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. §§ 246(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.

J. Bruce Bugg, Jr.
Name of the Holding Company Director and Official
Chairman, CEO and President
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
03/22/2022
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.

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.”

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

Reporter’s Legal Entity Identifier (LEI) (20 Character LEI Code)

Reporter's Name, Street, and Mailing Address
Southwest Bancshares, Inc.
PO Box 90837
(Mailing Address of the Holding Company) Street / P.O. Box
San Antonio Texas 78209
City State Zip Code

1900 NW Loop 410, San Antonio TX 78213
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Amy J. Sondergeld
CFO, Texas Partners Bank
Name Title
210-807-5511
Area Code / Phone Number / Extension
210-807-5511
Area Code / FAX Number
amy.sondergeld@texaspartners.bank
E-mail Address
N/A
Address (URL) for the Holding Company’s web page

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.
Southwest Bancshares, Inc.
San Antonio, Texas
Fiscal Year Ending December 31, 2021

Report Item
2a: Organizational Chart as of open of business

Southwest Bancshares, Inc
San Antonio, Texas
Incorporated in Texas
LEI: None

100%

Texas Partners Bank
San Antonio, Texas
Incorporated in Texas
LEI: 549300SOZES6XPZ50475

100%

The Bank of San Antonio
Insurance Group, Inc
San Antonio, Texas
Incorporated in Texas
LEI: None

Aspireon Wealth Advisors, LLC
San Antonio, Texas
Formed in Texas
LEI: None

Aspireon Investment Management, LLC
San Antonio, TX
Formed in Delaware
LEI: None

Limited Partner, 39%

100%

100%

Sole Member/Managing Member

Texas Express Funding, LLC
San Antonio, TX
Formed in Texas
LEI: None

Aspireon Opportunities Fund GP, Inc
San Antonio, TX
Formed in Texas
LEI: None

Limited Partner, 39%

100%

25%

Gardner Financial Services, Ltd
San Antonio, TX
Formed in Texas
LEI: 549300M8GWZD17CZD19

General Partner, 1%

100%

100%Sole Member/Managing Member

CBH Mortgage, Inc
San Antonio, TX
Formed in Texas
LEI: None
**Report Item 2b**

**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.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSSD</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 UNINUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>24</td>
<td>Full Service</td>
<td>5082232</td>
<td>AUSTIN OFFICE</td>
<td>401 NORTH MORPAC EXPRESSWAY, MORPAC CENTRE SUITE 101</td>
<td>AUSTIN TX 78755 BEXAR UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>TEXAS PARTNERS BANK</td>
<td>3548567</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>24</td>
<td>Full Service</td>
<td>5850431</td>
<td>MOPAC OFFICE</td>
<td>900 MAIN STREET</td>
<td>BANDERA TX 78003 BANDERA UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>TEXAS PARTNERS BANK</td>
<td>3548567</td>
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<td></td>
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<tr>
<td>24</td>
<td>Full Service</td>
<td>5535472</td>
<td>BEXAR OFFICE</td>
<td>333 S. STATE STREET</td>
<td>FREDERICKSBURG TX 78124 GILLESPIE UNITED STATES</td>
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<td>Not Required</td>
<td>TEXAS PARTNERS BANK</td>
<td>3548567</td>
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</tr>
<tr>
<td>24</td>
<td>Full Service</td>
<td>5535579</td>
<td>KERRVILLE OFFICE</td>
<td>1500 E. RIO GRANDE SUITE 206</td>
<td>KERRVILLE TX 78028 BEXAR UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>TEXAS PARTNERS BANK</td>
<td>3548567</td>
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</tr>
<tr>
<td>24</td>
<td>Full Service</td>
<td>4984391</td>
<td>500 MOPAC ROAD BRANCH</td>
<td>440 SOM ROAD, SUITE 110</td>
<td>SAN ANTONIO TX 78216-8060 BEXAR UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>TEXAS PARTNERS BANK</td>
<td>3548567</td>
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</tr>
<tr>
<td>24</td>
<td>Full Service</td>
<td>3809717</td>
<td>STONE OAK BRANCH</td>
<td>227 NORTH LOOP 1604 EAST SUITE 140</td>
<td>SAN ANTONIO TX 78232 BEXAR UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
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</tr>
<tr>
<td>24</td>
<td>Full Service</td>
<td>5012440</td>
<td>SCHERTZ BRANCH</td>
<td>21111 INTERSTATE 35, SUITE 123</td>
<td>SCHERTZ TX 78104 GUADALUPE UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>TEXAS PARTNERS BANK</td>
<td>3548567</td>
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</tr>
</tbody>
</table>
Report Item
3(1)(a)(b)(c): Securities Holders

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2021.

<table>
<thead>
<tr>
<th>1(a) Name &amp; Address (City, State, Country)</th>
<th>1(b) Country of Citizenship or Incorporation</th>
<th>1(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>J. Bruce Bugg, Jr. San Antonio, Texas, USA</td>
<td>USA</td>
<td>Common Stock: 654,217 (11%)</td>
</tr>
</tbody>
</table>

3(2): N/A
## Report Item
4: Insiders (1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

<table>
<thead>
<tr>
<th>(1) Name, City, State, Country</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 and Position with Other Businesses</th>
<th>(4)(a) Percentage of Voting Shares in Bank Holding Company</th>
<th>(4)(b) Percentage of Voting Shares in Subsidiaries</th>
<th>(4)(c) List Names of Other Companies if 25% or more of voting securities are held</th>
</tr>
</thead>
<tbody>
<tr>
<td>J. Bruce Bugg, Jr. San Antonio, TX USA</td>
<td>Private Investor</td>
<td>Chairman, CEO &amp; President</td>
<td>Executive Chairman of the Board, Texas Partners Bank</td>
<td>Chairman, Texas Transportation Commission</td>
<td>Chairman and Trustee, The Tobin Endowment</td>
<td>General Partner, 2B Partners</td>
<td>Chairman &amp; CEO, Argyle Investment Co, LLC</td>
</tr>
<tr>
<td>John C. Boyle Bandera, TX USA</td>
<td>Private Investor</td>
<td>Director</td>
<td>Director, Texas Partners Bank</td>
<td>President, Boyle’s Market, Inc.</td>
<td>President, Boyle’s Merchandise, Inc.</td>
<td>Shareholder, Boyle Family Partnership, LLC</td>
<td>Partner, Boyle &amp; Boyle</td>
</tr>
</tbody>
</table>
## Report Item 4: Insiders (1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

<table>
<thead>
<tr>
<th>Name, City, State, Country</th>
<th>Principal Occupation if other than with Bank Holding Company</th>
<th>Title &amp; Position with Bank Holding Company</th>
<th>Title &amp; Position with Subsidiaries</th>
<th>Title and Position with Other Businesses</th>
<th>Percentage of Voting Shares in Bank Holding Company</th>
<th>Percentage of Voting Shares in Subsidiaries</th>
<th>List Names of Other Companies if 25% or more of voting securities are held</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Laurie Brown</strong></td>
<td>Beverage Distributor</td>
<td>Director</td>
<td>Director, Texas Partners Bank</td>
<td>•Partner, Brown Distributing Company, LTD&lt;br&gt;•Partner, Brown Distributing Holding, LTD&lt;br&gt;•Partner, LBW GP, LLC&lt;br&gt;•Manager, Four Boards Ranch, LLC&lt;br&gt;•Partner, ELK RUN, LP</td>
<td>&lt;1%</td>
<td>N/A</td>
<td>•Four Boards Ranch, LLC (100%)&lt;br&gt;•LBW GP, LLC (100%)</td>
</tr>
<tr>
<td><strong>Robert M. Cavender</strong></td>
<td>Private Investor</td>
<td>Director</td>
<td>Director, Texas Partners Bank</td>
<td>•President, CBM Broadway&lt;br&gt;•President, 3BI, Ltd.&lt;br&gt;•President, Cavender Boerne Acquisition of Texas&lt;br&gt;•President, Cavender Boerne Property Real Estate LLC&lt;br&gt;•President, Cavender Brothers Management&lt;br&gt;•President, Cavender Buick GMC West&lt;br&gt;•President, Cavender Buick of Texas&lt;br&gt;•President, Cavender Cadillac of Texas&lt;br&gt;•President, Cavender Collision Center&lt;br&gt;•President, Cavender Grande Ford&lt;br&gt;•President, Land Rover San Antonio&lt;br&gt;•President, Cavender Insurance Co</td>
<td>4%</td>
<td>N/A</td>
<td>•Cavender Cadillac of Texas (33%)&lt;br&gt;•Land Rover San Antonio (33%)&lt;br&gt;•Cavender Buick of Texas (33%)&lt;br&gt;•Cavender Boerne Acquisition of Texas (33%)&lt;br&gt;•Cavender Boerne Property Real Estate LLP (33%)&lt;br&gt;•CBM Broadway (33%)&lt;br&gt;•Cavender Brothers Management (33%)&lt;br&gt;•3BI, Ltd. (33%)&lt;br&gt;•Cavender Buick GMC West (33%)&lt;br&gt;•Cavender Collision Center (33%)&lt;br&gt;•Cavender Grande Ford (33%)</td>
</tr>
</tbody>
</table>
### Report Item

4: Insiders (1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

<table>
<thead>
<tr>
<th>Name, City, State, Country</th>
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<th>Title &amp; Position with Bank Holding Company</th>
<th>Title &amp; Position with Subsidiaries</th>
<th>Title and Position with Other Businesses</th>
<th>Percentage of Voting Shares in Bank Holding Company</th>
<th>Percentage of Voting Shares in Subsidiaries</th>
<th>List Names of Other Companies if 25% or more of voting securities are held</th>
</tr>
</thead>
</table>
| Eugene Dawson, Jr.          | Engineer                                                   | Director                                 | Director, Texas Partners Bank     | President, Pape-Dawson Engineers, Inc.  | 3%                                            | N/A                                           | • Pape-Dawson Engineers, Inc. (34%)  
• D2 Partners, LP (50%)  
• Dawson Four Partners (25%)  
• D2410 Partners, LP (50%)  
• D2 Partners GP, LLC (50%)  
• New D2 Partners, LP (50%) |
| Brent R. Given              | Banker                                                     | EVP/COO, Treasurer, Assistant Secretary and Director | President and CEO, Texas Partners Bank  
CEO, The Bank of San Antonio Insurance Group, Inc  
Executive Vice Chairman, Aspireon Wealth Advisors, LLC | Advisory Director, University of Texas – San Antonio College of Business Real Estate Finance and Development Founders Council  | 2%                                            | N/A                                           | N/A |
| Mark E. Healy, M.D.         | Physician                                                  | Director                                 | Director, Texas Partners Bank     | Director & Member, South Texas Radiology Group, PA  
Partner, Trillium Associates, Ltd  
Partner, Trillium Group, LLC  
Partner, 1706 Patton, LLC | 3%                                            | N/A                                           | N/A |

**Form FR Y-6**  
**Southwest Bancshares, Inc.**  
**San Antonio, Texas**  
**Fiscal Year Ending December 31, 2021**
# Report Item

4: Insiders (1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

<table>
<thead>
<tr>
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</tr>
</thead>
</table>
| Richard S. Hill Austin, TX USA | Real Estate Developer | Director | Director, Texas Partners Bank | •Principal, Cavender Hill Properties, Inc.  
•Vice President, HPI Real Estate Inc.  
•Vice President, HPI Real Estate Management, Inc.  
•Member, HPI DFT Holdings, LLC.  
•Member, HPI Self Storage Investments, LLC.  
•President, Kitychco, Inc. | <1% | N/A | •HPI Real Estate, Inc. (33%)  
•HPI Real Estate Management, Inc. (26%)  
•HPI Self Storage Investments, LLC. (27%)  
•Kitychco, Inc. (99%) |
| Steven Q. Lee San Antonio, TX USA | Real Estate Investor | Secretary Director | Director, Texas Partners Bank | •Partner, Sentinel Diversified Fund  
•Partner, Laguna Water, Ltd.  
•Partner, 990 Isom, Ltd.  
•Partner, Marathon Title Co.  
•Partner, Avant Interest, Ltd.  
•Partner, Avant Development, LLC.  
•Partner, Steve Lee Family Ltd.  
•Partner, Teton Capital Partners  
•Partner, Dorchester Beer Holdings  
•Partner, Endeavor Opportunity  
•Investor, Partners in Prophet  
•Partner, Abiso Alamo Ranch  
•Partner, Abiso Dominion  
•Partner, Abiso Helotes  
•Partner, Abiso Helotes Crossing  
•Partner, Abiso New Braunfels  
•Partner, Abiso River Bend  
•Partner, Cho Oyu, LLC  
•Partner, QCO Limited | 2% | N/A | •Avant Development LLC (25%)  
•Avant Interest, Ltd (25%)  
•Cho Oyu, LLC (25%)  
•QCO Limited (50%)  
•Steve Lee Family Ltd (37%) |
### Report Item

4: Insiders (1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

<table>
<thead>
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</tr>
</thead>
<tbody>
<tr>
<td>Richard T. Schlosberg, III</td>
<td>Retired (Publishing and Communications)</td>
<td>Director</td>
<td>Director, Texas Partners Bank</td>
<td></td>
<td>3%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>San Antonio, TX USA</td>
<td></td>
<td></td>
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<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>David A. Spencer</td>
<td>Venture Capitalist</td>
<td>Director</td>
<td>Director, Texas Partners Bank</td>
<td>• Partner, Mandelbrot Real Estate, Ltd</td>
<td>4%</td>
<td>N/A</td>
<td>• Mandelbrot Real Estate, Ltd (50%)</td>
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<tr>
<td>San Antonio, TX USA</td>
<td></td>
<td></td>
<td></td>
<td>• Member, Mandelbrot 5 Doors Down, LLC</td>
<td></td>
<td></td>
<td>• Mandelbrot 5 Doors Down, LLC (50%)</td>
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<td>• Member, Mandelbrot Ellen Williams Loop, LLC</td>
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<td>• Mandelbrot Ellen Williams Loop, LLC (50%)</td>
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<td>• Member, Mandelbrot Enchanted Eve, LLC</td>
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<td>• Mandelbrot Enchanted Eve, LLC (50%)</td>
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<tr>
<td></td>
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<td>• Partner, Silicon Drive Office Ventures, Ltd</td>
<td></td>
<td></td>
<td>• Silicon Drive Office Ventures, Ltd (50%)</td>
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<td></td>
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<td>• Partner, Spencer Enterprises, Ltd</td>
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<td>• Spencer Enterprises, Ltd (99%)</td>
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<td>• Member, Mandelbrot Management, LLC</td>
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<td>• Mandelbrot Management (50%)</td>
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<td>• Partner, Mandelbrot Ventures, Ltd</td>
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<td>• Mandelbrot Ventures (50%)</td>
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<td>• Manager, Texas Intrepid Ventures, LLC</td>
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<td>• Texas Intrepid Ventures, LLC (50%)</td>
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<td>• Partner, Mandelbrot Securities, Ltd</td>
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<td>• Mandelbrot Securities, Ltd (50%)</td>
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<td>• Partner, Mandelbrot Investments, Ltd</td>
<td></td>
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<td>• Mandelbrot Investments, Ltd (50%)</td>
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<tr>
<td></td>
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<td></td>
<td></td>
<td>• Shareholder, Prytime Medical Devices Inc</td>
<td></td>
<td></td>
<td>• Prytime Medical Devices, Inc. (58%)</td>
</tr>
</tbody>
</table>