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 611(a)); 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, Shair Baz Hakemy
Name of the Holding Company Director and Official
President
Title of the Holding Company Director and Official

I attest that the Annual Report of Holding Companies (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Signature of Holding Company Director and Official
03/11/2022
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
X is not prepared

For Federal Reserve Bank Use Only
RUSD ID
C.I.

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

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

Reporters' Name, Street, and Mailing Address

Riverbend Financial Corporation
Legal Name of Holding Company
2000 Handley Ederville Rd
(Mailing Address of the Holding Company) Street / P.O. Box
Fort Worth TX 76118
City State Zip Code
N/A

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Amber Krisser
EVP
Name Title
817-548-6808
Area Code / Phone Number / Extension
817-284-8379
Area Code / FAX Number
ak@spectra.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? ☐ ☐
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 5.59 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
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>Legal Title of Subsidiary Holding Company</th>
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<tbody>
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12/2012
FORM FR Y-6

RIVERBEND FINANCIAL CORP
FORT WORTH, TEXAS
FISCAL YEAR ENDING DECEMBER 31, 2021

Report Item 1:

a. The bank holding company does not prepare an annual report for its shareholders.
b. The bank holding company is not required to file a 10(k) with the SEC.

Report Item 2(a):  Organizational Chart

```
RIVERBEND FINANCIAL CORPORATION
LEI: None
FORT WORTH, TEXAS
INCORPORATED in TEXAS

100%  

RIVERBEND FINANCIAL CAPITAL TRUST
LEI: None
Fort Worth, Texas
INCORPORATED in DELAWARE

100%  

SPECTRA BANK
LEI: None
FORT WORTH, TEXAS
INCORPORATED in TEXAS
```
Report Item 2b:

Results: A list of branches for your depository institution: SPECTRA BANK (02, 0260-4, 02605-7).

This depository institution is held by VIVIENNE FINANCIAL CORPORATION (13035-079) of FORT WORTH, TX.
The date is as of 12/31/2021. Data reflects information that was received and processed through 01/12/2022.

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.
Close: If the branch listed was sold or closed, enter "Close" in the Data Action column and the date when this information first became valid 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://yt2online.federalreserve.gov/

* FOC UNNUM, Office Number, and IO. RSD 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, RSD ID</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>FOC UNNUM</th>
<th>Office Number</th>
<th>Head Office</th>
<th>Head Office ID, RSD ID</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>1032319</td>
<td>SPECTRA BANK</td>
<td>2100 MANLEY FORDVILLE ROAD</td>
<td>FORT WORTH</td>
<td>TX</td>
<td>76118</td>
<td>TARRANT</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>SPECTRA BANK</td>
<td>42605-7</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>0312303</td>
<td>DALLAS FRANCH</td>
<td>2811 WEST NORTHWEST HIGHWAY</td>
<td>DALLAS</td>
<td>TX</td>
<td>75217</td>
<td>DALLAS</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>SPECTRA BANK</td>
<td>42605-7</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Limited Service</td>
<td>1391570</td>
<td>KVERRINDE MOTOR BANK BRANCH</td>
<td>2800 MANLEY FORDVILLE ROAD</td>
<td>FORT WORTH</td>
<td>TX</td>
<td>76118</td>
<td>TARRANT</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>SPECTRA BANK</td>
<td>42605-7</td>
<td></td>
</tr>
</tbody>
</table>
## Report Item 3: Shareholders

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

<table>
<thead>
<tr>
<th>Name</th>
<th>City, State, Country</th>
<th>(1)(b) Country of Citizenship</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
<th>(2)(a) Name and Address</th>
<th>(2)(b) Country of Citizenship</th>
<th>(2)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Barkat Ali</td>
<td>Southlake, Texas</td>
<td>USA</td>
<td>77,928 - 31.17% common stock</td>
<td></td>
<td></td>
<td>N/A</td>
</tr>
<tr>
<td>Shair Baz Hakemy</td>
<td>Southlake, Texas</td>
<td>USA</td>
<td>69,262 - 27.71% common stock</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>M.H. Farhat</td>
<td>Southlake, Texas</td>
<td>USA</td>
<td>26,180 - 10.47% common stock</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Paul G. Johnston and Ruth A Johnston Revocable Living Trust, Neil Johnston Trustee Benton LA</td>
<td>Southlake, Texas</td>
<td>USA</td>
<td>27,152 - 10.86% common stock</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Somyos Srianant</td>
<td>Keller, Texas</td>
<td>USA</td>
<td>20,735 - 8.29% common stock</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Layla Farhat</td>
<td>Southlake, Texas</td>
<td>USA</td>
<td>14,193 - 5.08% common stock</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Name</td>
<td>City, State, Country</td>
<td>Principal Occupation if other than with Bank Holding Company</td>
<td>Title and Position with Bank Holding Company</td>
<td>Title and Position with Subsidiaries</td>
<td>Title and Position with Other Businesses</td>
<td>Percentage of Voting Shares in Bank Holding Company</td>
</tr>
<tr>
<td>-----------------------------</td>
<td>-------------------------------</td>
<td>-------------------------------------------------------------</td>
<td>---------------------------------------------</td>
<td>--------------------------------------</td>
<td>------------------------------------------</td>
<td>------------------------------------------------</td>
</tr>
<tr>
<td>Shair Ibaz Hakemy</td>
<td>Southlake, Texas, USA</td>
<td>Business President</td>
<td>Chairman of the Board</td>
<td>Director / Spectra Bank</td>
<td>President / Hakemy Business and Property LLC</td>
<td>27.71%</td>
</tr>
<tr>
<td>Sabreena Hakemy</td>
<td>Southlake, Texas</td>
<td>Business President</td>
<td>Vice Chairman</td>
<td>Director / Spectra Bank</td>
<td>President / Nex Gen Marketing</td>
<td>3.25%</td>
</tr>
<tr>
<td>Sam Sriramant</td>
<td>Southlake, Texas</td>
<td>Business President</td>
<td>Director</td>
<td>Director / Spectra Bank</td>
<td>President / Hurst Import Car and Repair Service</td>
<td>8.29%</td>
</tr>
<tr>
<td>Edward Swanson</td>
<td>Allen, Texas</td>
<td>Bank President/CEO</td>
<td>n/a</td>
<td>President/CEO Spectra Bank</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>Mark Gazski</td>
<td>Plano, Texas</td>
<td>Consultant</td>
<td>Director/VP</td>
<td>Director / Spectra Bank</td>
<td>Consultant / Self Employed 1975 MT Holdings, LLC</td>
<td>n/a</td>
</tr>
<tr>
<td>Barkat Ali</td>
<td>Southlake, Texas</td>
<td>Principal Shareholder</td>
<td>n/a</td>
<td>n/a</td>
<td></td>
<td>31.17%</td>
</tr>
<tr>
<td>M.H. Farhat</td>
<td>Southlake, Texas</td>
<td>Principal Shareholder</td>
<td>n/a</td>
<td>n/a</td>
<td>President / United States Global Partners</td>
<td>10.47%</td>
</tr>
<tr>
<td>Nell Johnston, Trustee</td>
<td>Benton, Louisiana</td>
<td>Principal Shareholder</td>
<td>n/a</td>
<td>n/a</td>
<td>Unknown</td>
<td>10.86%</td>
</tr>
</tbody>
</table>