

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):

12/31/2017

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

METROPLEX NORTH BANCSHARES, INC.

Legal Title of Holding Company

P O BOX 7

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

CELESTE **Texas** **75423**

City State Zip Code

301 HIGHWAY 69 NORTH, CELESTE, TX 75423

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

ROBERT F. BARNARD **COB**

Name Title

903-568-4211

Area Code / Phone Number / Extension

903-568-4149

Area Code / FAX Number

bbarnard@firstbankceleste.com

E-mail Address

N/A

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

I. ROBERT F. BARNARD

Name of the Holding Company Director and Official

PRESIDENT

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* 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

03/21/2018

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 **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.

METROPLEX NORTH BANCSHARES, INC.
Legal Title of Subsidiary Holding Company

P O BOX 7
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

CELESTE **Texas**  **75423**
City State Zip Code

301 HIGHWAY 69 NORTH, CELESTE, TX 75423
Physical Location (if different from mailing address)

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)

THE FIRST BANK OF CELESTE
Legal Title of Subsidiary Holding Company

P O BOX 7
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

CELESTE **Texas**  **75423**
City State Zip Code

301 HIGHWAY 69 NORTH, CELESTE, TX 75423
Physical Location (if different from mailing address)

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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City State Zip Code

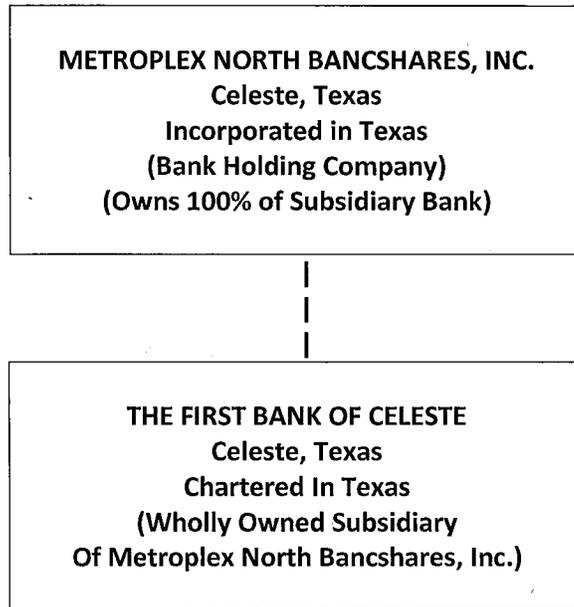
Physical Location (if different from mailing address)

Form FR Y-6

METROPLEX NORTH BANCSHARES, INC.
CELESTE, TEXAS
Fiscal Year Ending December 31, 2017

Report Item

- 1. Not Applicable – Not Prepared
- 2.a Organizational Chart



"LEI: None"

- 2.b. Domestic Branches
- None

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METROPLEX NORTH BANCSHARES, INC.
 CELESTE, TEXAS
 Fiscal Year Ending December 31, 2017

Report Item 3: Securites Holders

3(1)(a) through 3(1)(c).

Current Securities Holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year 12-31-2017:

(1)(a)Name-Address-State	(1)(b)Country of Citizenship or Incorporation	(1)(c)Number and Percentage of Each Class of Voting Securities	
Robert F. Barnard Celeste, Texas 75423	USA	205,703.45 Common Stock	36.15%
William F. Stevens McGregor, Texas 76657	USA	91,337.50 Common Stock	16.05%
Kenneth W. Sumrow Plano, Texas 75023	USA	32,557.50 Common Stock	5.72%

Report Item 3: Securities Holders

3(2)(a) through (2)(c)

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 12-31-2017:

(2)(a)Name-Address-State	(2)(b)Country of Citizenship or Incorporation	(2)(c)Number and Percentage of Each Class of Voting Securities	
Jimmy Williams Greenville, Texas 75401	USA	46,928 Common Stock	8.31%

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METROPLEX NORTH BANCSHARES, INC.
Fiscal Year Ending December 31, 2017

4. Insiders: Metroplex North Bancshares, Inc. (MNB) (Holding Company)

(1) Name, City, State, Country	(2) Principal Occupation if other than Holding Company	(3)(a) Title and Position with Holding Company	(3)(b) Title and Position with Subsidiaries	(3)(c) Title and Position with Other Businesses	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) Any Other Company if 25% or More
Robert F. Barnard Celeste, Texas USA	Banker	President & Director MNB	Chairman of the Board Director Active Loan Officer First Bank of Celeste	Member, HHT Holdings LLC	205,703.45 Common Stock 36.15%	None	HHT Holdings LLC 50% (Family R/E Investments)
Ken Sumrow Plano, Texas USA	Tennis Professional	Director MNB	Director First Bank of Celeste	Owner, Plano Tennis Center, Inc.	32,557.50 Common Stock 5.72%	None	None
Ronnie Lyon Boerne, Texas USA	Attorney	Director MNB	Director First Bank of Celeste	SVP/Gen Counsel, Axeon Specialty Products	27,538.00 Common Stock 4.84%	None	Lyon Enterprise LLC 100% (Family Investment)
Chris Barnard Celeste, Texas USA	Banker	Vice President MNB	President Director First Bank of Celeste	Member, HHT Holdings LLC	10,122.00 Common Stock 1.78%	None	HHT Holdings LLC 50%
William F. Stevens McGregor, Texas USA	Banker	Principal Shareholder of MNB	None	None	91,337.50 Common Stock 16.05%	None	None