Board of Governors of the Federal Reserve System

Annual Report of Holding Companies—FR Y-6

RECEIVED
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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, Leslie L Hudler
Name of the Holding Company Director and Official

President
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.

Leslie L. Hudler
Signature of Holding Company Director and Official

2/3/16
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 1139671
C.I.

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

NONE
Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address
Bandera Bancshares, Inc.
Legal Title of Holding Company

PO Box 426
(Mailing Address of the Holding Company) Street / P.O. Box

Johnson City | Texas | 78636
City | State | Zip Code

100 East Pecan Johnson City, TX 78636
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Ken L Keenum — Name
CPA — Title

817-332-1900
Area Code / Phone Number / Extension

817-332-2577
Area Code / FAX Number

KKeenum@flash.net
E-mail Address

NONE
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

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.

Bandera Bancshares, Inc.
Annual Report of Bank Holding Companies -- FR Y-6
December 31, 2015

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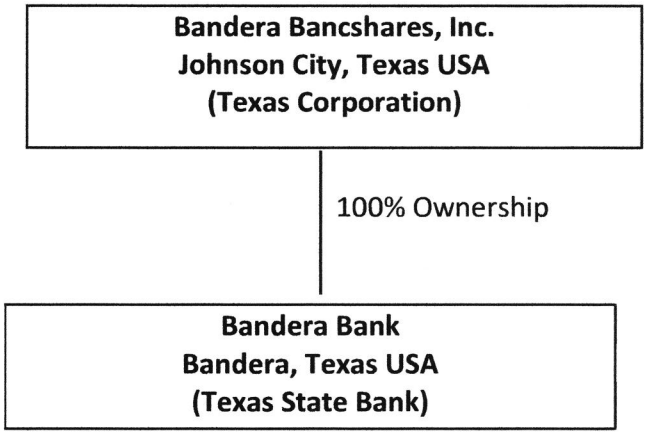
AMENDED
JUL 08 2016

Bandera Bancshares, Inc.
Annual Report of Bank Holding Companies FR Y-6
December 31, 2015

AMENDED
JUL 08 2016

Item 2: Organization Chart



No LEI is available for the above entities

Results: A list of branches for your depository institution: BANDERA BANK (ID_RSSD: 78157).
This depository institution is held by BANDERA BANCSHARES, INC. (1139671) of JOHNSON CITY, 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_RSSD*	Comments
OK		Full Service (Head Office)	78157	BANDERA BANK	207 MAIN STREET	BANDERA	TX	78003	BANDERA	UNITED STATES	35384	0	BANDERA BANK	78157	

Bandera Bancshares, Inc.
Annual Report to Bank Holding Companies FR Y-6
December 31, 2015

Item 3(1): Security Holders at end of fiscal year

Name and Address	Ownership of Voting Common Stock No. of Shares	Percentage
Bandera 2011 Family Trust Kathiann Leake DeCleva and Jane Leake Benton, Co-Trustees Dallas, Texas USA Trust	139,112	89.75%
Leslie Lee Hudler Johnson City, Texas Citizen of USA	15,888	10.25%
	155,000	100.00%

Item 3(2): Security Holders of 5% or more during the year not listed in Item 3(1) - NONE

AMENDED
JUL 08 2016

Form FR Y-6
Bandera Bancshares, Inc.
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other Businesses)	(4)(a) Percentage of Voting Shares in 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 and percentage of voting securities held)
Leslie L. Hudler Johnson City, Texas USA	Banking	Bandera Bancshares, Inc. Pres & Director	Bandera Bank Pres & Director	Pedernales Investment Corp Pres & Director Johnson City Bank Pres & Director One River Point - Partner	10.25%	None	One River Point - 50%
Bandera 2011 Family Trust Dallas, TX USA Trust	N/A	Bandera Bancshares Prin Shareholder	None	None	89.75% Common Stock	None	
Kathiann Leake DeCleva Dallas, TX USA	Investments	Bandera Bancshares, Inc. Prin Shareholder	Bandera Bank Director	Pedernales Investment Corp Principal Shareholder Johnson City Bank Vice Chm & Director	89.75% Common Stock as Trustee	None	Pedernales Investment Corp 100%
Jane Leake Benton Dallas, Texas USA	Investments	Bandera Bancshares, Inc. Prin Shareholder	Bandera Bank Director	Pedernales Investment Corp Principal Shareholder Johnson City Bank Director	89.75% Common Stock as Trustee	None	Pedernales Investment Corp 100%
Ken Finley Bandera, TX USA	Banking	Bandera Bancshares, Inc. VP, Secy, Treas & Director	Bandera Bank Ex VP & Director	Johnson City Bank Director	None	None	N/A