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 6(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. §§ 248a(a), 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.

i, Ken Clayton
Name of the Holding Company Director and Official

II, Ken Clayton
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 Officer
03/30/2016

Date of Signature

For holding companies not registered with the SEC—
Indicate status of Annual Report to Shareholders:

☐ is included with this FR Y-6 report
☒ will be sent under separate cover
☐ is not prepared

For Federal Reserve Bank Use Only

RSSD ID
C.I.

0 0
Is confidential treatment requested for any portion of this report submission? (Enter 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.”
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>
<tr>
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<td>Zip Code</td>
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Physical Location (if different from mailing address)
March 30, 2016

Federal Reserve Bank of Dallas
Banking Supervision Department
NIC UNIT
2200 North Pearl Street
Dallas, TX 75201-2216

To the Individual Responsible for Processing the FR Y-6:

The following are our responses to the report items as indicated for Western Bancshares of New Mexico, Inc., Artesia, New Mexico for our fiscal year ending December 31, 2015:

Report Item 1a: The BHC is not required to prepare form 10K with the SEC.

1b: The BHC submits to its shareholders a copy of year end audited financial statements. Our audited financials prepared by Moss-Adams, LLP, will be sent under separate cover.

Item 2: Organizational Chart
Western Bancshares of New Mexico, Inc.
Artesia, NM US
Incorporated in New Mexico

    100
    |
Western Bank, Artesia, NM
Artesia, NM US
Incorporated in New Mexico

Item 3(1): a) William M. Dampeer
Artesia, New Mexico

   b) USA

   c) 52,319 (10.32%)

"Serving Artesia in the WESTERN Tradition"
Page 2
March 30, 2016

a) Lowell Irby
   Artesia, New Mexico
b) USA
c) 80,907 (16.26%)

Item 3(2) N/A

Item 4: Directors & Officers

1) Robert Burgess
   Artesia, New Mexico
2) Auto Dealer
3) (a) Director
   (b) Bank Director
   (c) Artesia Ford/Owner
4) (a) 50 (0.01%)
   (b) N/A
   (c) Artesia Ford (50%)

1) William M. Dampeer
   Artesia, New Mexico
2) N/A
3) (a) President/Chief Executive Officer/Director
   (b) CEO/Chairman
   (c) N/A
4) (a) 52,319 (10.51%)
   (b) N/A
   (c) N/A
1) William J. Gray  
Artesia, New Mexico  
2) Oil & Gas Consultant  
3) (a) Director  
   (b) Bank Director  
   (c) N/A  
4) (a) 12,113 (2.43%)  
   (b) N/A  
   (c) N/A

1) Lowell Irby  
Artesia, New Mexico  
2) Pharmacist  
3) (a) Director  
   (b) Bank Director  
   (c) Lowell’s Pharmacy/Owner  
4) (a) 80,907 (16.26%)  
   (b) N/A  
   (c) Lowell’s Pharmacy (100%)  
   L & E Services, Inc. (80%)

1) Ralph Nix, Jr. 
Artesia, New Mexico  
2) Retired  
3) (a) Director  
   (b) Bank Director  
   (c) N/A  
4) (a) 14,433 (2.90%)  
   (b) N/A  
   (c) N/A

If additional information is required contact the undersigned.

Sincerely,

William M. Dampeer  
Chairman/CEO
Results: A list of branches for your depository institution: WESTERN BANK, ARTESIA, NEW MEXICO (ID_RSSD: 709554).
This depository institution is held by WESTERN BANKSHARES OF NEW MEXICO INC. (1065453) of ARTESIA, NM.
The data are as of 03/31/2017. Data reflects information that was received and processed through 04/05/2017.

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, revise the data, enter 'Change' in the Data Action column and the date when this information first became valid in the Effective Date column.
Close: If a branch listed was sold or closed, enter 'Close' in the Data Action column and the sale or closure date 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 copy by email to your FRB contact. See the detailed instructions on this site for more information.
If you are sending this to your FRB contact, put your institution name, city and state in the subject line of the email.

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.federalreserv.gov.

* FDIC UNNUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

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<thead>
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<td>320 WEST TEXAS</td>
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<td>NM</td>
<td>88230</td>
<td>EDDOY</td>
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