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)(11), 602, and 611a); and sections 113, 165, 312, 618, and 803 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5469b(o)(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 an LLC, see the General Instructions for the authorized individual who must sign the report.

1. George Lea
   Name of the Holding Company Director and Official
   Chairman/CEO
   Title of the Holding Company Director and Official
   attests 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 281, that the Reporter and individual consent to public release of all details in the report that conforming that individual.

   Signature of Holding Company Director and Official
   4-21-22

   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, 2021
   Month / Day / Year
   N/A
   Reporter’s Legal Entity Identifier (LEI) (20-character LEI Code)
   Reporter’s Name, Street, and Mailing Address
   Captex Banchares, Inc.
   P.O. Box 4
   Mailing Address of the Holding Company Street / P.O. Box
   Trenton Texas 75490
   City State Zip Code
   106 Hamilton Street
   Physical Location (if different from mailing address)
   Person to whom questions about this report should be directed:
   Angela Sadler
   Name
   SVP/Controller
   Title
   903-206-0540
   Area Code / Phone Number / Extension
   903-206-0541
   Area Code / FAX Number
   asadler@captexbank
   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? ☐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."

   Public reporting burden for this information collection is estimated to vary from 1.3 to 191 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 Caprex Bancshares, Inc.: Reporting the new address of 1301 West 37th Street, Fort Worth, TX on 1/20/22.

The branch listing is included on 1/18/22, the head office relocated from 2929 West 37th Street, Fort Worth, TX.

Report Item 2: Domestic Branch Listing

Caprex Bank, N.A. on 05/06/2019. The LEI was updated again to reflect the new legal bank name of 549300TX2Z23AR45F8B27. The existing LEI was updated to reflect the new legal bank name of.

Caprex Bancshares, Inc. does not have a legal entity identifier (LEI). The First National Bank of Tarrant controls 100% of Caprex Bank and Tarrant Statutory Trust. Tarrant Statutory Trust is still located in Tarrant, TX. Caprex Bancshares, Inc. directly owns 50% of Tarrant Statutory Trust.

Caprex Bancshares, Inc. owns two subsidiaries. Caprex Bank is the only bank subsidiary. Effective 8/31/2020, the bank became a Texas state chartered bank. The name changed from Caprex Bank, N.A. to Caprex Bank, N.A.

Report Item 3: Organization Chart

The annual meeting has not been scheduled by the Board of Directors at this time.
<table>
<thead>
<tr>
<th>NAME/ADDRESS</th>
<th>OWNERSHIP</th>
<th>COUNTRY</th>
<th># SHARES</th>
<th>% OWNERSHIP</th>
</tr>
</thead>
<tbody>
<tr>
<td>Houston, Texas</td>
<td>Houston Speciality Insurance Co</td>
<td>USA</td>
<td>197,000</td>
<td>5.72%</td>
</tr>
<tr>
<td>Newton Centre, Massachusetts</td>
<td>Carlos Carlos</td>
<td>USA</td>
<td>372,500</td>
<td>10.81%</td>
</tr>
<tr>
<td>Dallas, Texas</td>
<td>Mike Sharir</td>
<td>USA</td>
<td>550,768</td>
<td>15.99%</td>
</tr>
</tbody>
</table>

Report Item 3: Securities Holders (owns 5% or more of any class of voting securities)

Report Item 4: Insiders

Note: There were not any Shareholders not included in Item 3 (i) who owned 5% or more.

Fort Worth, Texas, USA

Richard Barajas

Fort Worth, Texas, USA

Mike Thomas

Fort Worth, Texas, USA

George Lea