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 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.

Greg Pruitt
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 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

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 2487913
C.I.

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

Rotan Bancshares, Inc.

Legal Title of Holding Company

P.O. Drawer D

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

Rotan

TX 79546

City

State Zip Code

118 N. Garfield, Rotan, TX 79546

Physical Location (different from mailing address)

Person to whom questions about this report should be directed:

Melinda Johnson

Name Title

325-735-2224

Area Code / Phone Number / Extension

325-735-2601

Area Code / FAX Number

mjohnson@fnbrotan.com

E-mail Address

www.fnbrotan.com

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

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

☐ 0=No 1=Yes 0

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 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 the information collection, 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.
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.

Rotan Delaware Bancshares, Inc.

<table>
<thead>
<tr>
<th>Legal Title of Subsidiary Holding Company</th>
<th>Legal Title of Subsidiary Holding Company</th>
</tr>
</thead>
<tbody>
<tr>
<td>15 E. North St.</td>
<td></td>
</tr>
<tr>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
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<tr>
<td>Dover</td>
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<tr>
<td>DE</td>
<td>19901</td>
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<tr>
<td>City</td>
<td>State</td>
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<tr>
<td>City State Zip Code</td>
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</table>

12/2012
Report Item 1:

The bank holding company does not prepare an annual report for its shareholders.

Report Item 2(a):   Organizational Chart

```
Rotan Bancshares, Inc.  
LEI: N/A  
Rotan, TX  
Incorporated in Texas

100%  

Rotan Delaware Bancshares, Inc.  
LEI: N/A  
Dover, DE  
Incorporated in Delaware

100%  

First National Bank  
Rotan, TX  
LEI: N/A  
Incorporated in Texas
```

Report Item 2(b):   Branch Verification

Submitted via e-mail on February 22, 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 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 UNNUM, Office Number, and ID_RSSD 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_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 UNNUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service [Head Office]</td>
<td>2490285</td>
<td>FIRST NATIONAL BANK</td>
<td>118 NORTH GARFIELD STREET</td>
<td>ROTAN</td>
<td>TX</td>
<td>79546</td>
<td>JISHER</td>
<td>UNITED STATES</td>
<td>57210</td>
<td>0</td>
<td>FIRST NATIONAL BANK</td>
<td>2490285</td>
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<tr>
<td>Name/Security</td>
<td>City/State</td>
<td>No. and % of Voting Securities</td>
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<tr>
<td>Roman, TX</td>
<td>USA</td>
<td>30,000 - 6.92% Common Stock</td>
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<tr>
<td>Sunny Homes</td>
<td>USA</td>
<td>30,000 - 6.92% Common Stock</td>
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<tr>
<td>Lender, TX</td>
<td>USA</td>
<td>0.0% - 0.00% Common Stock</td>
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<tr>
<td>Sunny Homes</td>
<td>USA</td>
<td>1,193 - 1.86% Common Stock</td>
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<tr>
<td>Lender, TX</td>
<td>USA</td>
<td>1,193 - 1.86% Common Stock</td>
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<td>Lender, TX</td>
<td>USA</td>
<td>2,194 - 2.04% Common Stock</td>
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<tr>
<td>Clapham, TX</td>
<td>USA</td>
<td>5,000 - 1.76% Common Stock</td>
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<td>Clapham, TX</td>
<td>USA</td>
<td>5,000 - 1.76% Common Stock</td>
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<tr>
<td>Lender, TX</td>
<td>USA</td>
<td>0.0% - 0.00% Common Stock</td>
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<td>Lender, TX</td>
<td>USA</td>
<td>0.0% - 0.00% Common Stock</td>
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<td>Lender, TX</td>
<td>USA</td>
<td>8,925 - 8.98% Common Stock</td>
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<tr>
<td>Roman, TX</td>
<td>USA</td>
<td>6,000 - 8.72% Common Stock</td>
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<td>Roman, TX</td>
<td>USA</td>
<td>1,300 - 1.54% Common Stock</td>
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<td>Roman, TX</td>
<td>USA</td>
<td>25,000 - 25.4% Common Stock</td>
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<tr>
<td>City, State</td>
<td>Voluntary</td>
<td>Country of Citizenship (a)</td>
<td>% of Voting Shares (b)</td>
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<tr>
<td>Delaware, DE</td>
<td>100%</td>
<td>USA</td>
<td>1,000 - 100%</td>
<td>7945</td>
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</tbody>
</table>

Report Item 2: Securities Holders for Royal Delaware Bancshares Inc.

Fiscal Year Ending December 31, 2016
Royal, TX
Royal Delaware Bancshares, Inc.

Form FR Y-6
<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
<th>Relationship</th>
<th>Percentage</th>
<th>Occupation</th>
<th>Stock</th>
<th>Shares</th>
<th>Company</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mike W.</td>
<td>Rolen, TX</td>
<td>Director</td>
<td>2.07%</td>
<td>Banker</td>
<td>N/A</td>
<td>N/A</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Dorothy Harris</td>
<td>Rolen, TX</td>
<td>Director</td>
<td>25.64%</td>
<td>Secretary</td>
<td>None</td>
<td>N/A</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Jennifer J. Fishe</td>
<td>Rolen, TX</td>
<td>Owner</td>
<td>3.23%</td>
<td>President &amp; CEO</td>
<td>None</td>
<td>N/A</td>
<td>Fisher Jones Title Co.</td>
<td>Owner</td>
</tr>
<tr>
<td>Peter J. Fishe</td>
<td>Rolen, TX</td>
<td>Director</td>
<td>8.91%</td>
<td>Director</td>
<td>None</td>
<td>N/A</td>
<td>Fisher Jones Title Co.</td>
<td>Director</td>
</tr>
<tr>
<td>Robert P.</td>
<td>Rolen, TX</td>
<td>Director</td>
<td>5.77%</td>
<td>Director</td>
<td>N/A</td>
<td>N/A</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Robert A.</td>
<td>Rolen, TX</td>
<td>Director</td>
<td>8.27%</td>
<td>Director</td>
<td>N/A</td>
<td>N/A</td>
<td>None</td>
<td>None</td>
</tr>
</tbody>
</table>

Report Date: December 31, 2016
Rolen Banks, Inc.