Board of Governors of the Federal Reserve System

Annual Report of Holding Companies—FR Y-6

RECEIVED
APR 21 2016
NIC UNIT

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.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan 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.

I, GARRY ROMINES
Name of the Holding Company Director and Official

PRESIDENT & CEO / 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.

Garry Romines
Signature of Holding Company Director and Official

4-19-16
Date of Signature

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

- [x] 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 1132850
C.I. _____

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2015
Month / Day / Year

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

Reporter's Name, Street, and Mailing Address
MOUNT VERNON BANKSHARES, INC
Legal Title of Holding Company

P O BOX 909
(Mailing Address of the Holding Company) Street / P.O. Box

MT VERNON	TX	75457
City	State	Zip Code

101 WEST MAIN STREET
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

GARRY ROMINES	PRESIDENT & CEO
Name	Title

903-537-2201
Area Code / Phone Number / Extension

903-537-4232
Area Code / FAX Number

garry.romines@fnbmv.com
E-mail Address

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

Does the reporter request confidential treatment for any portion of this submission?

- [ ] Yes Please identify the report items to which this request applies:
  - [ ] 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."
- [x] No

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.

FORM FR Y-6
MOUNT VERNON BANKSHARES, INC.
MT. VERNON, TEXAS
FISCAL YEAR ENDING DECEMBER 31, 2015

REPORT ITEM 1: ANNUAL REPORT TO SHAREHOLDERS
MOUNT VERNON BANKSHARES, INC. PREPARES AN ANNUAL REPORT FOR ITS SHAREHOLDERS. TWO COPIES ARE ENCLOSED.

REPORT ITEM 2a: ORGANIZATIONAL CHART
SEE ATTACHED EXHIBIT
HOLDING COMPANY OWNS 100% OF BANK

REPORT ITEM 2b: OFFICE/BRANCH VERIFICATION
SENT TO FRB CONTACT VIA EMAIL 4/19/16

REPORT ITEM 3: - SECURITIES HOLDERS
(1)(a) (1)(b) (1)(c) (2)

CURRENT SHAREHOLDERS WITH OWNERSHIP, CONTROL OF HOLDINGS OF 5% OR MORE WITH POWER TO VOTE AS OF 12-31-15

(1)(a) NAME & ADDRESS (City, State, Country)
PAT B. LINDLEY
MT. VERNON, TX 75457

(1)(b) COUNTRY OF CITIZENSHIP OR INCORPORATION
USA

(1)(c) NUMBER & PERCENTAGE OF EACH CLASS OF VOTING SECURITIES
16,295 – 6.43% OF COMMON STOCK

(1)(a) NAME & ADDRESS (City, State, Country)
CHARLES L. & PEGGY S. LOWRY LIVING TRUST
CHARLES L. LOWRY, TRUSTEE
PEGGY S. LOWRY, TRUSTEE
MT. VERNON, TX 75457

(1)(b) COUNTRY OF CITIZENSHIP OR INCORPORATION
USA

(1)(c) NUMBER & PERCENTAGE OF EACH CLASS OF VOTING SECURITIES
48,800 – 19.26% OF COMMON STOCK

(1)(a) NAME & ADDRESS (City, State, Country)
LEONARD LOWRY
ROCKWALL, TX 75087

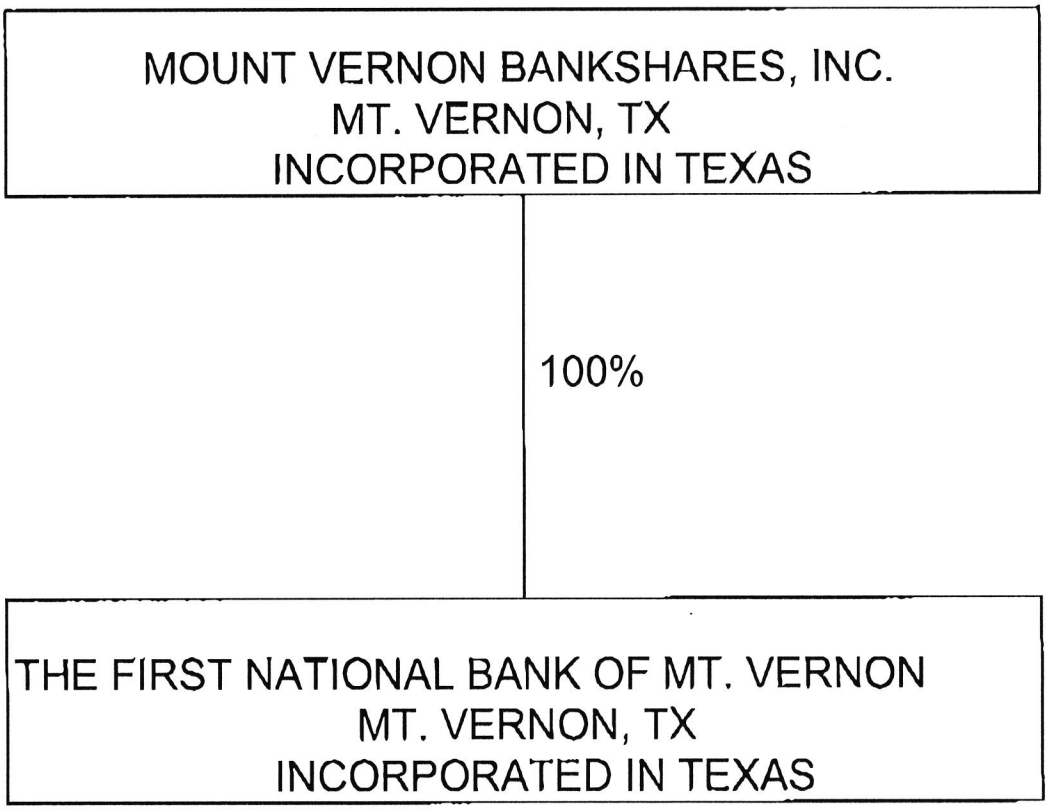
(1)(b) COUNTRY OF CITIZENSHIP OR INCORPORATION
USA

(1)(c) NUMBER & PERCENTAGE OF EACH CLASS OF VOTING SECURITIES
14,175 – 5.59% OF COMMON STOCK

2. NONE

AMENDED
JUN 24 2016

Report Item: 2a



NO ENTITY IN OUR ORGANIZATION HAS A LEI

Emailed 4.19.16

Results: A list of branches for your holding company: MOUNT VERNON BANKSHARES, INC. (1132850) of MOUNT VERNON, TX .
The data are as of 03/31/2016. Data reflects information that was received and processed through 04/05/2016.

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.

* 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	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK	4/19/2016	Full Service (Head Office)	111661	FIRST NATIONAL BANK OF MOUNT VERNON, THE	101 WEST MAIN STREET	MOUNT VERNON	TX	75457	FRANKLIN	UNITED STATES	2175	0	FIRST NATIONAL BANK OF MOUNT VERNON, THE	111661	
OK	4/19/2016	Full Service	3597985	BROOKSHIRES BRANCH	306 TEXAS HWY 37 SOUTH	MOUNT VERNON	TX	75457	FRANKLIN	UNITED STATES	196367	2	FIRST NATIONAL BANK OF MOUNT VERNON, THE	111661	
OK	4/19/2016	Full Service	1945416	LAKE CYPRESS SPRINGS BRANCH	4543 FARM ROAD 115	MOUNT VERNON	TX	75457	FRANKLIN	UNITED STATES	196366	1	FIRST NATIONAL BANK OF MOUNT VERNON, THE	111661	

AMENDED
JUN 24 2016

FORM FR Y-6
MOUNT VERNON BANKSHARES, INC.
DECEMBER 31, 2015

REPORT ITEM 4: INSIDERS
(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1) Names & Address (City,State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries First National Bank of Mount Vernon	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (list names of companies & % of voting securities held
Frankie Cooper Mt. Vernon TX USA	N/A	Advisory Director	Exec. Vice President Advisory Director	N/A	.41%	N/A	N/A
Michael Edwards Mt. Vernon TX USA	Retailer	Director Vice President	Director	M.L. Edwards & Co. Owner Mike Edwards Farm Owner Flying E Enterprises Owner Central Park Owner Edwards Properties Owner	4.75%	N/A	M.L. Edwards & Co 100% Mike Edwards Farm 100% Flying E Enterprises 100% Central Park 100% Edwards Properties 100%
D. Kenneth Greer Mt. Vernon TX USA	Bank Consultant	Advisory Director	Advisory Director	N/A	1.24%	N/A	N/A

AMENDED
JUN 29 2016

FORM FR Y-6
MOUNT VERNON BANKSHARES, INC.
DECEMBER 31, 2015

REPORT ITEM 4: INSIDERS
(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

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Angela Hunnicutt Winfield, TX USA	N/A	Secretary	Sr. Vice President & Cashier	N/A	None	N/A	N/A
Mark Hymer Mt. Vernon, TX USA	N/A	Treasurer	Sr. Vice President	N/A	None	N/A	N/A
Pat B. Lindley Mt. Vernon TX USA	Rancher	Director	Director	Lindley Farms Owner Lindley Oil Company Owner	6.43%	N/A	Lindley Farms 100% Lindley Oil Co. 100%
Lowry Living Trust	N/A	N/A	N/A	N/A	19.26%	N/A	N/A
Charles L. Lowry Mt. Vernon TX USA	Investments	Director Vice President	Director	Charles & Peggy Lowry Investment Partnership, LP Partner	None	N/A	Charles & Peggy Lowry Investment Partnership, LP 99%

Jun. 29. 2016 3:07PM No. 1556 P. 4

AMENDED JUN 29 2016 INTERNAL - FR JUN 29 2016

FORM FR Y-6
MOUNT VERNON BANKSHARES, INC.
DECEMBER 31, 2015

REPORT ITEM 4: INSIDERS
(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1) Names & Address (City,State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries First National Bank of Mount Vernon	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (list names of companies & % of voting securities held
				Charles & Peggy Lowry Energy Partnership, LP Partner Charles & Peggy Lowry Real Estate Partnership, LP Partner			Charles & Peggy Lowry Energy Partnership, LP 99% Charles & Peggy Lowry Real Estate Partnership, LP 99%
Stan Lowry Mt. Vernon TX USA	Attorney	Director	Director	Boyle & Lowry LLP Partner	2.69%	N/A	N/A
Lanny Ramsay Mt. Vernon TX USA	Attorney	Director	Director	Ramsay Law Office Owner Ramsay Properties President	1.49%	N/A	Ramsay Law Office 100% Ramsay Properties 100%

AMENDED
JUN 24 2016

FORM FR Y-6
MOUNT VERNON BANKSHARES, INC.
DECEMBER 31, 2015

REPORT ITEM 4: INSIDERS
(1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)
Page 3

(1) Names & Address (City,State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries First National Bank of Mount Vernon	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (list names of companies & % of voting securities held
				Ramsay Farm Owner County Seat Owner			Ramsay Farm 100% County Seat 100%
Garry Romines Mt. Vernon TX USA	N/A	President & CEO Director	President & CEO Director	N/A	.04%	N/A	N/A
John C. Rutherford Dallas TX USA	Attorney	Advisory Director	Advisory Director	Shareholder Winstead Attorneys	4.20%	N/A	N/A
Larry Scott Mt. Vernon TX USA	Retailer	Director	Director	Tom Scott Lumber Vice President	.99%	N/A	Tom Scott Lumber Yard 40%

REPORT ITEM #1

MOUNT VERNON BANKSHARES, INC
PARENT COMPANY ONLY
STATEMENT OF CONDITION

DECEMBER 31, 2015

(IN THOUSANDS OF DOLLARS)

	2014	2015
ASSETS		
Cash on Hand	300	537
Investment in Bank Stock	21,107	21,903
Taxes/Dividends Receivable	1,004	962
TOTAL ASSETS	22,411	23,402
LIABILITIES & STOCKHOLDERS EQUITY		
Taxes Payable	0	0
Dividends/Distibutions Payable	1,004	962
TOTAL LIABILITIES	1,004	962
Common Stock	218	218
Treasury Stock	(6,275)	(6,286)
Paid in Capital	3,939	3,939
Urealized Appr/Depr AFS Securities (FAS 115)	1,521	1,287
Retained Earnings - Prior Year	18,956	20,570
Retained Earnings - Current Year	3,048	2,712
TOTAL SHAREHOLDERS EQUITY	21,407	22,440
TOTAL LIABILITIES & STOCKHOLDERS EQUITY	22,411	23,402
Shares issued $.50 Par	435,305	435,305
Shares Repurchased	181,881	181,981
Shares Outstanding	253,424	253,324
Book Value	78.47	83.50
1.4 X Book Value	109.86	116.90

*Calculation of adjusted book value does not include unrealized Appr/Dppr AFS(FASB 115)

MOUNT VERNON BANKSHARES, INC.

STATEMENT OF EARNINGS

DECEMBER 31, 2015

	2014	2015
INCOME		
Income from Sudsidiary First National Bank of Mount Vernon	3,074,206.97	2,727,862.22
TOTAL INCOME	3,074,206.97	2,727,862.22
EXPENSES		
Franchise Tax Expense	3,261.00	1,906.00
Legal & Professional	22,709.50	13,878.50
Miscellaneous Fees	0.00	0.00
TOTAL EXPENSE	25,970.50	15,784.50
INCOME BEFORE TAXES	3,048,236.47	2,712,077.72
TAXES/DISTRIBUTIONS	754,000.00	672,175.00
NET INCOME	2,294,236.47	2,039,902.72
Shares Outstanding	253,424	253,324
After Distribution Earnings Per Share	9.05	8.05
Earnings Per Share	12.03	10.71

MOUNT VERNON BANKSHARES, INC

STATEMENT OF SHAREHOLDERS EQUITY

DECEMBER 31, 2015

	COMMON STOCK	PAID IN CAPITAL	RETAINED EARNINGS	TREASURY STOCK	TOTAL SHAREHOLDERS EQUITY
BEGINNING BAL	217,652.50	3,938,903.79	22,004,683.54	(6,274,612.26)	19,886,627.57
NET INCOME			2,712,077.72		2,712,077.72
TREASURY STOCK TRANSACTIONS				(11,380.00)	(11,380.00)
DISTRIBUTIONS			(1,434,651.98)		(1,434,651.98)
BALANCE	217,652.50	3,938,903.79	23,282,109.28	(6,285,992.26)	21,152,673.31

Unrealized Depreciation Available for Sale Securities	1,287,380.00
Total Shareholders Equity	22,440,053.31

FIRST NATIONAL BANK OF MT VERNON

STATEMENT OF EARNINGS

DECEMBER 31, 2015

	2014	2015
Interest Income	6,968,518	6,519,195
Interest Expense	1,555,785	1,510,785
INTEREST MARGIN	5,412,733	5,008,410
Income - Service Charges	413,117	410,066
Income - Commissions & Fees	46,902	126,721
Income - Other	38,009	27,775
NON - INTEREST INCOME	498,028	564,562
Salaries & Employees Benefits	2,132,743	2,118,426
Furniture & Equipment Expense	331,872	313,482
Provision for Loan Losses	0	0
Other Operating Expenses	1,107,330	1,190,824
NON - INTEREST EXPENSE	3,571,945	3,622,732
Net After Expenses	2,338,816	1,950,240
Security Gains (Losses)	735,392	777,621
NET AFTER TAXES	3,074,208	2,727,861
Income Taxes/Distributions	754,000	672,175
NET INCOME	2,320,208	2,055,686

FIRST NATIONAL BANK OF MOUNT VERNON

STATEMENT OF CONDITION

DECEMBER 31, 2015

(IN THOUSANDS OF DOLLARS)

ASSETS		2014		2015
Cash and Due from Banks		4,316		4,202
U. S. Treasuries & Govt. Agencies		0		0
Mortgage-Backed Securities		93,140		73,946
Municipal Securities		48,129		52,498
Unrealized Appr/Depr AFS Securities (FASB 115)		1,521		1,287
Fed Funds Sold		0		0
All Other Securities		1,243		1,171
Loans (Excluding Unearned Interest)	60,281		65,248	
Less: Reserve for Loan Losses	(687)		(700)	
Loans, Net		59,594		64,548
Bank Premises, Furniture & Fixtures		939		1,263
All Other Assets		1,426		1,763
TOTAL ASSETS		210,308		200,679
LIABILITIES				
Demand Deposits		36,203		53,079
NOW Accounts		29,961		19,810
Super NOW Accounts		1,141		1,737
Savings Accounts		8,529		10,060
Certificates of Deposits		49,554		47,539
State Deposit		1,300		0
Money Market Accounts		24,259		23,404
Time Open Deposits		10,504		8,663
Total Deposits		161,451		164,291
Total Other Borrowings		26,671		13,451
Other Liabilities		1,078		1,033
TOTAL LIABILITIES		189,200		178,775
EQUITY CAPITAL				
Common Stock - 88,000 Shares Authorized		220		220
Surplus		460		460
Undivided Profits		18,761		19,790
Other Reserves		146		146
TOTAL EQUITY CAPITAL		19,587		20,616
Unrealized Appr/Depr AFS Securities		1,521		1,287
TOTAL LIABILITIES & EQUITY CAPITAL		210,308		200,679

FIRST NATIONAL BANK OF MOUNT VERNON

RECONCILIATION OF EQUITY CAPITAL

DECEMBER 31, 2015

COMMON STOCK	220,000
SURPLUS	460,000
UNDIVIDED PROFITS	18,906,714
INCOME	2,727,862
DIVIDEND TO MT VERNON BANKSHARES	(1,698,680)
UNREALIZED APPR/DEPR ON AFS SEC	1,287,380
TOTAL EQUITY	21,903,276

RESERVE FOR LOAN LOSSES

BALANCE AS OF DECEMBER 31, 2014	687,310
RECOVERIES CREDITED TO ALLOWANCE	57,971
PROVISION CREDIT TO ALLOWANCE	0
LOSSES CHARGED TO ALLOWANCE	(45,644)
BALANCE AS OF DECEMBER 31, 2015	699,637
NET RECOVERIES (LOSSES)	12,327

MOUNT VERNON BANKSHARES, INC.
2016 CASH FLOW PROJECTION

	JAN	FEB	MARCH	APRIL	MAY	JUNE	JULY	AUG	SEPT	OCT	NOV	DEC	SUMMARY
BEGINNING BALANCE	536,777	523,644	513,710	581,377	573,044	559,710	639,377	631,044	622,710	702,377	694,044	685,710	536,777
TAXES	0	0	0	0	0	0	0	0	0	0	0	0	0
LEGAL & MISC EXPENSE	(4,800)	(1,600)	(12,000)	0	0	0	0	0	0	0	0	(1,600)	(20,000)
QUARTERLY TAX													0
FRANCHISE TAX					(5,000)								(5,000)
DIVIDENDS PAID													0
DIVIDENDS UPSTREAMED		$1.00X 88,000	88,000		$1.00X 88,000	88,000		$1.00X 88,000	88,000			797,833	1,061,833
STOCK REPURCHASE	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(8,333)	(100,000)
	---	---	---	---	---	---	---	---	---	---	---	---	---
	523,644	513,710	581,377	573,044	559,710	639,377	631,044	622,710	702,377	694,044	685,710	1,473,610	1,473,610