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, 518, 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.

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.

Name of the Holding Company Director and Official
Chairman of the Board & CEO
 attest that the Annual Report of Holding Companies (including the supporting attachments) for this report date have 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
03/28/2017

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

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 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 (1100-0297), Washington, DC 20503.

12/2016
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.

<table>
<thead>
<tr>
<th>Legal Title of Subsidiary Holding Company</th>
<th>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</th>
</tr>
</thead>
<tbody>
<tr>
<td>Columbia Bancorp-Delaware, Inc.</td>
<td>1105 No. Market St., Suite 1300</td>
</tr>
<tr>
<td></td>
<td>(Mailing Address)        Street / P.O. Box</td>
</tr>
<tr>
<td></td>
<td>Wilmington DE 19801</td>
</tr>
<tr>
<td></td>
<td>City State Zip Code</td>
</tr>
<tr>
<td></td>
<td>Physical Location</td>
</tr>
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<td>City State Zip Code</td>
</tr>
<tr>
<td></td>
<td>Physical Location</td>
</tr>
</tbody>
</table>
# Branches for Selected Institution

A list of branches for your depository institution: FIRST STATE BANK, THE (ID_RSSD: 801654).

This depository institution is held by COLUMBUS BANCORP, INC. (1898008) of COLUMBUS, TX.
The data are as of 12/31/2016.

Save a copy of this list by clicking the download button below. **When asked if you would like to open or save this file, choose the 'Save' button.** Make corrections to your saved copy and then send it to your FRB contact. See the detailed instructions (linked above) for more information.

<table>
<thead>
<tr>
<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 UNINUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
</tr>
</thead>
<tbody>
<tr>
<td>Full Service (Head Office)</td>
<td>801654</td>
<td>FIRST STATE BANK, THE</td>
<td>420 WALNUT</td>
<td>COLUMBUS</td>
<td>TX</td>
<td>78934-2455</td>
<td>COLORADO</td>
<td>UNITED STATES</td>
<td>7830</td>
<td>0</td>
<td>FIRST STATE BANK, THE</td>
<td>801654</td>
</tr>
</tbody>
</table>

*FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.
# Head Offices for Selected Holding Company

A list of head offices for the holding company: COLUMBIA BANCORP-DELAWARE, INC. (1898017) of WILMINGTON, DE. The data are as of 12/31/2016.

Click on a Head Office ID_RSSD to see all of its branches, or click on the link below to see a consolidated branch listing for all head offices.

» Click here to get a consolidated branch listing for this holding company «

<table>
<thead>
<tr>
<th>Head Office ID_RSSD</th>
<th>Head Office Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
</tr>
</thead>
<tbody>
<tr>
<td>001654</td>
<td>FIRST STATE BANK, THE</td>
<td>420 WALNUT</td>
<td>COLUMBUS</td>
<td>TX</td>
<td>78934-2455</td>
<td>COLORADO</td>
<td>UNITED STATES</td>
</tr>
</tbody>
</table>
ANNUAL REPORT OF BANK HOLDING COMPANY (FRY-6)
COLUMBUS BANCORP., INC.
For Year Ended December 31, 2016

Report Item 1: Annual Report to Shareholders - N/A

Report Item 2a: Organization Chart
Columbus Bancorp, Inc.
Located in: Columbus, TX
Incorporated in: Texas
(Owns 100% of Columbia Bancorp-Delaware, Inc.)

Columbia Bancorp-Delaware, Inc.
Located in: Wilmington, DE
Incorporated in: Delaware
(Owns 100% of The First State Bank)

The First State Bank
Located in: Columbus, TX
Incorporated in: Texas

No Entity has a LEI.

Report Item 2b: Branch Verification
See Exhibit "B"

Report Item 3: Shareholders

(1) Hill S-Corp Family Trust, Columbus, Texas
US Corporation
Owns 1614 Shares (38.035%) of Columbus Bancorp, Inc. common stock o/s
Voted by Karl E. Hill

Mark A. Hill, Columbus, Texas
US Citizen
Owns 881 Shares (19.670%)

Karl E. Hill, Columbus, Texas
US Citizen
Owns 1,101 Shares (24.581%)

Stuart E. Hill, Columbus, Texas
US Citizen
Owns 479 Shares (10.694%)

Stuart E. Hill S-Corp Trust, Columbus, Texas
US Citizen
Owns 402 Shares (8.975%)
Voted by Karl E. Hill

Patti S. Hill, Columbus, Texas
US Citizen
Owns 2 Shares (0.045%)
Report Item 4: Insiders: Directors and Officers

**Hill S-Corp Family Trust**, Columbus, Texas
- Principal Occupation: N/A
- Columbus Bancorp, Inc.
  - Stock Owned: (36.035%) of Columbus Bancorp, Inc. common stock
  - Voted by Karl E. Hill, Chairman of the Board & CEO, Director
- Columbia Bancorp-Delaware, Inc. – N/A
  - Stock owned: None
- The First State Bank – N/A
  - Stock owned - None
- Title or Position in Other Business & % of Stock Owned:
  - None

**Karl E. Hill**, Columbus, Texas
- Principal Occupation: Banker
- Columbus Bancorp, Inc.
  - Chairman of the Board & CEO, Director
  - Stock Owned: (24.581%) of Columbus Bancorp, Inc. common stock
- Columbia Bancorp-Delaware, Inc.
  - Chairman of the Board & CEO, Director
  - Stock Owned: None, but votes (100%) of the stock owned by Columbia Bancorp-Delaware, Inc. in The First State Bank by proxy
- The First State Bank
  - Chairman of the Board & CEO, Executive Committee, Director
  - Stock Owned: None, but votes (100%) of the stock owned by Columbia Bancorp-Delaware, Inc. in The First State Bank by proxy
- Title Or Position in Other Businesses & % of Stock Owned:
  - None

**Mark A. Hill**, Columbus, Texas
- Principal Occupation: Rancher
- Columbus Bancorp, Inc.
  - Director
  - Stock Owned: (19.670%) of Columbus Bancorp, Inc. common stock
- Columbia Bancorp-Delaware, Inc. – N/A
  - Stock owned - None
- The First State Bank
  - Director
  - Stock Owned: None
- Title Or Position in Other Businesses & % of Stock Owned:
  - None
Patrick C. Moeller, Columbus, Texas
  Principal Occupation: Banker
  Columbus Bancorp, Inc.
    President & Secretary/Treasurer, Director
    Stock Owned: None
  Columbia Bancorp-Delaware, Inc.
    Executive Vice President
    Stock Owned: None
  The First State Bank
    President & CFO, Executive Committee, Director
    Shares Owned: None
  Title Or Position in Other Businesses & % of Stock Owned:
    None

Stuart E. Hill, Columbus, Texas
  Principal Occupation: Convalescent home Alzheimer unit Activity Director
  Columbus Bancorp, Inc.
    Stock Owned: (10.694%); and (8.975%) – Stuart E. Hill S-Corp Trust
    Voted by Karl E. Hill
  Columbia Bancorp-Delaware, Inc. – N/A
    Stock owned - None
  The First State Bank – N/A
    Stock owned - None
  Title Or Position in Other Businesses & % of Stock Owned:
    None

Patti S. Hill, Columbus, Texas
  Principal Occupation: Retired, investor
  Columbus Bancorp, Inc.
    Stock Owned: (.0447%)
  Columbia Bancorp-Delaware, Inc.
    Stock Owned: None
  The First State Bank
    Stock Owned: None
  Title or Position in Other Businesses & % of Stock Owned:
    None

Confirmation:

Karl E. Hill
Chairman of the Board & CEO
Report Item 3: Shareholders
Columbus Bancorp, Inc.
Columbus, TX
US Corporation
Stock Owned: 100% (1000 shares of stock owned),

Shareholders not listed in 3(1) that had ownership or control of 5% or more during the fiscal year ending 12/31/16: NONE

Report Item 4: Insiders: Directors & Officers:

Karl E. Hill, Columbus, TX 78934
US Citizen
Principal Occupation: Banker
Columbia Bancorp-Delaware, Inc.
Chairman of the Board & CEO, Director
Stock Owned: None, but votes (100%) of the stock owned by Columbia Bancorp-Delaware, Inc. in The First State Bank by proxy

The First State Bank
Chairman of the Board & CEO, Executive Committee, Director
Stock Owned: None, but votes (100%) of the stock owned by Columbia Bancorp-Delaware, Inc. in The First State Bank by proxy
Title Or Position in Other Businesses & % of Stock Owned:
None

Jane M. Hill, Columbus, TX 78934
US Citizen
Principal Occupation: Home-maker
Columbia Bancorp-Delaware, Inc.
Secretary, Treasurer, Director
Stock Owned: None
The First State Bank
Director
Stock owned: None
Title Or Position in Other Businesses & % of Stock Owned:
None
Patrick C. Moeller, Columbus, TX 78934

US Citizen
Principal Occupation: Banker
Columbia Bancorp-Delaware, Inc.
Executive Vice President
Stock Owned: None
The First State Bank
President & CFO, Executive Committee, Director
Shares Owned: None
Title Or Position in Other Businesses & % of Stock Owned:
None

Columbus Bancorp, Inc., Columbus, TX 78934

US Corporation, Incorporated in Texas
Principal Occupation: N/A
Columbia Bancorp-Delaware, Inc.
Stock Owned: 100%
The First State Bank
Stock Owned: None
Title or Position in Other Businesses & % of Stock Owned:
None

Confirmation by:

Karl E. Hill
Chairman and President
Columbia Bancorp-Delaware, Inc.