

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 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.

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.

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.

Date of Report (top-tier holding company's fiscal year-end):

**December 31, 2015**

Month / Day / Year

I, Ken Clayton

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

Name of the Holding Company Director and Official

Western Bancshares of New Mexico, Inc.

Director

Legal Title of Holding Company

Title of the Holding Company Director and Official

P O Box 500

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.

(Mailing Address of the Holding Company) Street / P.O. Box

Artesia NM 88210

City State Zip Code

320 West Texas Ave., Artesia, NM 88210

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Ken Clayton President

Name Title

575-748-1345

Area Code / Phone Number / Extension

575-746-4583

Area Code / FAX Number

kclayton@wbartesia.com

E-mail Address

wbartesia.com

Address (URL) for the Holding Company's web page

Signature of Holding Company Director and Official

03/30/2016

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  0

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.*

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Legal Title of Subsidiary Holding Company

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(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

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City State Zip Code

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Physical Location (if different from mailing address)

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Legal Title of Subsidiary Holding Company

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(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

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City State Zip Code

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Physical Location (if different from mailing address)

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Legal Title of Subsidiary Holding Company

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(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

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City State Zip Code

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Physical Location (if different from mailing address)

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Legal Title of Subsidiary Holding Company

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(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

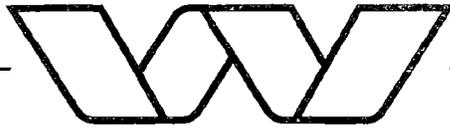
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City State Zip Code

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Physical Location (if different from mailing address)

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# Western Bank

P.O. Drawer 500  
320 West Texas

FAX (575) 746-4583  
Telephone (575) 748-1345  
Artesia, New Mexico 88211-0500

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  
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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%)

- 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 BANCSHARES 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 **Effect**

**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>.

\* FDIC UNINUM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County
OK		Full Service (Head Office)	709554	WESTERN BANK, ARTESIA, NEW MEXICO	320 WEST TEXAS	ARTESIA	NM	88210	EDDY

tive Date column.

Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
UNITED STATES	Not Required	Not Required	WESTERN BANK, ARTESIA, NEW MEXICO	709554	