

Board of Governors of the Federal Reserve System



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.

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.

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.

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

Texas Banc Financial Corporation

Legal Title of Holding Company

4521 South Hulen Street, Ste. 222

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

Fort Worth

TX

76116

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

J. Mark Riebe

Vice President

Name

Title

817-596-9998

Area Code / Phone Number / Extension

817-594-9998

Area Code / FAX Number

mriebe@texas-bank.com

E-mail Address

N/A

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

I, Bill Knight

Name of the Holding Company Director and Official

President/Director, Texas Banc Financial Corporation

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.

Bill Knight

Signature of Holding Company Director and Official

3-24-2017

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."

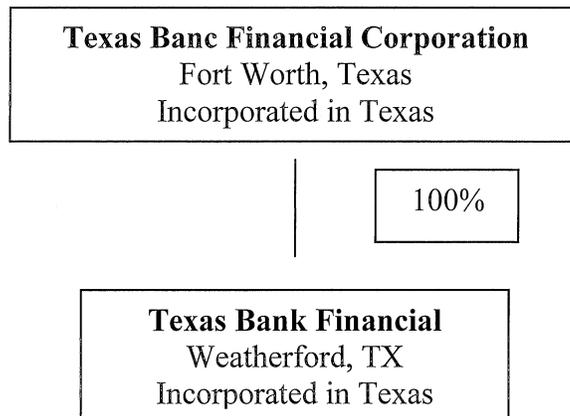
Form FR Y-6

**Texas Banc Financial Corporation
Fort Worth, Texas
Fiscal Year Ending December 31, 2016**

Report Item

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

2a: Organizational Chart



LEI Number: None.

2b: Domestic Branch Listing

Branch listing from <http://structurelists.federalreserve.gov> submitted via email on 03-11-2017.

Luke Elliott

From: Luke Elliott
Sent: Saturday, March 11, 2017 2:50 PM
To: 'structure.verification@dal.frb.org'
Subject: Branches for ID 4126225, Texas Banc Financial Corporation, Fort Worth, Texas - Branch Verification

Good afternoon,

Please find the branch listing attached,

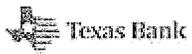
Have a good day,

Luke Elliott

Executive Vice President & Cashier

817-596-9998 ph.

817-594-9998 fax



Results: A list of branches for your holding company: TEXAS BANK FINANCIAL CORPORATION (4126227) in Fort Worth, TX. The data are as of 1/21/2014. Data reflects information that was received and processed through 01/10/2014.

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.
- Deleter: If a branch listed was never owned by this depository institution, enter "Deleter" 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, Deleter, 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 UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	297257	TEXAS BANK FINANCIAL	901 SANTA FE DRIVE	WEATHERFORD	TX	76086	PARKER	UNITED STATES	36381	0	TEXAS BANK FINANCIAL	297257	
OK		Full Service	4263504	HULEN STREET BRANCH	4521 SOUTH HULEN STREET SUITE 200	FORT WORTH	TX	76109	TARRANT	UNITED STATES	1518639	5	TEXAS BANK FINANCIAL	297257	
OK		Full Service	4422208	WILLOW PARK BRANCH	5147 EAST I-20 SERVICE ROAD NORTH	WEATHERFORD	TX	76087	PARKER	UNITED STATES	1531950	6	TEXAS BANK FINANCIAL	297257	

Useful Websites:

Dallas NIC	http://www.dallasfed.org/banking/nic.cfm
Branch verification	http://structurelists.federalreserve.gov/Default.aspx
Report Forms & Instructions	http://www.federalreserve.gov/apps/reportforms/default.aspx
National Information Center	http://www.ffiec.gov/nicpubweb/nicweb/nichome.aspx
FR Y-10 Online	https://y10online.federalreserve.gov/Y10Web/showY10Login.do

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Texas Banc Financial Corporation
December 31, 2016**

Report Item 3: Securities holders
1.a,b,c and 2.a,b,c

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2016			Securities holders not listed in 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		
1.a Name	1.b Country of Citizenship or Incorporation	1.c Number and percentage of Each Class of Voting Securities	2.a Name	2.b Country of Citizenship or Incorporation	2.c Number and percentage of Each Class of Voting Securities
Dorothy Doss 2010 Grantor Trust No. 1 Bill Knight, Trustee Fort Worth, Texas	USA	460,988 - 92.20% Common Stock	N/A		
Robert E. Havran & Joy Ann Havran Fort Worth, Texas	USA	34,012 - 6.80% Common Stock			

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Report Item 4: Insiders
 1., 2., 3.a.b.c., and 4.a.b.c.

1. Names, City, State, Country	2. Principal Occupation if other than with Bank Holding Company	3.a. Title & Position with Bank Holding Company	3.b. Title & Position with Subsidiaries (include names of subsidiaries)	3.c. Title & Position with Other Businesses (include names of other businesses)	4.a. Percentage of Voting Shares in Bank Holding Company	4.b. Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	4.c. 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)
Bill Knight Fort Worth, Texas U.S.A.	Investor	President/Director	Director, Texas Bank Financial	President, Knight Capital Co. President, AMD Management	92.20%*	100%, Texas Bank Financial	Knight Capital Co., 70% AMD Management, LLC, 70%
David Knight Fort Worth, Texas U.S.A.	Investor	Director	Director, Texas Bank Financial	Secretary, Knight Properties President, Comanche Proper President, Comanche Proper	None	None	Doss Investments, 50% Knight Properties, Inc., 100%
Amy Knight Brown Fort Worth, Texas U.S.A.	Investor	Director	Director, Texas Bank Financial	-	None	None	Doss Investments, 50% Land Properties, Inc., 100%
Jason Brown Fort Worth, Texas U.S.A.	Investor	Director	Director, Texas Bank Financial	-	None	None	-
J. Mark Riebe Weatherford, Texas U.S.A.	Banker	Vice President	Chairman of the Board Texas Bank Financial	President H6 Equine President H6 Ranch President Riebe Real Estate, LLC	1%	None	H6 Equine, 100% H6 Ranch, 100% Riebe Real Estate, LLC, 100%

* Please note that the 92.20 percentage of voting shares in the bank holding company for Bill Knight come from him being the appointed Trustee for the Dorothy Doss 2010 Grantor Trust No. 1.