

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.

I, Bart Caraway
 Name of the Holding Company Director and Official
 President & CEO
 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.

Bart Caraway
 Signature of Holding Company Director and Official
March 31, 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. _____

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

Third Coast Bancshares, Inc.
 Legal Title of Holding Company
20202 Hwy 59 North, Ste 190
 (Mailing Address of the Holding Company) Street / P.O. Box
Humble TX 77338
 City State Zip Code
 Same as above.

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Cecil W. Jones Partner
 Name Title

214-393-9300

Area Code / Phone Number / Extension
214-393-9301

Area Code / FAX Number
cecil.jones@whitleypenn.com

E-mail Address
www.tcbssb.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

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."

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.

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

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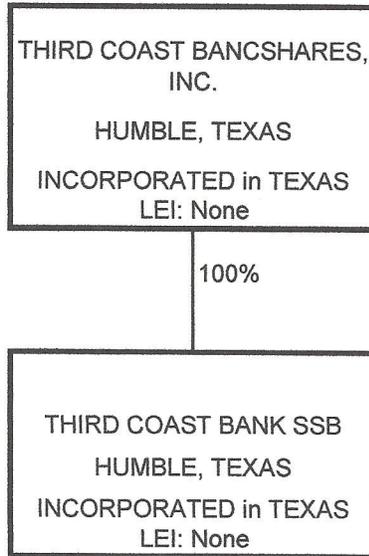
Physical Location (if different from mailing address)

FORM FR Y-6

THIRD COAST BANCSHARES, INC.
HUMBLE, TEXAS
FISCAL YEAR ENDING DECEMBER 31, 2016

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

Report Item 2(a): Organizational Chart



Report Item 2(b): Domestic Branch listing provided to the
Federal Reserve Bank
Sent via e-mail

Results: A list of branches for your holding company: THIRD COAST BANCSHARES, INC (4475473) of HUMBLE, TX.
 The data are as of 12/31/2016. Data reflects information that was received and processed through 01/10/2017.

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 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)	3630323	THIRD COAST BANK, SSB	20202 HIGHWAY 59 NORTH, SUITE 190	HUMBLE	TX	77338	HARRIS	UNITED STATES	463605	0	THIRD COAST BANK, SSB	3630323	
CHANGE	1/1/2016	Full Service	3962668	BEAUMONT BRANCH	229 DOWLEN ROAD, SUITE #C	BEAUMONT	TX	77706	JEFFERSON	UNITED STATES	493484	3	THIRD COAST BANK, SSB	3630323	
OK		Full Service	4747787	DALLAS BRANCH	8235 DOUGLAS AVENUE SUITE 100	DALLAS	TX	75225	DALLAS	UNITED STATES	Not Required	Not Required	THIRD COAST BANK, SSB	3630323	
OK		Full Service	4475099	GALLERIA BRANCH	1800 WEST LOOP SOUTH, SUITE 100	HOUSTON	TX	77027	HARRIS	UNITED STATES	520820	4	THIRD COAST BANK, SSB	3630323	
CHANGE	1/1/2016	Full Service	4977490	PLANO BRANCH	1201 WEST 15TH STREET, Ste 100	PLANO	TX	75075	COLLIN	UNITED STATES	Not Required	Not Required	THIRD COAST BANK, SSB	3630323	
OK		Full Service	4659497	MID COUNTY BRANCH	3260 CENTRAL MALL DRIVE	PORT ARTHUR	TX	77642	JEFFERSON	UNITED STATES	Not Required	Not Required	THIRD COAST BANK, SSB	3630323	

FORM FR Y-6

**THIRD COAST BANSCHARES, INC.
HUMBLE, TEXAS
FISCAL YEAR ENDING DECEMBER 31, 2016**

Report Item 3: Shareholders

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

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of December 31, 2016			Shareholders 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 December 31, 2016		
(1)(a) Name City, State, Country	(1)(b) Country of Citizenship	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name and Address	(2)(b) Country of Citizenship	(2)(c) Number and Percentage of Each Class of Voting Securities
Donald Alton LaBove II Dallas, Texas, USA	USA	183,455 - 5.15% common stock 12,250 - 0.34% options 28,084 - 0.79% warrants		N/A	
Travis Fox Dallas, Texas, USA	USA	237,250 - 6.66% common stock 22,251 - 0.62% warrants			
FVI Dallas, Texas, USA	USA	177,400 - 4.98% common stock			
STI Buna, Texas, USA	USA	145,450 - 4.08% common stock 15,000 - .42% common stock (Paul Spence, Principal)			

FORM FR Y-6

THIRD COAST BANCSHARES, INC.
HUMBLE, TEXAS
FISCAL YEAR ENDING DECEMBER 31, 2015

Report Item 4: Insiders - page 1 of 2
 (1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name City, State, Country	Principal Occupation if other than with Holding Company	Title and Position with Bank Holding Company	Title and Position with Subsidiaries	Title and Position with Other Businesses	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries	Other >=25% of Companies and voting %
Bart Caraway Porter, Texas, USA	Banker	Director, Chairman, President and CEO	Director, Chairman, President and CEO	N/A	4.11%	None	N/A
Donald Alton LaBove II Dallas, Texas, USA	Consultant	Director	Advisory Director	Member Avant Global Holdings, LLC	6.28%	None	N/A
M.A. (Lan) Phelan II Beaumont, Texas, USA	Investor	Director	Director	President Phelan Development Corporation	4.19%	None	Phelan Development Corporation 100%
				Managing Member 3105 Executive, LLC			3105 Executive, LLC 32.50%
				Manager West Beaumont Venture, LLC			West Beaumont Venture, LLC 50%
				Partner Oaks Shopping Center Venture, LP			N/A
				President Phelan Ranch, Inc.			Phelan Ranch, Inc. 100%
				Manager Jasper Crossroads Management Company, LLC			N/A
				Partner Michael A. and Janey Phelan Partnership			N/A
				Trustee Michael A. and Janey Phelan Children's Trust			N/A
				Manager OSCV, LLC			N/A
				Manager BWV Company, LLC			BWV Company, LLC 50%
				Partner Phelan Equity Partners II			N/A
				Partner Phelan Equity Partners III			N/A
				Manager Woodville Venture, LLC			Woodville Venture, LLC 50%
				Manager Three P Partners, LLC			Three P Partners, LLC 33.33%
				Partner Phelan Oil & Gas Investments, Ltd.			Phelan Oil & Gas Investments, Ltd. 50%

FORM FR Y-6

**THIRD COAST BANCSHARES, INC.
HUMBLE, TEXAS
FISCAL YEAR ENDING DECEMBER 31, 2015**

Report Item 4: Insiders - Continued page 2 of 2
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name City, State, Country	Principal Occupation if other than with Holding Company	Title and Position with Bank Holding Company	Title and Position with Subsidiaries	Title and Position with Other Businesses	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries	Other >=25% of Companies and voting %
M.A. (Lan) Phelan II	Continued from page 1	Continued from page 1	Continued from page 1	Vice President Magnolia Cemetery Company Partner - Indirect Jasper Crossroads Partnership, LP Partner - Indirect Beaumont Westfield Venture, LP Managing Member Trident Advanced Capital Solutions, LLC Trustee Reynolds Family Insurance Trust	Continued from page 1	Continued from page 1	N/A N/A Beaumont Westfield Venture, LP 38% Trident Advanced Capital Solutions, LLC 25% N/A
Troy Glander San Antonio, Texas, USA	Attorney	Director	Director	Partner Allan, Nava, Glander & Holland	0.66%	N/A	Allan, Nava, Glander & Holland 25%
Dr. Martin Basaldua Kingwood, Texas, USA	Physician	Director	Director	President Basaldua & Heller, P.A. Board Member Diagnostic Affiliates of Northeast Texas, PLLC Principal PES Imaging, LLC Principal Optimal Skin & Lacer, PLLC Principal Pinnacle Executive Services, LLC	1.00%	N/A	Basaldua & Heller, P.A. 60% Diagnostic Affiliates of Northeast Texas, PLLC 33% PES Imaging, LLC 50% Optimal Skin & Lacer, PLLC 50% Pinnacle Executive Services, LLC 50%
Joe Stunja Kingwood, Texas, USA	Investor	Director	Director & EVP/Business Development	Vice President Stunja Properties, Inc. Member AJ Nuts, LLC	3.85%	N/A	Stunja Properties, Inc. 36% AJ Nuts, LLC 50%
Jo Ann Dean Kingwood, Texas, USA	Banker	Secretary	Exec Asst to Bank CEO	N/A	0.00%	N/A	N/A
John McWhorter Houston, Texas, USA	Banker	CFO	CFO & EVP	N/A	2.39%	N/A	N/A
Sarah Natho Humble, Texas, USA	Banker	Treasurer	Controller, Cashier & SVP	N/A	0.00%	N/A	N/A