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, 1850e(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.

I, Jarrod Beck
Name of the Holding Company Director and Official

Director and 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

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 included with the FR Y-6 report
☐ will be sent under separate cover
☒ is not prepared

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

December 31, 2016

Month / Day / Year

NA

Reporters Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporters Name, Street, and Mailing Address

UTB Financial Holding Company
Legal Title of Holding Company

13101 Preston Road, Suite 200
(Mailing Address of the Holding Company) Street / P.O. Box

Dallas TX 75240
City State Zip Code

Same

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Suzanne Salls

Name

Title

469-828-4240

Area Code / Phone Number / Extension

972-239-4267

Area Code / FAX Number

ssalls@utb.com

E-mail Address

NA

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."

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.

12/2016
ANNUAL REPORT OF HOLDING COMPANIES - FR Y-6

UTB Financial Holding Company
Dallas, Texas
Fiscal Year Ending December 31, 2016

Report Items

1. UTB Financial Holding Company does not prepare an annual report for its securities holders and is not registered with the SEC. Pursuant to the Federal Reserve Bank at Dallas, one original FR Y-6 is enclosed herewith.

2a. Organizational Chart

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<table>
<thead>
<tr>
<th>UTB Financial Holding Company</th>
</tr>
</thead>
<tbody>
<tr>
<td>LEI: None</td>
</tr>
<tr>
<td>Dallas, Texas</td>
</tr>
<tr>
<td>Incorporated in Texas</td>
</tr>
<tr>
<td>100%</td>
</tr>
<tr>
<td>United Texas Bank</td>
</tr>
<tr>
<td>LEI: None</td>
</tr>
<tr>
<td>13101 Preston Road, Ste 100</td>
</tr>
<tr>
<td>Dallas, Texas 75240</td>
</tr>
<tr>
<td>Incorporated in Texas</td>
</tr>
<tr>
<td>Headquarters</td>
</tr>
</tbody>
</table>
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2b. The current domestic branch listing with the Federal Reserve is accurate.
Results: A list of branches for your depositary institution: UNITED TEXAS BANK, 2501 S, 75246.
This depositary institution is held by UTB FINANCIAL HOLDING COMPANY IN TEXAS OF DALLAS, TX.
The data are as of 12/22/2015. Data reflects information that was received and processed through 12/22/2015.

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 data in the Effective Date column.

Actions
OK: If the branch information is correct, enter "OK" in the Data Action column.
Add: If a reportable branch is missing, insert a new add branch data, and enter "Add" in the Data Action column.
Delete: If a branch listed was never opened by the depositary institution, enter "Delete" in the Data Action column.
Close: If a branch listed was sold or closed, enter "Close" in the Data Action column and the date when this information first become valid in the Effective Date column.

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 email.

Notes
To satisfy the FR Y-90 reporting requirements, you must also submit FR Y-90 Domestic Branch Schedule for each branch with a Data Action of Change, Close, Delete, or Add.
The FR Y-90 report may be submitted in a hardcopy format or via the FR Y-90 Online application: https://stats.federalreserve.gov.

* FDIC L/N/M, Office number, and FD/REG 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/REG#</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>ZIP Code</th>
<th>Office Number</th>
<th>Head Office</th>
<th>Head Office ID/REG#</th>
<th>Comments</th>
</tr>
</thead>
</table>
| OK          | 12/22/15       | Full Service        | 45115/3      | MERRY TOWER BRANCH | 12311 MERRY DRIVE, SUITE 100 | DALLAS | TX | 75211 | DALLAS | 75211 | DALLAS | NOT REQUIRED | NOT REQUIRED | UNITED TEXAS BANK | 12311 |"
Report Item 3: Securities Holders

<table>
<thead>
<tr>
<th>(1)(a)</th>
<th>(1)(b)</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
<th>(2)(a)</th>
<th>(2)(b)</th>
<th>(2)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name &amp; Address (City, State, Country)</td>
<td>Country of Citizenship or Incorporation</td>
<td></td>
<td></td>
<td>Name &amp; Address (City, State, Country)</td>
<td>Country of Citizenship or Incorporation</td>
</tr>
<tr>
<td>Jeffrey L. Beck</td>
<td>USA</td>
<td>425,478-58.49% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Dallas, Texas, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Greentree 2012 Trust-Rosemary Papa, Trustee</td>
<td>USA</td>
<td>100,000-13.75% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Dallas, Texas, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Blackbriar 2012 Trust-Rosemary Papa, Trustee</td>
<td>USA</td>
<td>100,000-13.75% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Dallas, Texas, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Redbird 2012 Trust-Rosemary Papa, Trustee</td>
<td>USA</td>
<td>100,000-13.75% Common Stock</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Dallas, Texas, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</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 Bank Holding Company</th>
<th>Title &amp; Position with Bank 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 Bank Holding Company</th>
<th>Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)</th>
<th>See Confidential Volume II</th>
<th>See Confidential Volume II</th>
</tr>
</thead>
<tbody>
<tr>
<td>Jeffrey L. Beck</td>
<td>Real Estate and Oil</td>
<td>Chairman; Secretary, Treasurer, Director</td>
<td>Chairman (United Texas Bank)</td>
<td>See Confidential Volume II</td>
<td>58.49%</td>
<td>N/A</td>
<td>See Confidential Volume II</td>
<td></td>
</tr>
<tr>
<td>Jarrod S. Beck</td>
<td>Investor Banker</td>
<td>President; Director</td>
<td>CEO Director (United Texas Bank)</td>
<td>See Confidential Volume II</td>
<td>0.00%</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Scott N. Beck</td>
<td>Investor Real Estate</td>
<td>Chief Executive Officer, Director</td>
<td>Director (United Texas Bank)</td>
<td>See Confidential Volume II</td>
<td>0.00%</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Rosemary Papa,</td>
<td>Administrative Assistant, Beck Properties, Inc.</td>
<td>N/A</td>
<td>None</td>
<td></td>
<td>41.25%</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Trustee, Blackbriar 2012 Trust, Greentree 2012 Trust, Redbird 2012 Trust, Dallas, Texas, USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
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<td></td>
</tr>
</tbody>
</table>