AMENDED

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)); 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 officer of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior officer and is also a director, the chairman of the board must sign the report. If the holding company is an ESCOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I, [Name],
Name of the Holding Company Director and Official
President / Director
Title of the Holding Company Director and Official

attest that the Annual Report of Holding Companies (including the supporting attachments) for the 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
02/22/2017

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

RSSD ID
C.I.

Is confidential treatment requested for any portion of this report submission?.........

0=No
1=Yes

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."

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2016
Month / Day / Year

Report's Legal Entity Identifier (LEI) (20-character LEI Code)

none

Report's Name, Street, and Mailing Address

Texas Bancorp, Inc.
Legal Title of Holding Company

2201 Sherwood Way
Street / P.O. Box
(Mailing Address of the Holding Company)

San Angelo
City
TX
State
76901
Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Mark Stevenson
Controller

Name
Title

325-944-7544
Area Code / Phone Number / Extension

325-942-7017
Area Code / FAX Number

marks@txbank.com
E-mail Address

www.txbank.com
Address (URL) for the Holding Company’s web page

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 (7100-0297), Washington, DC 20503.
1. The bank holding company prepares an annual report for its stockholders and is not registered with the SEC.

2.a. Organizational Chart

Texas Bancorp, Inc. (S Corp.)
LEI: None
San Angelo, Texas
Incorporated in Texas

100%

Texas State Bank (C-Corp.)
LEI: None
San Angelo, Texas
Incorporated in Texas

2.b. Domestic branch listing provided to the Federal Reserve Bank.
<table>
<thead>
<tr>
<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>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>SAN ANGELO</td>
<td>TX</td>
<td>76901-3057</td>
<td>TOM GREEN</td>
<td>UNITED</td>
<td>12569</td>
<td>0</td>
<td>TESAS STATE BANK</td>
<td>748964</td>
<td></td>
</tr>
<tr>
<td>SAN ANGELO</td>
<td>TX</td>
<td>76903-3843</td>
<td>TOM GREEN</td>
<td>UNITED</td>
<td>493972</td>
<td>3</td>
<td>TESAS STATE BANK</td>
<td>748964</td>
<td></td>
</tr>
<tr>
<td>SAN ANGELO</td>
<td>TX</td>
<td>76904</td>
<td>TOM GREEN</td>
<td>UNITED</td>
<td>246305</td>
<td>2</td>
<td>TESAS STATE BANK</td>
<td>748964</td>
<td></td>
</tr>
<tr>
<td>SAN ANGELO</td>
<td>TX</td>
<td>76901</td>
<td>TOM GREEN</td>
<td>UNITED</td>
<td>246304</td>
<td>1</td>
<td>TESAS STATE BANK</td>
<td>748964</td>
<td></td>
</tr>
</tbody>
</table>
Report Item 3: Shareholders

(1)(a) (1)(b) (1)(c) (2)(a) (2)(b) (2)(c)

<table>
<thead>
<tr>
<th>(1)(a)</th>
<th>(1)(b)</th>
<th>(1)(c)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name / City, State</td>
<td>Country of Citizenship</td>
<td>Number and Percentage of each class of voting securities</td>
</tr>
</tbody>
</table>

**McLaughlin Family**

J. Mark McLaughlin
San Angelo, Texas
- USA
- 14,069 shares - 11.29%
  common stock

Brian Thomas McLaughlin
Midland, Texas
- USA
- 9,910 shares - 7.96%
  common stock

J. Matthew McLaughlin
Fort Worth, Texas
- USA
- 9,832 shares - 7.89%
  common stock

Laure McLaughlin
Austin, Texas
- USA
- 9,933 shares - 7.97%
  common stock

Evelyn McLaughlin Davies
Lubbock, Texas
- USA
- 8,820 shares - 7.08%
  common stock

Jean McLaughlin Kahle
Fort Worth, Texas
- USA
- 7,276 shares - 5.84%
  common stock

Stuart Andrew McLaughlin
Fort Worth, Texas
- USA
- 900 shares - 0.72%
  common stock

Sara Carolyn McLaughlin
Fort Worth, Texas
- USA
- 900 shares - 0.72%
  common stock

Blake Thomas McLaughlin
Midland, Texas
- USA
- 900 shares - 0.72%
  common stock

Anna Elizabeth McLaughlin
Midland, Texas
- USA
- 900 shares - 0.72%
  common stock

Claire Augusta McLaughlin
Midland, Texas
- USA
- 900 shares - 0.72%
  common stock

**Millspaugh Family**

Sara Millspaugh Ingram
San Angelo, Texas
- USA
- 9,116 shares - 7.32%
  common stock

Virginia G Young
Comfort, Texas
- USA
- 3,056 shares - 2.45%
  common stock

Rick Young
Boerne, Texas
- USA
- 1,036 shares - .083%
  common stock

Shareholders not listed in Item 3(1)(a) through Item 3(1)(c) that had ownership, control or holdings of 5% or more of the power to vote during the fiscal year ending December 31, 2016.

(1)(a) (1)(b) (1)(c)

<table>
<thead>
<tr>
<th>Name / Address</th>
<th>Country of Citizenship</th>
<th>Number and Percentage of each class of voting securities</th>
</tr>
</thead>
</table>

NONE
# Texas Bancorp, Inc.
## San Angelo, Texas
### Fiscal Year Ending December 31, 2016

<table>
<thead>
<tr>
<th>(1) Name</th>
<th>(2) Principal Occupation</th>
<th>(3)(a) Title &amp; Position w/ Texas Bancorp</th>
<th>(3)(b) Title &amp; Position w/ Other Business / Name of Business</th>
<th>(4)(a) Percentage of voting shares in Texas Bancorp</th>
<th>(4)(b) Percentage of voting shares in Texas State Bank</th>
<th>(4)(c) Names of other companies and percentage of voting shares (including Partnerships if &gt; 25% shares held)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Albert, Roger</td>
<td>Road Building Construction</td>
<td>Director</td>
<td>Chief Financial Officer / Reece Albert Construction</td>
<td>0.57%</td>
<td>0.00%</td>
<td>N/A</td>
</tr>
<tr>
<td>Kerry Bruton Christoval, Tx</td>
<td>Trailer Manufacturing</td>
<td>Director</td>
<td>Partner/Bruton Easy Pull Trailer Sales / KZ, Inc.</td>
<td>0.00%</td>
<td>0.00%</td>
<td>Easy Pull Trailer Sales - 70.00% / KZ, Inc. - 100.00%</td>
</tr>
<tr>
<td>Cox, Gary D.</td>
<td>Banking</td>
<td>Director/President</td>
<td>Trustee - Darwin Cox Testamentary Trust</td>
<td>1.09%</td>
<td>0.00%</td>
<td>Darwin Cox Testamentary Trust - 33.33%</td>
</tr>
<tr>
<td>Ingram, Sara Millsap</td>
<td>Real Estate Adjuster</td>
<td>Director/Principal Securities Holder</td>
<td>Partner/Millsap Ranch / Partner/Millsap Ranch Co. Partnership / Crocket County Three Sisters</td>
<td>7.32%</td>
<td>0.00%</td>
<td>Millsap Ranch - 33.33% / Millsap Ranch Co. Partnership - 33.33% / Millsap Ranching LLC - 33.33% / Crocket County Three Sisters - 33.33%</td>
</tr>
<tr>
<td>Stan Joynton</td>
<td>Attorney</td>
<td>Director</td>
<td>Partner / Shannon, Porter, Johnson, L.L.P.</td>
<td>0.00%</td>
<td>0.00%</td>
<td>Shannon Porter &amp; Johnson - 33.33%</td>
</tr>
<tr>
<td>McLaughlin, Brian Thomas</td>
<td>Attorney</td>
<td>Director/Principal Securities Holder</td>
<td>Shareholder/Double M Ranch Co., Ltd. / Shareholder/Double M Ranch Management, Ltd.</td>
<td>7.96%</td>
<td>0.00%</td>
<td>Double M Ranch Co., Ltd. - 30.73%</td>
</tr>
<tr>
<td>McLaughlin, J. Mark</td>
<td>Attorney</td>
<td>Director &amp; Chairman of Board/Principal Securities Holder</td>
<td>Shareholder/Double M Ranch Co., Ltd. / Owner/Perth Company / Partner/McLaughlin Partnership / Partner/McLaughlin Resources</td>
<td>11.29%</td>
<td>0.00%</td>
<td>Double M Ranch, Ltd. - 10.00% / Perth Company - 100% / McLaughlin Partnership - 25% / McLaughlin Resources - 25%</td>
</tr>
<tr>
<td>May, Brian</td>
<td>Professor</td>
<td>Director</td>
<td>President / Angelo State University</td>
<td>0.00%</td>
<td>0.00%</td>
<td>N/A</td>
</tr>
<tr>
<td>Harrison, David E.</td>
<td>Banking</td>
<td>Vice President / Executive Vice President / Texas State Bank</td>
<td>n/a</td>
<td>0.00%</td>
<td>0.00%</td>
<td>n/a</td>
</tr>
<tr>
<td>Ringer, Cindy</td>
<td>Banking</td>
<td>Secretary / Treasurer</td>
<td>Cashier/Texas State Bank</td>
<td>0.00%</td>
<td>0.00%</td>
<td>n/a</td>
</tr>
<tr>
<td>J. Matthew McLaughlin</td>
<td>Petroleum</td>
<td>Principal Securities Holder</td>
<td>Shareholder/Double M Ranch Co., Ltd.</td>
<td>7.90%</td>
<td>0.00%</td>
<td>Double M Ranch Co., Ltd. - 30.90%</td>
</tr>
<tr>
<td>Laure McLaughlin</td>
<td>Accountant</td>
<td>Principal Securities Holder</td>
<td>Shareholder/Double M Ranch Co., Ltd.</td>
<td>7.97%</td>
<td>0.00%</td>
<td>Double M Ranch Co., Ltd. - 27.29%</td>
</tr>
<tr>
<td>Evelyn McLaughlin Davies</td>
<td>Philanthropy</td>
<td>Principal Securities Holder</td>
<td>Partner/McLaughlin Resources</td>
<td>7.08%</td>
<td>0.00%</td>
<td>McLaughlin Resources - 25%</td>
</tr>
<tr>
<td>Estate of Jean McLaughlin Kahle</td>
<td>Deceased</td>
<td>Principal Securities Holder</td>
<td>Partner/McLaughlin Resources</td>
<td>5.84%</td>
<td>0.00%</td>
<td>McLaughlin Resources - 25%</td>
</tr>
<tr>
<td>(1) Name City, State</td>
<td>(2) Principal Occupation</td>
<td>(3)(a) Title &amp; Position w/ Texas Bancorp</td>
<td>(3)(b) Title &amp; Position w/ Texas State Bank</td>
<td>(3)(c) Title &amp; Position w/ Other Business / Name of Business</td>
<td>(4)(a) Percentage of voting shares in Texas Bancorp</td>
<td>(4)(b) Percentage of voting shares in Texas State Bank</td>
</tr>
<tr>
<td>----------------------</td>
<td>--------------------------</td>
<td>------------------------------------------</td>
<td>--------------------------------------------</td>
<td>-------------------------------------------------</td>
<td>-----------------------------------------------</td>
<td>-----------------------------------------------</td>
</tr>
<tr>
<td>Stuart Andrew McLaughlin Fort Worth, Texas</td>
<td>Data Technician</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>n/a</td>
<td>0.72%</td>
<td>0.00%</td>
</tr>
<tr>
<td>Sara Carolyn McLaughlin Fort Worth, Texas</td>
<td>Student</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>n/a</td>
<td>0.72%</td>
<td>0.00%</td>
</tr>
<tr>
<td>Blake Thomas McLaughlin Midland, Texas</td>
<td>Petroleum Land Man</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>n/a</td>
<td>0.72%</td>
<td>0.00%</td>
</tr>
<tr>
<td>Anna Elizabeth McLaughlin Midland, Texas</td>
<td>Teacher</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>n/a</td>
<td>0.72%</td>
<td>0.00%</td>
</tr>
<tr>
<td>Claire Augusta McLaughlin Midland, Texas</td>
<td>Attorney</td>
<td>Principal Securities Holder</td>
<td>n/a</td>
<td>n/a</td>
<td>0.72%</td>
<td>0.00%</td>
</tr>
</tbody>
</table>