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.

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 whom must sign the report.

I, MONTY H. LYCKMAN
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.

Signature of Holding Company Director and Official
3/17/17

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 291295
C.I. 

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.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2016
Month / Day / Year

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

REPORTER'S NAME, STREET, AND MAILING ADDRESS

MENARD BANCSHARES, INC.
Legal Title of Holding Company

PO BOX 8
(Mailing Address of the Holding Company) Street / P.O. Box
MENARD TX 76859
City State Zip Code

201 ELLIS STREET, MENARD, TX 76859
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
ROBERT L HAMBY
CPA

325 949-2567
Area Code / Phone Number / Extension

325 949-2567
Area Code / FAX Number

ROBERT@HAMBYHENGELI.COM
E-mail Address

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

Is confidential treatment requested for any portion of this report submission? Yes or No

☐ Yes
 ☐ No

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."

Public reporting burden for this information collection is estimated to vary from 1.3 to 1.01 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 (7100-0297), Washington, DC 20503.
None of these entities have a LEI number.

1 : a The BHC is not required to submit Form 10K with the SEC.
1 : b The BHC does not prepare an annual report for its shareholders.

2 : Organizational Chart:

```
Menard Bancshares, Inc. Menard, Texas
Incorporated in Texas

Menard Bank
Menard, Texas
Incorporated in Texas
Ownership: 250,000 shares (100%) of the outstanding common stock
```

2 : b Domestic branch listing provided to the Federal Reserve Bank.
Results: A list of branches for your depository institution: MENARD BANK (ID_RSSID: 375650).
This depository institution is held by MENARD BANCSHARES, INC. (2291295) of MENARD, TX.
The data are as of 12/31/2016. Data reflects information that was received and processed through 01/1/2017

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 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 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 hard copy format or via the FR Y-10 Online application - https://y10online.federalreserve.gov.

* FCIC UNIUNUM, Office Number, and ID_RSSID columns are for reference only. Verification of these values is not required.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSSID</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>JCounty</th>
<th>JState</th>
<th>JCountry</th>
<th>JState</th>
<th>JCountry</th>
<th>Office Number</th>
<th>Head Office</th>
<th>Head Office ID_RSSID</th>
<th>Comments</th>
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</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service (Head Office)</td>
<td>375650</td>
<td>MENARD BANK</td>
<td>201 ELLIS</td>
<td>MENARD</td>
<td>TX</td>
<td>76859</td>
<td>MENARD</td>
<td>UNITED STATES</td>
<td>2151</td>
<td>MENARD</td>
<td>375650</td>
<td></td>
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<td></td>
</tr>
<tr>
<td>Class of Voting Securities</td>
<td>Number and Percentage of Each Class of Voting Securities</td>
<td>County of Citizenship</td>
<td>Address</td>
<td>Number and Percentage of Each Class of Voting Securities</td>
<td>County of Citizenship</td>
<td>Address</td>
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<td></td>
</tr>
<tr>
<td>10 shares-10.0%</td>
<td>Common Stock</td>
<td>USA</td>
<td></td>
<td></td>
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<tr>
<td>64 shares-6.0%</td>
<td>Common Stock</td>
<td>USA</td>
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<tr>
<td>149 shares-14.9%</td>
<td>Common Stock</td>
<td>USA</td>
<td></td>
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<tr>
<td>20 shares-2.0%</td>
<td>Common Stock</td>
<td>USA</td>
<td></td>
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</tr>
<tr>
<td>2.40 shares-2.4%</td>
<td>Common Stock</td>
<td>USA</td>
<td></td>
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</tr>
<tr>
<td>2.97 shares-2.99%</td>
<td>Common Stock</td>
<td>USA</td>
<td></td>
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<tr>
<td>7.60 shares-7.69%</td>
<td>Common Stock</td>
<td>USA</td>
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<tr>
<td>7.60 shares-7.59%</td>
<td>Common Stock</td>
<td>USA</td>
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<tr>
<td>2.69 shares-2.68%</td>
<td>Common Stock</td>
<td>USA</td>
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<tr>
<td>8.78 shares-8.77%</td>
<td>Common Stock</td>
<td>USA</td>
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<tr>
<td>6.18 shares-6.1%</td>
<td>Common Stock</td>
<td>USA</td>
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<tr>
<td>8.28 shares-8.27%</td>
<td>Common Stock</td>
<td>USA</td>
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<tr>
<td>6.02 shares-6.01%</td>
<td>Common Stock</td>
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</tr>
</tbody>
</table>

Securities holders ending 12-31-2016

Every holder of securities with voting power for holding of 5% or more is to vote during the fiscal year for principal for holding of 5% or more. Each holder must be listed in the table in the year ending 12-31-2016.
| Name | None | None | 0.0% | N/A | N/A | N/A | N/A | N/A | Texas
|------|------|------|------|------|------|------|------|------|------|
| None | None | None | 0.19% | N/A | N/A | N/A | N/A | N/A | Texas
| None | None | None | 0.22% | N/A | N/A | N/A | N/A | N/A | Texas
| None | None | None | 4.46% | N/A | N/A | N/A | N/A | N/A | Texas
| 100% | Individual | Steel | 2.96% | N/A | N/A | N/A | N/A | N/A | Texas
| None | None | None | 7.6% | N/A | N/A | N/A | N/A | N/A | Texas
| None | None | None | 3.5% | N/A | N/A | N/A | N/A | N/A | Texas
| None | None | None | 20.4% | N/A | N/A | N/A | N/A | N/A | Texas
| None | 100% | Medical | Clinic | 0.43% | N/A | N/A | N/A | N/A | Texas
| None | None | None | 0.25% | N/A | N/A | N/A | N/A | N/A | Texas
| None | None | None | 2.3% | N/A | N/A | N/A | N/A | N/A | Texas
| None | None | None | 8.3% | N/A | N/A | N/A | N/A | N/A | Texas
| None | None | None | 1.0% | N/A | N/A | N/A | N/A | N/A | Texas

Field: Year Ending December 31, 2010

MENDAD BANC SHARES INC.

Form 10-K
<table>
<thead>
<tr>
<th>Name</th>
<th>Relationship</th>
<th>Affiliation</th>
<th>Asset</th>
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<tr>
<td>None</td>
<td>None</td>
<td>Principal Family Shareholders</td>
<td>None</td>
</tr>
<tr>
<td>None</td>
<td>None</td>
<td>None</td>
<td>2.46%</td>
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<td>None</td>
<td>Principal Family Shareholders</td>
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<tr>
<td>None</td>
<td>None</td>
<td>Principal Family Shareholders</td>
<td>9.88%</td>
</tr>
<tr>
<td>None</td>
<td>None</td>
<td>Medical Bank Director of Business</td>
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<td>None</td>
<td>Principal Family Shareholders</td>
<td>6.33%</td>
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<tr>
<td>None</td>
<td>None</td>
<td>Medical Doctor</td>
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<td>None</td>
<td>Principal Family Shareholders</td>
<td>1.96%</td>
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<tr>
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<td>None</td>
<td>Marketing</td>
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<td>Principal Family Shareholders</td>
<td>2.48%</td>
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<td>Healthcare</td>
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<tr>
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<td>None</td>
<td>Principal Family Shareholders</td>
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<tr>
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<td>None</td>
<td>Principal Family Shareholders</td>
<td>0.01%</td>
</tr>
<tr>
<td>None</td>
<td>None</td>
<td>Healthcare</td>
<td>None</td>
</tr>
</tbody>
</table>