>
<td>3685 WISCONSIN AVENUE</td>
<td>MILWAUKEE</td>
<td>WI</td>
<td>53209</td>
<td>HAMILTON</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>VE MARINE, NATIONAL ASSOCIATION</td>
<td>56351</td>
<td></td>
</tr>
</tbody>
</table>
Report Item 3: Securities holders

<table>
<thead>
<tr>
<th>(1)(a) Name &amp; Address</th>
<th>(1)(b) Country of Citizenship</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Phyllis P. Alford</td>
<td>USA</td>
<td>194,765 shares of common stock – 9.37%¹</td>
</tr>
<tr>
<td>Henderson, TX</td>
<td></td>
<td></td>
</tr>
<tr>
<td>David Alford</td>
<td>USA</td>
<td>188,041 shares of common stock – 9.04%²</td>
</tr>
<tr>
<td>Henderson, TX</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Stayton M. Bonner, Jr.</td>
<td>USA</td>
<td>15,239 shares of common stock – 7.23%³</td>
</tr>
<tr>
<td>Henderson, TX</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Andrew Kangerga</td>
<td>USA</td>
<td>136,038 shares of common stock – 6.54%⁴</td>
</tr>
<tr>
<td>Henderson, TX</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

¹ Includes 165,024 shares owned by CNB Alford, LP for which Phyllis P. Alford has voting authority. Includes 16,138 shares owned by Alford Holdings, LP for which Phyllis P. Alford has voting authority. Includes 3,824 shares held in trust for Mrs. Alford as trustee of the E. Landon Alford Family Trust.

² Includes 165,024 shares owned by CNB Alford, LP for which David Alford has voting authority. Includes 16,138 shares owned by Alford Holdings, LP for which David Alford has voting authority. Includes 2,813 shares held in trust for Mr. Alford as trustee and co-beneficiary of the David R Alford Family Trust. Includes 3,824 shares held in the E. Landon Alford Family Trust for which Mr. Alford has voting authority.

³ Includes 20,500 shares owned by Odyssey Partners LTD for which Mr. Bonner has voting authority. Also included are 44,615 shares held in three trusts (John Bonner Trust, Stayton Bonner Trust and Walter Bonner Trust) for which Mr. Bonner is a co-beneficiary and co-trustee. Mr. Bonner is also co-trustee with VeraBank on three other trusts (Rebecca Dismukes Trust, Robert Dismukes Trust and Regan Dismukes Trust), which own an aggregate of 82,040 shares, of which he is not a beneficiary. The combined 126,655 shares held in the six trusts are voted solely by Mr. Bonner and, therefore, are included in the total shares beneficially owned by Mr. Bonner.

⁴ Includes 132,978 shares owned by NRK Investments LLP for which Mr. Kangerga has sole voting authority. Includes 660 shares held by Mr. Kangerga as custodian for his minor children.
Report Item 3: Securities holders (continued)

Securities Holders 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 12-31-2021

<table>
<thead>
<tr>
<th>(2)(a)</th>
<th>(2)(b)</th>
<th>(2)(c)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name &amp; Address</td>
<td>Country of Citizenship</td>
<td>Number and Percentage of Each Class of Voting Securities</td>
</tr>
</tbody>
</table>

None
<table>
<thead>
<tr>
<th>(1)</th>
<th>(2)</th>
<th>(3)(a)</th>
<th>(3)(b)</th>
<th>(3)(c)</th>
<th>(4)(a)</th>
<th>(4)(b)</th>
<th>(4)(c)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Names &amp; Address (City, State,Country)</td>
<td>Principal Occupation, if other than with Bank Holding Company</td>
<td>Title &amp; Position with Bank Holding Company</td>
<td>Title &amp; Position with Subsidiaries</td>
<td>Title &amp; Position with Other Businesses</td>
<td>Percentage of Voting Shares in Holding Company</td>
<td>Percentage of Voting Shares in Subsidiaries</td>
<td>List names of other companies if 25% or more of voting securities are held</td>
</tr>
<tr>
<td>Benson Alford</td>
<td>Sales Management</td>
<td>Director</td>
<td>Director (VeraBank, N.A.)</td>
<td>Director (H.C.B., Inc.)</td>
<td>0.14%</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>Stayton M. Bonner, Jr. Henderson, TX USA</td>
<td>Attorney</td>
<td>Director</td>
<td>Director (VeraBank, N.A.)</td>
<td>Director (H.C.B., Inc.)</td>
<td>7.23%</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>Stayton Bonner III Santa Fe, NM USA</td>
<td>Digital Media</td>
<td>Director</td>
<td>Director (VeraBank, N.A.)</td>
<td>Director (H.C.B., Inc.)</td>
<td>0.72%</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>Kathryn Wylie Deason Henderson, TX USA</td>
<td>Accountant</td>
<td>Director</td>
<td>Director (VeraBank, N.A.)</td>
<td>Director (H.C.B., Inc.)</td>
<td>0.49%</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>Todd Engemoen Austin, TX USA</td>
<td>n/a</td>
<td>Director and Senior Vice President &amp; CFO (VeraBank, N.A.)</td>
<td>Director and Vice President &amp; CFO (H.C.B., Inc.)</td>
<td>0.03%</td>
<td>n/a</td>
<td>n/a</td>
<td></td>
</tr>
<tr>
<td>Sheila Smith Gresham Tyler, TX USA</td>
<td>Investor</td>
<td>Director</td>
<td>Director (VeraBank, N.A.)</td>
<td>Director (H.C.B., Inc.)</td>
<td>0.65%</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>Andrew J. Kanger Fort Worth TX USA</td>
<td>Investor</td>
<td>Director</td>
<td>Director (VeraBank, N.A.)</td>
<td>Director (H.C.B., Inc.)</td>
<td>6.54%</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>James M. Kanger Henderson, TX USA</td>
<td>Investor</td>
<td>Director</td>
<td>Director (VeraBank, N.A.)</td>
<td>Director (H.C.B., Inc.)</td>
<td>1.37%</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>J. Mark Mann Waco, TX USA</td>
<td>Attorney</td>
<td>Director and Chairman of the Board (VeraBank, N.A.)</td>
<td>Director &amp; Chairman of the Board (H.C.B., Inc.)</td>
<td>0.61%</td>
<td>n/a</td>
<td>n/a</td>
<td></td>
</tr>
</tbody>
</table>
# VeraBank, Inc.
## Year Ending December 31, 2021

## Report Item 4: Insiders

<table>
<thead>
<tr>
<th>(1) Names &amp; Address</th>
<th>(2) Principal Occupation, if other than with Bank Holding Company</th>
<th>(3)(a) Title &amp; Position with Bank Holding Company</th>
<th>(3)(b) Title &amp; Position with Subsidiaries</th>
<th>(3)(c) Title &amp; Position with Other Businesses</th>
<th>(4)(a) Percentage of Voting Shares in Holding Company</th>
<th>(4)(b) Percentage of Voting Shares in Subsidiaries</th>
<th>(4)(d) List names of other companies if 25% or more of voting securities are held</th>
</tr>
</thead>
<tbody>
<tr>
<td>Michael R. Moores</td>
<td>n/a</td>
<td>Director and Vice President</td>
<td>Director and Exec Vice President &amp; CLO (VeraBank, N.A.)</td>
<td>Director and Vice President (H.C.B., Inc.)</td>
<td>0.56%</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>Henderson, TX USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Bradley H. Tidwell</td>
<td>n/a</td>
<td>Director and President</td>
<td>Director and President &amp; CEO (VeraBank, N.A.)</td>
<td>Director &amp; President (H.C.B., Inc.)</td>
<td>0.16%</td>
<td>n/a</td>
<td>n/a</td>
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<tr>
<td>Longview, TX USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Danette Heffner</td>
<td>n/a</td>
<td>Vice President &amp; Secretary</td>
<td>Exec Vice President (VeraBank, N.A.)</td>
<td>Vice President &amp; Secretary (H.C.B., Inc.)</td>
<td>0.03%</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>Liberty City, TX USA</td>
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<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td>Rosalyn Williamson</td>
<td>n/a</td>
<td>Vice President &amp; Treasurer</td>
<td>Senior Vice President &amp; Controller (VeraBank, N.A.)</td>
<td>Vice President &amp; Treasurer (H.C.B., Inc.)</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>Troup, TX USA</td>
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<td></td>
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<td></td>
</tr>
<tr>
<td>Rhonda Calhoun</td>
<td>n/a</td>
<td>Asst. Secretary &amp; Asst. Treasurer</td>
<td>Vice President (VeraBank, N.A.)</td>
<td>Vice President (H.C.B., Inc.)</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>Henderson, TX USA</td>
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</tr>
<tr>
<td>Gay Davis</td>
<td>n/a</td>
<td>Asst. Secretary</td>
<td>Banking Officer (VeraBank, N.A.)</td>
<td>Asst. Secretary (H.C.B., Inc.)</td>
<td>n/a</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
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<td></td>
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