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)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners’ Loan Act. 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.

I. GEORGE H. HANSARD
Name of the Holding Company Director and Official
PRESIDENT AND DIRECTOR
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

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

RSEID 1109058
C.I.

Does the reporter request confidential treatment for any portion of this submission?
☒ Yes Please identify the report items to which this request applies:
☐ No

☑ In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
☒ The information for which confidential treatment is sought is being submitted separately labeled “Confidential.”

Date of Report (top-tier holding company’s fiscal year-end):
December 31, 2015
Month / Day / Year
NONE

Reportor’s Legal Entity Identifier (LEI) (20-Character LEI Code)

Reportor’s Name, Street, and Mailing Address
PECOS COUNTY BANCSHARES, INC.
Legal Title of Holding Company
P.O. BOX 1527
(Mailing Address of the Holding Company) Street / P.O. Box
FORT STOCKTON TX 79735
City State Zip Code

500 N. MAIN, FORT STOCKTON, TX 79735
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
GEORGE H. HANSARD PRESIDENT/CEO
Name Title
432-336-3331
Area Code / Phone Number / Extension
432-336-7642
Area Code / FAX Number

GEORGE.HANSARD@PCSBank.NET
E-mail Address

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 5.25 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.

12/2015
PECOS COUNTY BANC SHARES, INC.
FORT STOCKTON, TEXAS

REPORT ITEMS FR Y-6
FISCAL YEAR ENDING DECEMBER 31, 2015

Report Item

1(a) The BHC is not required to prepare form 10K with the SEC.

1(b) The BHC does prepare an annual report for its shareholders. Enclosed are two copies of the annual report.

2(a) Organizational Chart

```
PECOS COUNTY BANC SHARES, INC.
LEI: None
Fort Stockton, TX
Incorporated in Texas

100%

THE PECOS COUNTY STATE BANK
LEI: None
Fort Stockton, TX
Incorporated in Texas
```

3. Shareholders – 5% or more
   (see attached)

4. Officers & Directors
   (see attached)
Results: A list of branches for your holding company: PECOS COUNTY BANCHARIES, INC. (1109586) of FORT STOCKTON, TX.
The data are as of 12/31/2015. Data reflects information that was received and processed through 06/24/2016.

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 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.

<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 UNNUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>3069564</td>
<td>PECOS COUNTY STATE BANK, THE</td>
<td>500 N. MAIN</td>
<td>FORT STOCKTON</td>
<td>TX</td>
<td>79735</td>
<td>568</td>
<td>PECOS</td>
<td>UNITED STATES</td>
<td>8217</td>
<td>0</td>
<td>PECOS COUNTY STATE BANK, THE</td>
<td>3969564</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>Limited Service</td>
<td>4589564</td>
<td>DETACHED FACILITY</td>
<td>515 W DICKINSON BOULEVARD</td>
<td>FORT STOCKTON</td>
<td>TX</td>
<td>79735</td>
<td>568</td>
<td>PECOS</td>
<td>UNITED STATES</td>
<td>228795</td>
<td>1</td>
<td>PECOS COUNTY STATE BANK, THE</td>
<td>3969564</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>3089564</td>
<td>SANDERSON BRANCH</td>
<td>126 WEST OAK STREET</td>
<td>SANDERSON</td>
<td>TX</td>
<td>79848</td>
<td>568</td>
<td>TERrell</td>
<td>UNITED STATES</td>
<td>72962</td>
<td>3</td>
<td>PECOS COUNTY STATE BANK, THE</td>
<td>3969564</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>3082070</td>
<td>SIERRA BLANCA BRANCH</td>
<td>101 SIERRA BLANCA AVENUE</td>
<td>SIERRA BLANCA</td>
<td>TX</td>
<td>79851</td>
<td>568</td>
<td>HUDSPETH</td>
<td>UNITED STATES</td>
<td>15262</td>
<td>5</td>
<td>PECOS COUNTY STATE BANK, THE</td>
<td>3969564</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>1/2/345</td>
<td>VAN HORN BRANCH</td>
<td>1800 WEST BROADWAY, SUITE 318</td>
<td>VAN HORN</td>
<td>TX</td>
<td>79855</td>
<td>568</td>
<td>LULBERSON</td>
<td>UNITED STATES</td>
<td>322140</td>
<td>0</td>
<td>PECOS COUNTY STATE BANK, THE</td>
<td>3969564</td>
<td></td>
</tr>
</tbody>
</table>
Report Item 3: Securities Holders (1) (a) (b) (c) and (2) (a) (b) (c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2015

<table>
<thead>
<tr>
<th>(1)(a) Name, 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>
<th>(2)(a) Name, City, State, Country</th>
<th>(2)(b) Country of Citizenship or Incorporation</th>
<th>(2)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>George Griffin, Jr, Gonzales, TX</td>
<td>USA</td>
<td>9,267 - 15.30% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Harlan Lambert, Ft. Stockton, TX</td>
<td>USA</td>
<td>8,041 - 13.28% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>PCSB KSOP, Ft. Stockton, TX</td>
<td>USA</td>
<td>8,546 - 14.11% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>King 2012 GST Exempt Trust, Ft. Stockton, TX</td>
<td>USA</td>
<td>6,102 - 10.08% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>James Bentley King, Trustee</td>
<td></td>
<td></td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Scott Wallace King, Trustee</td>
<td></td>
<td></td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>John Noble King, Trustee</td>
<td></td>
<td></td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Ernest Woodward, McCamey, TX</td>
<td>USA</td>
<td>5,815 - 9.60% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Jim Ivy, Ft. Stockton, TX</td>
<td>USA</td>
<td>5,540 - 9.15% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>AE Ivy Estate, Ft. Stockton, TX</td>
<td>USA</td>
<td>1,460 - 2.41% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Vic Ivy, Ft. Stockton, TX</td>
<td>USA</td>
<td>643 - 1.06% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>

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 12-31-2015
<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 (include names of subsidiaries)</th>
<th>(3)(c) Title &amp; Position with Other Businesses (include names of other businesses)</th>
<th>(4)(a) Percentage of Voting Securities in Bank Holding Company</th>
<th>(4)(b) Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)</th>
<th>(4)(c) List of names of other companies (includes partnerships) if 25% or more of voting securities are held (list names of companies and of percentage of voting securities held)</th>
</tr>
</thead>
<tbody>
<tr>
<td>George H Hanaud, Jr, Fort Stockton, TX</td>
<td>President, Director</td>
<td>Pecos County Bancshares, Inc.</td>
<td>President and CEO</td>
<td>Southwest Bankshares, Inc.</td>
<td>2.78%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Harlan Lambert, Ft. Stockton, TX</td>
<td>Retired Banker</td>
<td>Chairman, Director</td>
<td>Chairman, Director</td>
<td></td>
<td>13.20%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Bentley King, Ft. Stockton, TX</td>
<td>Owner of Oil &amp; Gas Business</td>
<td>Director</td>
<td>Director</td>
<td>Owner, Southwest Marketers, Inc.</td>
<td>1.94%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Ernest Woodward, McCamey, TX</td>
<td>Rancher &amp; Livestock Trader</td>
<td>Director</td>
<td>Director</td>
<td>Owner, Woodward, Inc</td>
<td>9.60%</td>
<td>N/A</td>
<td>100% Woodward Livestock, - 33.83%</td>
</tr>
<tr>
<td>Jim Ivy, Ft. Stockton, TX</td>
<td>Lumber Yard Operator</td>
<td>Director</td>
<td>Director</td>
<td>Owner, Wallace Lumber</td>
<td>9.15%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>AE Ivy Estate, Ft. Stockton, TX</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>2.41%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Vic Ivy, Ft. Stockton, TX</td>
<td>Teacher</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>1.06%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>George Griffin, Jr, Gonzales, TX</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>15.30%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>King 2012 GST Exempt Trust, Ft. Stockton, TX</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>10.08%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>James Bentley King, Trustee</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
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<td>John Noble King, Trustee</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>PCSB KSOP, Ft. Stockton, TX</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>14.11%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>

**AMENDED JUL 26 2016**