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. §§ 3108(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 an LLC, see the General Instructions for the authorized individual who must sign the report.

i. John E. Grist

Name of the Holding Company Director and Official

President & CEO Chairman of the Board

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 accordance 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]

Signature of Holding Company Director and Official

Date of Signature

2/24/17

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 20-054201

C.I.

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)

Report's Name, Street, and Mailing Address

Andrews Holding Company

Legal Title of Holding Company

200 S. Main

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

Andrews TX 79714

City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Steve Dunagan Chief Financial Officer

Name Title

432-684-0060

Area Code / Phone Number / Extension

432-620-8523

Area Code / FAX Number

sld@csbandrews.com

E-mail Address

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

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."
Fiscal Year Ending December 31, 2016

Report Item 1: Annual Report to Shareholders

Andrews Holding Company does not prepare an annual report to shareholders

Report Item 2a: Organization Chart

Andrews Holding Company
Andrews, Texas
Incorporated in Texas

100%

Andrews Statutory Trust I
Andrews, Texas
Incorporated in Texas

100%

Commercial State Bank
Andrews, Texas
Incorporated in Texas

NO ENTITY HAS A LEI

Report Item 2b: Domestic Branch Listing

Emailed per instructions
<table>
<thead>
<tr>
<th>Data Area</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID</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 #</th>
<th>Office No</th>
<th>Head Office</th>
<th>Head Office ID</th>
<th>RSSD*</th>
<th>Comments</th>
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<tbody>
<tr>
<td>ph</td>
<td></td>
<td>Full Service</td>
<td>361653</td>
<td>COMMERCIAL</td>
<td>200 SOUTH MAIN STREET</td>
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<td>79714</td>
<td>ANDREWS</td>
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<td>6409 WEST WACO</td>
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<td>467 NORTH BIG SPRING</td>
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</table>
## Report Item 3: Securities Holders

<table>
<thead>
<tr>
<th>Current Securities Holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2016</th>
<th>Securities Holders not listed in 3(1)(a) through (3)(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2016</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>(1)(a)</strong></td>
<td><strong>(1)(c)</strong> Number and Percentage of Each Class of Voting Securities</td>
</tr>
<tr>
<td><strong>(2)(a)</strong></td>
<td><strong>(2)(b)</strong> Country of Citizenship or Incorporation</td>
</tr>
<tr>
<td><strong>(2)(c)</strong> Number and Percentage of Each Class of Voting Securities</td>
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</tr>
<tr>
<td><strong>(1)(b)</strong></td>
<td><strong>(1)(c)</strong> Number and Percentage of Each Class of Voting Securities</td>
</tr>
<tr>
<td><strong>Name &amp; Address (City, State, Country)</strong></td>
<td><strong>Country of Citizenship or Incorporation</strong></td>
</tr>
<tr>
<td>John E. Grist or Verna Grist, Midland Texas</td>
<td>USA</td>
</tr>
<tr>
<td>USA</td>
<td>218,637.5 Common 73.61%</td>
</tr>
<tr>
<td>Harris Kerr, Midland Texas</td>
<td>USA</td>
</tr>
<tr>
<td>USA</td>
<td>15,902 Common 5.35%</td>
</tr>
<tr>
<td>None</td>
<td>None</td>
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</table>
### Report Item 4: Insiders

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

<table>
<thead>
<tr>
<th>Names &amp; Address (City, State, Country)</th>
<th>Principal Occupation if other than with holding company</th>
<th>Title &amp; Position with Subsidiaries (include names of subsidiaries)</th>
<th>Title &amp; Position with Other Businesses (include names of other businesses)</th>
<th>Percentage of Voting Securities in holding company</th>
<th>Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)</th>
<th>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)</th>
</tr>
</thead>
<tbody>
<tr>
<td>John E. Grist, Midland, Texas, USA</td>
<td>Banking</td>
<td>Chairman, President &amp; CEO Commercial State Bank Director</td>
<td>NONE</td>
<td>73.61%</td>
<td>NONE</td>
<td>NONE</td>
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<tr>
<td>Verna Grist, Midland, Texas, USA</td>
<td>Retired Nursing</td>
<td>Director</td>
<td>Commercial State Bank Director</td>
<td>see above</td>
<td>NONE</td>
<td>NONE</td>
</tr>
<tr>
<td>Steve Dunagan, Midland, Texas</td>
<td>Banking</td>
<td>Secretary/Treasurer</td>
<td>Commercial State Bank EVP &amp; CFO</td>
<td>0.34%</td>
<td>NONE</td>
<td>NONE</td>
</tr>
<tr>
<td>Jack Grist, Midland, Texas</td>
<td>Education</td>
<td>Officer</td>
<td>Commercial State Bank Director</td>
<td>0.10%</td>
<td>NONE</td>
<td>NONE</td>
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</tbody>
</table>