

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, 2017**

Month / Day / Year

N/A

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

I, Leslie L. Hudler

Name of the Holding Company Director and Official

President and Director

Title of the Holding Company Director and Official

**Pedernales Investment Corporation**

Legal Title of Holding Company

PO Box 426

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

Johnson City TX 78636

City State Zip Code

100 East Pecan Johnson City, TX 78636

Physical Location (if different from mailing address)

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.

*Leslie L. Hudler*

Signature of Holding Company Director and Official

03/26/2018

Date of Signature

Person to whom questions about this report should be directed:

Ken L Keenum

CPA

Name

Title

817-332-1900

Area Code / Phone Number / Extension

817-332-2577

Area Code / FAX Number

KKeenum@flash.net

E-mail Address

N/A

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

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 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."

## 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.*

<p>Legal Title of Subsidiary Holding Company</p> <hr/> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <hr/> <p>City State Zip Code</p> <hr/> <p>Physical Location (if different from mailing address)</p> <hr/>	<p>Legal Title of Subsidiary Holding Company</p> <hr/> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <hr/> <p>City State Zip Code</p> <hr/> <p>Physical Location (if different from mailing address)</p> <hr/>
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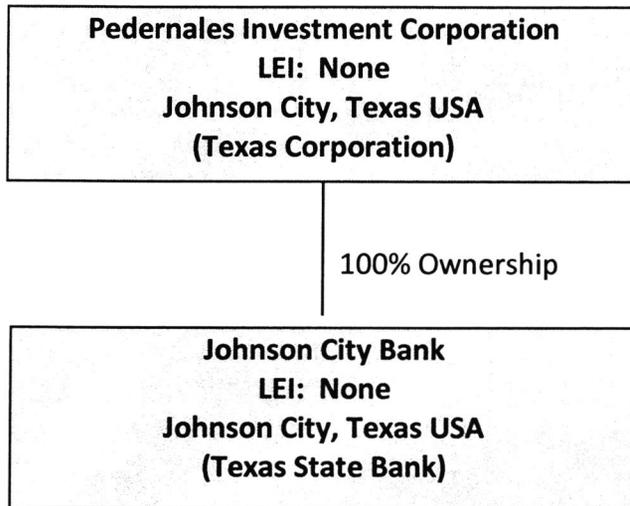
**Pedernales Investment Corporation  
Annual Report of Bank Holding Companies -- FR Y-6  
December 31, 2017**

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Item 1a:	Form 10-K	None
Item 1b:	Annual Report to Shareholders	None
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Item 3(2):	Securities Holders of 5% or more during year not listed in Item 3(1)	
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**Pedernales Investment Corporation  
Annual Report of Bank Holding Companies FR Y-6  
December 31, 2017**

**Item 2: Organization Chart**



**Pedernales Investment Corporation  
Annual Report to Bank Holding Companies FR Y-6  
December 31, 2017**

**Item 3(1): Security Holders at end of fiscal year**

<u>Name and Address</u>	<b>Ownership of Voting Common Stock</b>	
	<u>No. of Shares</u>	<u>Percentage</u>
Pedernales 2011 Family Trust Kathiann Leake Crews and Jane Leake Benton, Co-Trustees USA Trust Dallas, TX USA	1,000	100%

**Item 3(2): Security Holders of 5% or more during the year not listed in Item 3(1) - NONE**

**Form FR Y-6**  
**Pedernales Investment Corporation**  
**Fiscal Year Ending December 31, 2017**

**Report Item 4: Insiders**  
**(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)**

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with 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 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)
Leslie L. Hudler Johnson City, Texas USA	Banker	Pedernales Investment Corporation Pres & Director	Johnson City Bank Pres & Director	Bandera Bancshares Inc Pres & Director Bandera Bank Pres & Director One River Point - Partner	None	None	
Kathiann Leake Crews Dallas, TX USA	Investor	Pedernales Investment Corporation Prin. Shareholder as trustee	Johnson City Bank Vice Chm & Director	Bandera Bancshares Inc. Principal Shareholder Bandera Bank Director	100% Common Stock as Trustee	None	Bandera Bancshares - 89.75% One River Point - 50%
Jane Leake Benton Dallas, Texas USA	Investor	Pedernales Investment Corporation Prin. Shareholder as trustee	Johnson City Bank Director	Bandera Bancshares Inc. Principal Shareholder Bandera Bank Director	100% Common Stock as Trustee	None	Bandera Bancshares - 89.75%
Zachary P. Hudler Johnson City, TX USA	Attorney	Pedernales Investment Corporation VP & Director	Johnson City Bank VP & Director	Bandera Bancshares Inc. Vice President Bandera Bank Director	None None as Trustee	None	None

PEDERNALES INVESTMENT CORPORATION

Structure as of 20171231 and going downward

Seq Num	ID RSSD	Legal Name	AddL City	State/ Country	State/ Country Inc	Dist FRS	ARDF	Ent Type	Actv Code	Basis of Relatnshp	PCT
0001	1105630	PEDERNALES INVESTMENT CORPORATION	JOHNSON CITY	TEXAS	TEXAS	11	11	BHC	551111		
0002	977652	JOHNSON CITY BANK	JOHNSON CITY	TEXAS	TEXAS	11	11	NMB	52211	Vig Eqty	100

Total Number of Entities in the tree 2

Total Number of Unique Entities in the tree 2

Two asterisks (\*\*) next to the Seq Num indicates that confidentiality is pending or granted.  
 An asterisk (\*) next to the Addl Line Num denotes the Seq Num at which the offspring of this entity are listed.  
 A dot dot dot notation (...) next to Legal Name denotes a circular relationship.  
 Dist FRS is the district that denotes the physical location of the entity and ARDF is the regulating FRB.  
 The ARDF is only applicable to BHCs, SLHCs, FBOs, Dis, and Edge/Agreement Corps.