

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)); 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, Rogers Pope, Sr.

Name of the Holding Company Director and Official

President/Chairman

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.*

Rogers Pope, Sr.  
 Signature of Holding Company Director and Official

3-15-16

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.

1138423

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

Overton Financial Corporation

Legal Title of Holding Company

P.O. Box 70

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

Overton TX 75684

City State Zip Code

115 E. Henderson

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Jason McCrary

Name Title

903-237-5505

Area Code / Phone Number / Extension

903-237-1856

Area Code / FAX Number

jmccrary@texasbankandtrust.com

E-mail Address

N/A

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."

No

## 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.

Overton Delaware Corporation  
 Legal Title of Subsidiary Holding Company

3500 South DuPont Highway  
 (Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

Dover DE 19901  
 City State Zip Code

300 E. Whaley Longview, TX 75601  
 Physical Location (if different from mailing address)

Longview Financial Corporation  
 Legal Title of Subsidiary Holding Company

P.O. Box 3188  
 (Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

Longview TX 75606  
 City State Zip Code

300 E. Whaley Longview, TX 75601  
 Physical Location (if different from mailing address)

Lindale Delaware Corporation  
 Legal Title of Subsidiary Holding Company

3500 South DuPont Highway  
 (Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

Dover DE 19901  
 City State Zip Code

300 E. Whaley Longview, TX 75601  
 Physical Location (if different from mailing address)

Longview Delaware Corporation  
 Legal Title of Subsidiary Holding Company

3500 South DuPont Highway  
 (Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

Dover DE 19901  
 City State Zip Code

300 E. Whaley Longview, TX 75601  
 Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

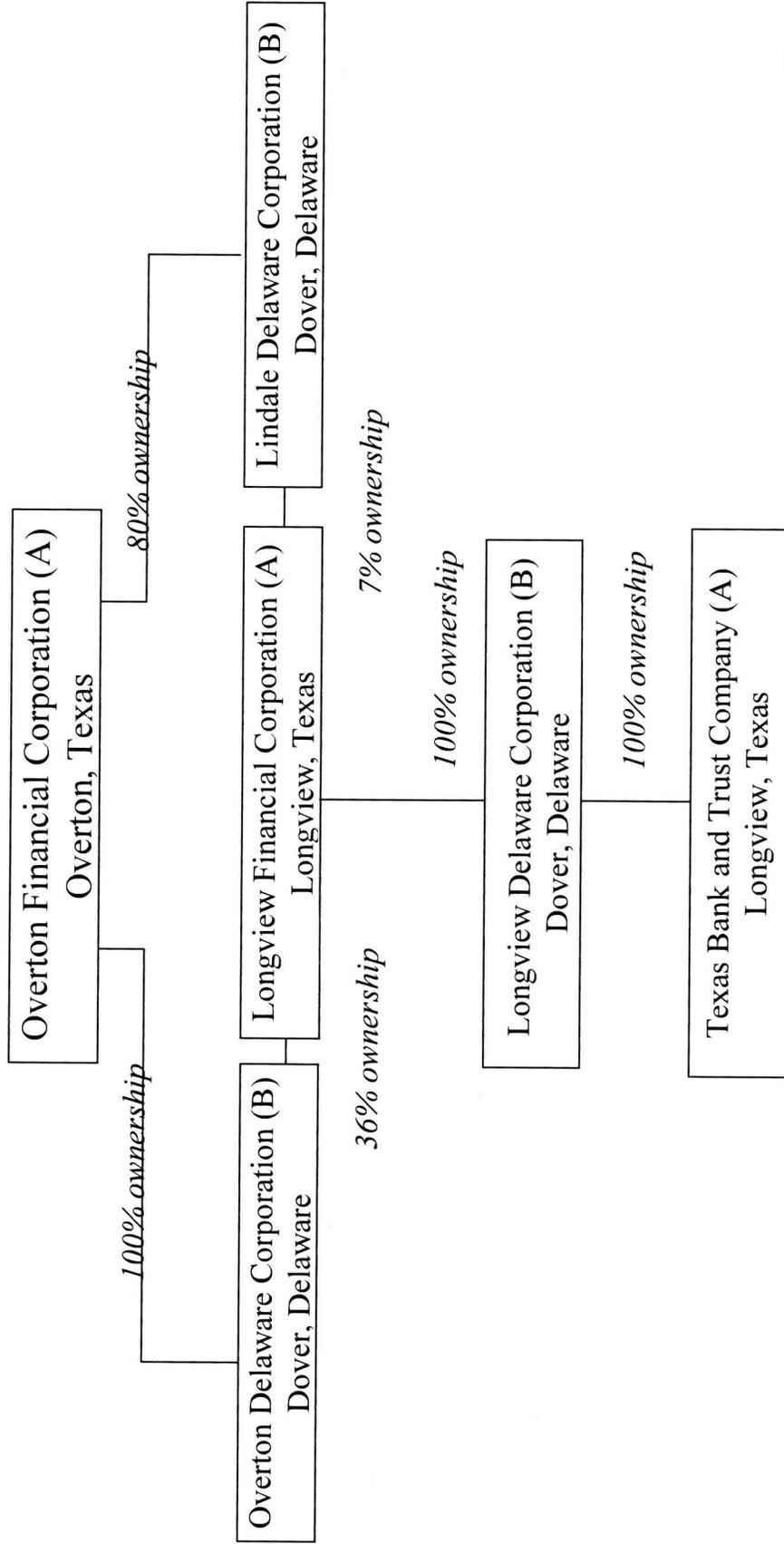
## **ANNUAL REPORT FR Y-6 OVERTON FINANCIAL CORPORATION**

Report Item 1: The bank holding company prepares an annual report for its shareholders. A copy is enclosed.

Report Item 2a: The organizational chart is enclosed.

Report Item 2b: The domestic branch schedule has been updated and submitted to the Federal Reserve via email on 3/14/2016. A copy of the schedule submitted is enclosed.

**OVERTON FINANCIAL CORPORATION  
 ORGANIZATIONAL CHART  
 DECEMBER 31, 2015**



(A): Incorporated in Texas  
 (B): Incorporated in Delaware  
 LEI: None of the entities shown have a LEI

**Results:** A list of branches for your holding company: **VERTON FINANCIAL CORPORATION (1138423)** of **VERTON, TX**. The data are as of **12/31/2015**. Data reflects information that was received and processed through **01/07/2016**.

**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	RSSP*	Comments
OK		Full Service (Head Office)	949154		TEXAS BANK AND TRUST COMPANY	300 E. WHALEY	LONGVIEW	TX	75601-64	GREGG	UNITED STATES	11784		TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	79857		CANTON BRANCH	805 EAST TYLER STREET	CANTON	TX	75103	VAN ZANDT	UNITED STATES	21003	22	TEXAS BANK AND TRUST COMPANY			949154
OK		Limited Service	3654673		HIGHWAY 243 MOTOR BRANCH	330 EAST HIGHWAY 243	CANTON	TX	75103	VAN ZANDT	UNITED STATES	196993	22	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	823058		CUSHING BRANCH	SEVENTH & SPRUCE	CUSHING	TX	75160	MACDOUGHERS	UNITED STATES	3036	6	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	3472608		FORNEY BRANCH	648 RIDGECREST ROAD	FORNEY	TX	75126	KAJIRMAN	UNITED STATES	465806	24	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	4661668		FRISCO BRANCH	2891 NETWORK BOULEVARD, SUITE 105	FRISCO	TX	75034	COLLIN	UNITED STATES	Not Required	Not Required	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	3542369		GLADEWATER BRANCH	1633 EAST BROADWAY	GLADEWATER	TX	75047	GREGG	UNITED STATES	357176	10	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	3542323		HIDE-A-WAY PAVILION BRANCH	16921 VILLAGE LAKE DR	LINDALE	TX	75771	SMITH	UNITED STATES	10462	25	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	566251		SOUTH MAIN STREET BRANCH	101 SOUTH MAIN STREET	LINDALE	TX	75701	SMITH	UNITED STATES	242947	25	TEXAS BANK AND TRUST COMPANY			949154
OK		Limited Service	948652		DETACHED FACILITY	405 EAST WHALEY STREET	LONGVIEW	TX	75601	GREGG	UNITED STATES	242946	25	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	3542341		NORTH LONGVIEW BRANCH	3672 MCCANN RD	LONGVIEW	TX	75604	GREGG	UNITED STATES	17636	9	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	1433847		PINE TREE BRANCH	1800 W LOOP 281	LONGVIEW	TX	75604	GREGG	UNITED STATES	242944	5	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	3724192		NEW LONDON BRANCH	1801 GILMER RD	MARSHALL	TX	75670	HARRISON	UNITED STATES	242945	8	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	1199022		EAST HENDERSON BRANCH	715 EAST END BLVD, SOUTH	NEW LONDON	TX	75682	RUSK	UNITED STATES	215002	27	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	830168		HENDERSON BRANCH	115 E HENDERSON	OVERTON	TX	75684-38	RUSK	UNITED STATES	27556	Not Required	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	3468665		RICHARDSON BRANCH	401 W PRESIDENT GEORGE BUSH HWY, SUITE 101	RICHARDSON	TX	75080	COLLIN	UNITED STATES	Not Required	Not Required	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	1430172		SAN AUGUSTINE BRANCH	103 WEST COLUMBIA STREET	SAN AUGUSTINE	TX	75977	SAN AUGUSTINE	UNITED STATES	78378	21	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	4440211		TERRELL BRANCH	2490 WEST MOORE AVENUE	TERRELL	TX	75160	KAJIRMAN	UNITED STATES	538706	11	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	3904884		TYLER BROADWAY BRANCH	6530 S BROADWAY AVE	TYLER	TX	75703-468	SMITH	UNITED STATES	489264	13	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	4868897		TYLER DOWNTOWN BRANCH	103 NORTH COLLEGE AVENUE SUITE 100	TYLER	TX	75703-383	SMITH	UNITED STATES	Not Required	Not Required	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	4055218		TYLER GRANDE AVENUE BRANCH	2373 WEST GRANDE BLVD.	TYLER	TX	75703-383	SMITH	UNITED STATES	504638	10	TEXAS BANK AND TRUST COMPANY			949154
OK		Full Service	608367		VAN BRANCH	660 WEST MAIN STREET	VAN	TX	75790	VAN ZANDT	UNITED STATES	10881	20	TEXAS BANK AND TRUST COMPANY			949154

**A** **AMENDED** **D**  
AUG 05 2016

ANNUAL REPORT FR Y-6 OVERTON FINANCIAL CORPORATION

Report Item 3: Shareholders of Overton Financial Corporation

Major Stockholders (5% or greater) as of December 31, 2015:

Shareholder's Name, Address and Citizenship -----	Number of Shares Owned, Controlled or Held With Power to Vote -----	Percentage of Shares Owned, Controlled or Held with Power to Vote -----
ROGERS POPE, SR. LONGVIEW, TEXAS USA	20,667	50.50%
B. BRANT BYNUM SPARTANBURG, SC USA	3,311	8.09%
KIRK R. BYNUM WHITEHOUSE, TX USA	3,312	8.09%
WES BYNUM BULLARD, TX USA	3,312	8.09%

Report Item 3: Shareholders of Overton Financial Corporation

Major Stockholders (5% or greater) during the year ending December 31, 2015:

Shareholder's Name, Address and Citizenship -----	Number of Shares Owned, Controlled or Held With Power to Vote -----	Percentage of Shares Owned, Controlled or Held with Power to Vote -----
NONE		

**AMENDED**  
AUG 15 2016

ANNUAL REPORT FR Y-6 OVERTON FINANCIAL CORPORATION

Report Item 4: Directors and Officers of Overton Financial Corporation

Business ownership information regarding directors, officers, and principal shareholders

Director, Officer, or Principal's Name, Address, and Principal Occupation	Title or Position With	Percentage of Shares Owned, Controlled, or Held with Power to Vote
RANDY BJORK TYLER, TEXAS BANKER	OVERTON FINANCIAL CORPORATION CONTROLLER/CFO/DIRECTOR OVERTON DELAWARE CORPORATION CONTROLLER/CFO/DIRECTOR LINDALE DELAWARE CORPORATION CONTROLLER/CFO/DIRECTOR LONGVIEW FINANCIAL CORPORATION CONTROLLER/CFO/ADVISORY DIRECTOR LONGVIEW DELAWARE CORPORATION CONTROLLER/CFO/DIRECTOR TEXAS BANK AND TRUST COMPANY SR EVP/CFO/ADVISORY DIRECTOR	0.00% 0.00% 0.00% 0.04% 0.00% 0.00%
JOYCE DAVIS POPE LONGVIEW, TEXAS HOUSEWIFE	OVERTON FINANCIAL CORPORATION DIRECTOR	0.00%
ROGERS POPE, SR. LONGVIEW, TEXAS BANKER	OVERTON FINANCIAL CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR OVERTON DELAWARE CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR LINDALE DELAWARE CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR LONGVIEW FINANCIAL CORPORATION CHAIRMAN/PRESIDENT/CEO/DIRECTOR LONGVIEW DELAWARE CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR TEXAS BANK AND TRUST COMPANY CHAIRMAN/DIRECTOR	50.50% 0.00% 11.00% * 9.83% * 0.00% 0.00%
ROGERS POPE, JR. LONGVIEW, TEXAS BANKER	OVERTON FINANCIAL CORPORATION VICE CHAIRMAN/GENERAL COUNSEL/DIRECTOR OVERTON DELAWARE CORPORATION VICE CHAIRMAN/GENERAL COUNSEL/DIRECTOR LINDALE DELAWARE CORPORATION VICE CHAIRMAN/GENERAL COUNSEL/DIRECTOR LONGVIEW FINANCIAL CORPORATION VICE CHAIRMAN/SECRETARY/TREASURER GENERAL COUNSEL/DIRECTOR LONGVIEW DELAWARE CORPORATION VICE CHAIRMAN/SECRETARY/TREASURER GENERAL COUNSEL/DIRECTOR TEXAS BANK AND TRUST COMPANY VICE CHAIRMAN/CEO/SECRETARY TO THE BOARD/DIRECTOR	0.00% 0.00% 0.20% 2.25% * 0.00% 0.00% 0.00%
TODD MEADOWS OVERTON, TEXAS BANKER	OVERTON FINANCIAL CORPORATION VICE PRESIDENT/SECRETARY-TREASURER/DIRECTOR OVERTON DELAWARE CORPORATION VICE PRESIDENT/SECRETARY-TREASURER/DIRECTOR	0.00% 0.00%
B. BRANT BYNUM SPARTANBURG, SC PROFESSOR	OVERTON FINANCIAL CORPORATION PRINCIPAL SHAREHOLDER	8.09%
KIRK R. BYNUM WHITEHOUSE, TX ENGINEER	OVERTON FINANCIAL CORPORATION PRINCIPAL SHAREHOLDER	8.09%
WES BYNUM BULLARD, TX CHAPLAIN	OVERTON FINANCIAL CORPORATION PRINCIPAL SHAREHOLDER	8.09%

3a  
3b  
3c-N/A

3a  
3b-N/A  
3c-N/A

3a  
3b  
3c-N/A

3a  
3b  
3c-N/A

4a  
4b  
4c-N/A

4a  
4b-N/A  
4c-N/A

4a  
4b  
4c-N/A

4a  
4b  
4c-N/A

4a  
4b  
4c-N/A

4a  
4b-N/A  
4c-N/A

4a  
4b-N/A  
4c-N/A

**ANNUAL REPORT FR Y-6 OVERTON FINANCIAL CORPORATION**

Report Item 3: Shareholders of Lindale Delaware Corporation

Major Stockholders (5% or greater) as of December 31, 2015:

Shareholder's Name, Address and Citizenship	Number of Shares Owned, Controlled or Held With Power to Vote	Percentage of Shares Owned, Controlled or Held with Power to Vote
----- OVERTON FINANCIAL CORPORATION OVERTON, TEXAS USA	400,000	80.00%
ROGERS POPE, SR. LONGVIEW, TEXAS USA	55,023 (includes spouse)	11.00%

Report Item 3: Shareholders of Lindale Delaware Corporation

Major Stockholders (5% or greater) during the year ending December 31, 2015:

Shareholder's Name, Address and Citizenship	Number of Shares Owned, Controlled or Held With Power to Vote	Percentage of Shares Owned, Controlled or Held with Power to Vote
----- NONE		

ANNUAL REPORT FR Y-6 OVERTON FINANCIAL CORPORATION

Report Item 4: Directors and Officers of Lindale Delaware Corporation

Business ownership information regarding directors, officers, and principal shareholders

Director, Officer, or Principal's Name, Address, and Principal Occupation	Title or Position With	Percentage of Shares Owned Controlled, or Held with Power to Vote
CARROLL ANDERSON LINDALE, TEXAS BANKER	LINDALE DELAWARE CORPORATION VICE PRESIDENT/SECRETARY-TREASURER/DIRECTOR	0.31%
RANDY BJORK TYLER, TEXAS BANKER	LINDALE DELAWARE CORPORATION CONTROLLER/CFO/DIRECTOR <del>OVERTON FINANCIAL CORPORATION</del> CONTROLLER/CFO/DIRECTOR <del>OVERTON DELAWARE CORPORATION</del> CONTROLLER/CFO/DIRECTOR LONGVIEW FINANCIAL CORPORATION CONTROLLER/CFO/ADVISORY DIRECTOR LONGVIEW DELAWARE CORPORATION CONTROLLER/CFO/DIRECTOR TEXAS BANK AND TRUST COMPANY SR EVP/CFO/ADVISORY DIRECTOR	0.00% 0.00% 0.00% 0.04% 0.00% 0.00%
ROGERS POPE, SR. LONGVIEW, TEXAS BANKER	LINDALE DELAWARE CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR <del>OVERTON FINANCIAL CORPORATION</del> CHAIRMAN/PRESIDENT/DIRECTOR <del>OVERTON DELAWARE CORPORATION</del> CHAIRMAN/PRESIDENT/DIRECTOR LONGVIEW FINANCIAL CORPORATION CHAIRMAN/PRESIDENT/CEO/DIRECTOR LONGVIEW DELAWARE CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR TEXAS BANK AND TRUST COMPANY CHAIRMAN/CEO/DIRECTOR	11.00% * (includes spouse) 50.50% 0.00% 9.83% * (includes spouse) 0.00% 0.00%
ROGERS POPE, JR. LONGVIEW, TEXAS BANKER	LINDALE DELAWARE CORPORATION VICE CHAIRMAN/GENERAL COUNSEL/DIRECTOR <del>OVERTON FINANCIAL CORPORATION</del> VICE CHAIRMAN/GENERAL COUNSEL/DIRECTOR <del>OVERTON DELAWARE CORPORATION</del> VICE CHAIRMAN/GENERAL COUNSEL/DIRECTOR LONGVIEW FINANCIAL CORPORATION VICE CHAIRMAN/SECRETARY/TREASURER GENERAL COUNSEL/DIRECTOR LONGVIEW DELAWARE CORPORATION VICE CHAIRMAN/SECRETARY/TREASURER GENERAL COUNSEL/DIRECTOR TEXAS BANK AND TRUST COMPANY VICE CHAIRMAN/CEO/SECRETARY TO THE BOARD/DIRECTOR	0.20% 0.00% 0.00% 2.25% * (includes children's) 0.00% 0.00%
OVERTON FINANCIAL CORPORATION OVERTON, TEXAS BANK HOLDING COMPANY	LINDALE DELAWARE CORPORATION PRINCIPAL SHAREHOLDER	80.00%

Handwritten annotations in blue ink:

- 3a, 3b, 3c-N/A
- 4a, 4b-N/A, 4c-N/A
- 1, 2
- 3c-N/A
- 4c-N/A
- 3a
- 3b
- 3c-N/A
- 4a
- 3a
- 3b
- 3c-N/A
- 4a
- 4b
- 4c-N/A
- 3a
- 3b
- 3c-N/A
- 4a
- 4b-N/A
- 4c-N/A

ANNUAL REPORT FR Y-6 OVERTON FINANCIAL CORPORATION

Report Item 3: Shareholders of Overton Delaware Corporation

Major Stockholders (5% or greater) as of December 31, 2015:

Shareholder's Name, Address and Citizenship	Number of Shares Owned, Controlled or Held With Power to Vote	Percentage of Shares Owned, Controlled or Held with Power to Vote
----- OVERTON FINANCIAL CORPORATION OVERTON, TEXAS USA	----- 1,000	----- 100.00%

Report Item 3: Shareholders of Overton Delaware Corporation

Major Stockholders (5% or greater) during the year ending December 31, 2015:

Shareholder's Name, Address and Citizenship	Number of Shares Owned, Controlled or Held With Power to Vote	Percentage of Shares Owned, Controlled or Held with Power to Vote
----- NONE	-----	-----

ANNUAL REPORT FR Y-6 OVERTON FINANCIAL CORPORATION

Report Item 4: Directors and Officers of Overton Delaware Corporation

Business ownership information regarding directors, officers, and principal shareholders

Director, Officer, or Principal's Name, Address, and Principal Occupation	Title or Position With	Percentage of Shares Owned Controlled, or Held with Power to Vote
RANDY BJORK TYLER, TEXAS BANKER	OVERTON DELAWARE CORPORATION CONTROLLER/CFO/DIRECTOR LONGVIEW FINANCIAL CORPORATION CONTROLLER/CFO/ADVISORY DIRECTOR LONGVIEW DELAWARE CORPORATION CONTROLLER/CFO/DIRECTOR TEXAS BANK AND TRUST COMPANY SR EVP/CFO/ADVISORY DIRECTOR	0.00% 0.04% 0.00% 0.00% -0.00% -0.00%
OVERTON FINANCIAL CORPORATION OVERTON, TEXAS BANK HOLDING COMPANY	OVERTON DELAWARE CORPORATION PRINCIPAL SHAREHOLDER	100.00%
ROGERS POPE, SR. LONGVIEW, TEXAS BANKER	OVERTON DELAWARE CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR LONGVIEW FINANCIAL CORPORATION CHAIRMAN/PRESIDENT/CEO/DIRECTOR LONGVIEW DELAWARE CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR TEXAS BANK AND TRUST COMPANY CHAIRMAN/DIRECTOR OVERTON FINANCIAL CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR LINDALE DELAWARE CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR	0.00% 9.83% * 0.00% 0.00% -50.50% -11.00% *
ROGERS POPE, JR. LONGVIEW, TEXAS BANKER	OVERTON DELAWARE CORPORATION VICE CHAIRMAN/GENERAL COUNSEL/DIRECTOR LONGVIEW FINANCIAL CORPORATION VICE CHAIRMAN/SECRETARY/TREASURER GENERAL COUNSEL/DIRECTOR LONGVIEW DELAWARE CORPORATION VICE CHAIRMAN/SECRETARY/TREASURER GENERAL COUNSEL/DIRECTOR TEXAS BANK AND TRUST COMPANY VICE CHAIRMAN/CEO/SECRETARY TO THE BOARD/DIRECTOR OVERTON FINANCIAL CORPORATION VICE CHAIRMAN/GENERAL COUNSEL/DIRECTOR LINDALE DELAWARE CORPORATION VICE CHAIRMAN/GENERAL COUNSEL/DIRECTOR	0.00% 2.25% * 0.00% 0.00% 0.00% -0.00% -0.20%
TODD MEADOWS OVERTON, TEXAS BANKER	OVERTON DELAWARE CORPORATION VICE PRESIDENT/SECRETARY-TREASURER/DIRECTOR OVERTON FINANCIAL CORPORATION VICE PRESIDENT/SECRETARY-TREASURER/DIRECTOR	0.00% -0.00%

Handwritten annotations in blue ink:

- 3a, 3b, 3c-N/A
- 4a, 4b, 4c-N/A
- 3a, 3b-N/A, 3c-N/A
- 4a, 4b-N/A, 4c-N/A
- 3a, 3b, 3c-N/A
- 4a, 4b, 4c-N/A
- 3a, 3b, 3c-N/A
- 4a, 4b, 4c-N/A
- 3a, 3b-N/A, 3c-N/A
- 4a, 4b-N/A, 4c-N/A

ANNUAL REPORT FR Y-6 OVERTON FINANCIAL CORPORATION

Report Item 3: Shareholders of Longview Financial Corporation

Major Stockholders (5% or greater) as of December 31, 2015:

Shareholder's Name, Address and Citizenship	Number of Shares Owned, Controlled or Held With Power to Vote	Percentage of Shares Owned, Controlled or Held with Power to Vote
OVERTON DELAWARE CORPORATION DOVER, DELAWARE USA	139,489	36.57%
ROGERS POPE, SR. LONGVIEW, TEXAS USA	37,483 (includes spouse)	9.83%
FIRST FINANCIAL TRUST & ASSET MGMT CO, NA FBO BARBARA F. WHEELER FOUNDATION FT WORTH, TX 76107 USA	22,362	5.86%
LINDALE DELAWARE CORPORATION LONGVIEW, TEXAS USA	27,439	7.19%

Report Item 3: Shareholders of Longview Financial Corporation

Major Stockholders (5% or greater) during the year ending December 31, 2015:

Shareholder's Name, Address and Citizenship	Number of Shares Owned, Controlled or Held With Power to Vote	Percentage of Shares Owned, Controlled or Held with Power to Vote
NONE		

ANNUAL REPORT FR Y-6 OVERTON FINANCIAL CORPORATION

Report Item 4: Directors and Officers of Longview Financial Corporation

Business ownership information regarding directors, officers, and principal shareholders

Director, Officer, or Principal's Name, Address, and Principal Occupation	Title or Position With	Percentage of Shares Owned Controlled, or Held with Power to Vote
RANDY BJORK TYLER, TEXAS BANKER	LONGVIEW FINANCIAL CORPORATION CONTROLLER/CFO/ADVISORY DIRECTOR LONGVIEW DELAWARE CORPORATION CONTROLLER/CFO/DIRECTOR TEXAS BANK AND TRUST COMPANY SR EVP/CFO/ADVISORY DIRECTOR <del>OVERTON FINANCIAL CORPORATION CONTROLLER/CFO/DIRECTOR</del> <del>OVERTON DELAWARE CORPORATION CONTROLLER/CFO/DIRECTOR</del> <del>LINDALE DELAWARE CORPORATION CONTROLLER/CFO/DIRECTOR</del>	0.04% 0.00% 0.00% -0.00% -0.00% -0.00%
	3a 3b 1 3c-N/A	4a 4b 1 4c-N/A
RICHARD A. DIAL, CPA LONGVIEW, TEXAS CPA	LONGVIEW FINANCIAL CORPORATION DIRECTOR TEXAS BANK AND TRUST COMPANY DIRECTOR DIAL & DIAL, CPA OWNER	0.05%* 0.00% 100.00%
	3a 3b 3c	4a 4b 4c (owned by spouse)
HOWARD R. HACKNEY LONGVIEW, TEXAS INVESTMENTS	LONGVIEW FINANCIAL CORPORATION DIRECTOR TEXAS BANK AND TRUST COMPANY DIRECTOR	0.00% 0.00%
	3a 3b 3c-N/A	4a 4b 4c-N/A
KENNETH L. HALL LONGVIEW, TEXAS INVESTMENTS	LONGVIEW FINANCIAL CORPORATION DIRECTOR TEXAS BANK AND TRUST COMPANY DIRECTOR LONG VIEW EQUITY PARTNERS, LTD. PARTNER	0.03% 0.00% 30.00%
	3a 3b 3c	4a 4b 4c
CHARLES E. KING LONGVIEW, TEXAS RESTAURATEUR	LONGVIEW FINANCIAL CORPORATION DIRECTOR TEXAS BANK AND TRUST COMPANY DIRECTOR CHICK-FIL-A, LONGVIEW OWNER	0.03% 0.00% 100.00%
	3a 3b 3c	4a 4b 4c
OVERTON DELAWARE CORPORATION DOVER, DELAWARE BANK HOLDING COMPANY	LONGVIEW FINANCIAL CORPORATION PRINCIPAL SHAREHOLDER	36.57%
	3a 3b-N/A 3c-N/A	4a 4b-N/A 4c-N/A
ROGERS POPE, JR. LONGVIEW, TEXAS BANKER	LONGVIEW FINANCIAL CORPORATION VICE CHAIRMAN/SECRETARY/TREASURER GENERAL COUNSEL/DIRECTOR LONGVIEW DELAWARE CORPORATION VICE CHAIRMAN/SECRETARY/TREASURER GENERAL COUNSEL/DIRECTOR TEXAS BANK AND TRUST COMPANY VICE CHAIRMAN/CEO/SECRETARY TO THE BOARD/DIRECTOR <del>OVERTON FINANCIAL CORPORATION VICE CHAIRMAN/GENERAL COUNSEL/DIRECTOR</del> <del>OVERTON DELAWARE CORPORATION VICE CHAIRMAN/GENERAL COUNSEL/DIRECTOR</del> <del>LINDALE DELAWARE CORPORATION VICE CHAIRMAN/GENERAL COUNSEL/DIRECTOR</del>	2.25%* 0.00% 0.00% -0.00% -0.00% -0.20%
	3a 3b 1 3c-N/A	4a 4b 1 4c-N/A (includes children's)

ANNUAL REPORT FR Y-6 OVERTON FINANCIAL CORPORATION

Report Item 4: Directors and Officers of Longview Financial Corporation

Business ownership information regarding directors, officers, and principal shareholders

Director, Officer, or Principal's Name, Address, and Principal Occupation	Title or Position With	Percentage of Shares Owned Controlled, or Held with Power to Vote
LINDALE DELAWARE CORPORATION LONGVIEW, TX BANK HOLDING COMPANY 2	LONGVIEW FINANCIAL CORPORATION PRINCIPAL SHAREHOLDER	7.19% 4a 4b - N/A 4c - N/A
KEVIN HOOD 1 WHITE OAK, TEXAS BANKER 2	LONGVIEW FINANCIAL CORPORATION DIRECTOR TEXAS BANK AND TRUST COMPANY PRESIDENT/COO/DIRECTOR	0.05% 4a 0.00% 4b 4c - N/A
ROGERS POPE, SR. 1 LONGVIEW, TEXAS BANKER 2	LONGVIEW FINANCIAL CORPORATION CHAIRMAN/PRESIDENT/CEO/DIRECTOR LONGVIEW DELAWARE CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR TEXAS BANK AND TRUST COMPANY CHAIRMAN/DIRECTOR <del>OVERTON FINANCIAL CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR</del> <del>OVERTON DELAWARE CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR</del> <del>LINDALE DELAWARE CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR</del>	9.83% * 4a (includes spouse) 0.00% 4b 0.00% 1 50.50% -0.00% 4c - N/A 11.00% (includes spouse)
RICHARD H. SPENCER 1 LONGVIEW, TEXAS INVESTMENTS 2	LONGVIEW FINANCIAL CORPORATION DIRECTOR TEXAS BANK AND TRUST COMPANY DIRECTOR	0.19% 4a 0.00% 4b 4c - N/A
J. CLYDE TOMLINSON, JR 1 LONGVIEW, TEXAS INVESTMENTS 2	LONGVIEW FINANCIAL CORPORATION DIRECTOR TEXAS BANK AND TRUST COMPANY DIRECTOR	2.30% 4a 0.00% 4b 4c - N/A
DALE A. LUNSFORD, Ph.D. 1 LONGVIEW, TEXAS UNIVERSITY ADMINISTRATOR 2	LONGVIEW FINANCIAL CORPORATION DIRECTOR TEXAS BANK AND TRUST COMPANY DIRECTOR	0.00% 4a 0.00% 4b 4c - N/A
JAMES F. BARRON 1 LONGVIEW, TEXAS RETAILER/RESTAURATEUR 2	LONGVIEW FINANCIAL CORPORATION DIRECTOR TEXAS BANK AND TRUST COMPANY DIRECTOR J&J ENTERPRISES, LLC OWNER 405 LOOP 281 CENTER, LLC OWNER BARRON PROPERTIES, LLC OWNER	0.00% 4a 0.00% 4b 100.00% 4c 100.00% 1 80.00% 1
MIKE HOLBERT 1 LONGVIEW, TEXAS PHARMACIST 2	LONGVIEW FINANCIAL CORPORATION DIRECTOR TEXAS BANK AND TRUST COMPANY DIRECTOR LOUIS MORGAN DRUG #4 OWNER	0.00% 4a 0.00% 4b 51.00% 4c
FIRST FINANCIAL TRUST & ASSET MGMT. CO. 1 FBO BARBARA F. WHEELER FOUNDATION FORT WORTH, TX 76107 USA	LONGVIEW FINANCIAL CORPORATION PRINCIPAL SHAREHOLDER	5.86% 4a 4b - N/A 4c - N/A
N/A 2	3a 3b - N/A 3c - N/A	

ANNUAL REPORT FR Y-6 OVERTON FINANCIAL CORPORATION

Report Item 3: Shareholders of Longview Delaware Corporation

Major Stockholders (5% or greater) as of December 31, 2015:

Shareholder's Name, Address and Citizenship	Number of Shares Owned, Controlled or Held With Power to Vote	Percentage of Shares Owned, Controlled or Held with Power to Vote
----- LONGVIEW FINANCIAL CORPORATION LONGVIEW, TEXAS USA	----- 1,000	----- 100.00%

Report Item 3: Shareholders of Longview Delaware Corporation

Major Stockholders (5% or greater) during the year ending December 31, 2015:

Shareholder's Name, Address and Citizenship	Number of Shares Owned, Controlled or Held With Power to Vote	Percentage of Shares Owned, Controlled or Held with Power to Vote
----- NONE	-----	-----

ANNUAL REPORT FR Y-6 OVERTON FINANCIAL CORPORATION

Report Item 4: Directors and Officers of Longview Delaware Corporation

Business ownership information regarding directors, officers, and principal shareholders

Director, Officer, or Principal's Name, Address, and Principal Occupation	Title or Position With	Shares Owned Controlled, or Held with Power to Vote
RANDY BJORK TYLER, TEXAS BANKER	LONGVIEW DELAWARE CORPORATION CONTROLLER/CFO/DIRECTOR	0.00%
	TEXAS BANK AND TRUST COMPANY SR EVP/CFO/ADVISORY DIRECTOR	0.00%
	<del>LONGVIEW FINANCIAL CORPORATION CONTROLLER/CFO/ADVISORY DIRECTOR</del>	<del>0.04%</del>
	<del>OVERTON FINANCIAL CORPORATION CONTROLLER/CFO/DIRECTOR</del>	<del>0.00%</del>
	<del>OVERTON DELAWARE CORPORATION CONTROLLER/CFO/DIRECTOR</del>	<del>0.00%</del>
	<del>LINDALE DELAWARE CORPORATION CONTROLLER/CFO/DIRECTOR</del>	<del>0.00%</del>
		4a 4b 4c-N/A
LONGVIEW FINANCIAL CORPORATION LONGVIEW, TEXAS BANK HOLDING COMPANY	LONGVIEW DELAWARE CORPORATION PRINCIPAL SHAREHOLDER	100.00%
ROGERS POPE, JR. LONGVIEW, TEXAS BANKER	LONGVIEW DELAWARE CORPORATION VICE CHAIRMAN/SECRETARY/TREASURER GENERAL COUNSEL/DIRECTOR	0.00%
	<del>LONGVIEW FINANCIAL CORPORATION VICE CHAIRMAN/SECRETARY/TREASURER GENERAL COUNSEL/DIRECTOR</del>	<del>2.25%*</del>
	TEXAS BANK AND TRUST COMPANY VICE CHAIRMAN/CEO/SECRETARY TO THE BOARD/DIRECTOR	0.00%
	<del>OVERTON FINANCIAL CORPORATION VICE CHAIRMAN/GENERAL COUNSEL/DIRECTOR</del>	<del>0.00%</del>
	<del>OVERTON DELAWARE CORPORATION VICE CHAIRMAN/GENERAL COUNSEL/DIRECTOR</del>	<del>0.00%</del>
	<del>LINDALE DELAWARE CORPORATION VICE CHAIRMAN/GENERAL COUNSEL/DIRECTOR</del>	<del>0.20%</del>
		4a 4b-N/A 4c-N/A 4a 4b 4c-N/A
ROGERS POPE, SR. LONGVIEW, TEXAS BANKER	LONGVIEW DELAWARE CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR	0.00%
	TEXAS BANK AND TRUST COMPANY CHAIRMAN/DIRECTOR	0.00%
	<del>LONGVIEW FINANCIAL CORPORATION CHAIRMAN/PRESIDENT/CEO/DIRECTOR</del>	<del>9.83%*</del>
	<del>OVERTON FINANCIAL CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR</del>	<del>50.50%</del>
	<del>OVERTON DELAWARE CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR</del>	<del>0.00%</del>
	<del>LINDALE DELAWARE CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR</del>	<del>11.00%*</del>
		(includes children's) 4a 4b 4c-N/A 4a 4b 4c-N/A 4a 4b 4c-N/A 4a 4b 4c-N/A 4a 4b 4c-N/A 4a 4b 4c-N/A 4a 4b 4c-N/A 4a 4b 4c-N/A

3c-N/A

4c-NA

**OVERTON FINANCIAL CORPORATION**  
**SHAREHOLDERS' MEETING**  
January 26, 2016

OVERTON FINANCIAL CORPORATION  
 PARENT ONLY STATEMENTS OF CONDITION  
 AS OF DECEMBER 31, 2015 AND 2014

	<u>2015</u>	<u>2014</u>
Assets:		
Cash and Due From Banks	\$ 110,038	\$ 139,964
Investments in Subsidiary Corporations:		
Overton Delaware Corporation	85,081,128	78,553,827
Lindale Delaware Corporation	12,118,046	11,081,635
FIT Receivable - Current	<u>83,211</u>	<u>92,457</u>
Total Assets	<u>\$ 97,392,423</u>	<u>\$ 89,867,883</u>
Liabilities and Shareholders' Equity:		
Liabilities:		
Accrued Expenses	<u>\$ 7,688</u>	<u>\$ 10,238</u>
Total Liabilities	<u>7,688</u>	<u>10,238</u>
Shareholders' Equity:		
Common Stock	50,000	50,000
Capital Surplus/Paid-In Capital	921,775	921,775
Retained Earnings	95,811,436	88,254,772
Unrealized Gain or Loss on Securities	1,530,760	1,560,334
Less: Treasury Stock	<u>(929,235)</u>	<u>(929,235)</u>
Total Shareholders' Equity	<u>97,384,736</u>	<u>89,857,646</u>
Total Liabilities and Shareholders' Equity	<u>\$ 97,392,423</u>	<u>\$ 89,867,883</u>

OVERTON FINANCIAL CORPORATION  
 PARENT ONLY STATEMENTS OF INCOME  
 FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

	<u>2015</u>	<u>2014</u>
Operating Income:		
Dividends from Subsidiaries	\$ 1,361,956	\$ 1,273,956
Other Income	-	759
	<u>1,361,956</u>	<u>1,274,715</u>
Total Operating Income	1,361,956	1,274,715
Operating Expense:		
Other Operating Expense	<u>96,500</u>	<u>102,510</u>
	<u>96,500</u>	<u>102,510</u>
Total Operating Expense	96,500	102,510
Income (Loss) before Taxes and Undistributed Earnings	1,265,456	1,172,205
Federal Income Tax Expense (Benefit)	<u>74,268</u>	<u>(56,842)</u>
Income (Loss) before Equity in Undistributed Earnings	1,191,188	1,229,046
Equity in Undistributed Income:		
Overton Delaware Corporation	6,563,628	5,756,336
Lindale Delaware Corporation	<u>1,029,658</u>	<u>921,151</u>
Net Income	<u>\$ 8,784,474</u>	<u>\$ 7,906,533</u>

OVERTON FINANCIAL CORPORATION  
PARENT ONLY STATEMENTS OF SHAREHOLDERS' EQUITY  
AS OF DECEMBER 31, 2015 AND 2014

	<u>2015</u>	<u>2014</u>
Common Stock, \$1 par value, 1,000,000 shares authorized, 50,000 issued and 40,927 outstanding	\$ 50,000	\$ 50,000
Capital Surplus/Paid-In Capital	921,775	921,775
Retained Earnings - Beginning Balance	88,254,772	81,446,901
Adjust Unrealized Gain on ODC/LDI	0	118,917
Dividends Declared	(1,227,810)	(1,217,578)
Net Income	<u>8,784,474</u>	<u>7,906,533</u>
Retained Earnings - Ending Balance	95,811,436	88,254,772
Unrealized Gain/ (Loss) on Securities	1,530,760	1,560,334
Treasury Stock (Common) (9,073 shares at 12-31-15 and 12-31-14)	<u>(929,235)</u>	<u>(929,235)</u>
Total Shareholders' Equity	<u>\$ 97,384,736</u>	<u>\$ 89,857,646</u>

TEXAS BANK & TRUST COMPANY  
STATEMENTS OF CONDITION  
AS OF DECEMBER 31, 2015 AND 2014

	<u>2015</u>	<u>2014</u>
Assets:		
Cash and Due From Banks	\$ 149,655,737	\$ 149,148,448
Investment Securities	202,234,937	244,447,492
Loans (Net of unearned income)	1,773,887,823	1,538,135,384
LESS: Allowance for Loan Losses	(26,111,311)	(24,688,994)
Loans (Net of unearned income and allowance for loan losses)	1,747,776,512	1,513,446,390
Premises and Fixed Assets	29,586,189	30,691,121
Other Real Estate Owned	845,961	914,079
Other Assets	<u>74,250,848</u>	<u>50,342,565</u>
Total Assets	<u>\$ 2,204,350,183</u>	<u>\$ 1,988,990,093</u>
Liabilities and Shareholders' Equity:		
Deposits:		
Noninterest Bearing Deposits	\$ 616,924,533	\$ 597,967,043
Interest Bearing Deposits	<u>1,353,289,383</u>	<u>1,176,254,163</u>
Total Deposits	1,970,213,915	1,774,221,206
Notes Payable	10,000,000	10,000,000
Other Liabilities	<u>6,421,306</u>	<u>5,310,512</u>
Total Liabilities	1,986,635,221	1,789,531,718
Shareholders' Equity:		
Common Stock	2,000,000	2,000,000
Capital Surplus and Paid In Capital	48,267,305	48,267,305
Undivided Profits	165,022,639	146,883,392
Unrealized Gain or Loss on Securities	<u>2,425,019</u>	<u>2,307,677</u>
Total Shareholder's Equity	<u>217,714,962</u>	<u>199,458,374</u>
Total Liabilities and Shareholders' Equity	<u>\$ 2,204,350,183</u>	<u>\$ 1,988,990,093</u>

TEXAS BANK & TRUST COMPANY  
 STATEMENTS OF INCOME  
 FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

	<u>2015</u>	<u>2014</u>
Interest Income:		
Interest on Loans	\$ 66,628,264	\$ 59,873,528
Interest on Due From Banks	252,575	250,619
Interest on Federal Funds Sold	0	0
Interest on Investments	<u>4,767,090</u>	<u>5,768,044</u>
Total Interest Income	71,647,928	65,892,191
Interest Expense:		
Interest on Deposits	6,950,039	6,216,236
Interest on Federal Funds Purchased	41	587
Interest on Borrowings	<u>27,327</u>	<u>30,352</u>
Total Interest Expense	<u>6,977,407</u>	<u>6,247,175</u>
Net Interest Income	64,670,521	59,645,016
Provision for Loan Losses	2,400,000	2,400,000
Noninterest Income:		
Service Charges and Fees	4,428,652	4,789,847
Fees and Charges on Loans	1,842,833	1,546,723
Trust & TBT Financial Services Fees	7,060,728	6,690,522
Other Noninterest Income	<u>8,266,531</u>	<u>7,750,499</u>
Total Noninterest Income	21,598,744	20,777,591
Noninterest Expenses:		
Salaries and Employee Benefits	30,738,218	29,441,303
Occupancy and Equipment	7,826,564	7,508,813
Other Operating	<u>13,860,937</u>	<u>12,583,877</u>
Total Noninterest Expenses	<u>52,425,719</u>	<u>49,533,992</u>
Income before Federal Income Taxes	31,443,546	28,488,615
Provision for Federal Income Taxes	<u>9,704,300</u>	<u>8,697,100</u>
Net Income	<u>\$ 21,739,246</u>	<u>\$ 19,791,515</u>

TEXAS BANK & TRUST COMPANY  
STATEMENTS OF SHAREHOLDERS' EQUITY  
AS OF DECEMBER 31, 2015 AND 2014

	<u>2015</u>	<u>2014</u>
Common Stock, \$5 par value, 400,000 shares authorized, issued and outstanding	\$ 2,000,000	\$ 2,000,000
Capital Surplus and Paid In Capital	48,267,305	48,267,305
Undivided Profits - Beginning Balance	146,883,392	130,691,878
Dividends Declared	(3,600,000)	(3,600,000)
Net Income	<u>21,739,246</u>	<u>19,791,515</u>
Undivided Profits - Ending Balance	165,022,639	146,883,392
Unrealized Gain/ (Loss) on Securities	<u>2,425,019</u>	<u>2,307,677</u>
Total Shareholders' Equity	<u>\$ 217,714,962</u>	<u>\$ 199,458,374</u>

**AMENDED**  
**AUG 05 2016**

ANNUAL REPORT FR Y-6 OVERTON FINANCIAL CORPORATION

Report Item 4: Directors and Officers of Longview Financial Corporation

Business ownership information regarding directors, officers, and principal shareholders

Director, Officer, or Principal's Name, Address, and Principal Occupation *****	Title or Position With *****	Percentage of Shares Owned Controlled, or Held with Power to Vote *****
LINDALE DELAWARE CORPORATION LONGVIEW, TX BANK HOLDING COMPANY	LONGVIEW FINANCIAL CORPORATION PRINCIPAL SHAREHOLDER	7.19%
KEVIN HOOD WHITE OAK, TEXAS BANKER	LONGVIEW FINANCIAL CORPORATION DIRECTOR TEXAS BANK AND TRUST COMPANY PRESIDENT/COO/DIRECTOR	0.05% 0.00%
ROGERS POPE, SR. LONGVIEW, TEXAS BANKER	LONGVIEW FINANCIAL CORPORATION CHAIRMAN/PRESIDENT/CEO/DIRECTOR LONGVIEW DELAWARE CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR TEXAS BANK AND TRUST COMPANY CHAIRMAN/DIRECTOR OVERTON FINANCIAL CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR OVERTON DELAWARE CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR LINDALE DELAWARE CORPORATION CHAIRMAN/PRESIDENT/DIRECTOR	9.83% * (includes spouse) 0.00% 0.00% 50.50% 0.00% 11.00% * (includes spouse)
RICHARD H. SPENCER LONGVIEW, TEXAS INVESTMENTS	LONGVIEW FINANCIAL CORPORATION DIRECTOR TEXAS BANK AND TRUST COMPANY DIRECTOR	0.19% 0.00%
J. CLYDE TOMLINSON, JR LONGVIEW, TEXAS INVESTMENTS	LONGVIEW FINANCIAL CORPORATION DIRECTOR TEXAS BANK AND TRUST COMPANY DIRECTOR	2.30% 0.00%
DALE A. LUNSFORD, Ph.D. LONGVIEW, TEXAS UNIVERSITY ADMINISTRATOR	LONGVIEW FINANCIAL CORPORATION DIRECTOR TEXAS BANK AND TRUST COMPANY DIRECTOR	0.00% 0.00%
JAMES F. BARRON LONGVIEW, TEXAS RETAILER/RESTAURATEUR	LONGVIEW FINANCIAL CORPORATION DIRECTOR TEXAS BANK AND TRUST COMPANY DIRECTOR J&J ENTERPRISES, LLC OWNER 405 LOOP 281 CENTER, LLC OWNER BARRON PROPERTIES, LLC OWNER	0.00% 0.00% 100.00% 100.00% 80.00%
MIKE HOLBERT LONGVIEW, TEXAS PHARMACIST	LONGVIEW FINANCIAL CORPORATION DIRECTOR TEXAS BANK AND TRUST COMPANY DIRECTOR LOUIS MORGAN DRUG #4 OWNER	0.00% 0.00% 51.00%
FIRST FINANCIAL TRUST & ASSET MGMT, CO. FBO BARBARA F. WHEELER FOUNDATION FORT WORTH, TX 76107 USA	LONGVIEW FINANCIAL CORPORATION PRINCIPAL SHAREHOLDER	5.86%