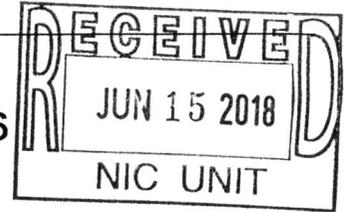


Board of Governors of the Federal Reserve System



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, Mayo Kasling, Jr.

Name of the Holding Company Director and Official

Chairman/CEO/Director

Title of the Holding Company Director and Official

Chalybeate Springs Corporation

Legal Title of Holding Company

PO Box 188

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

Hughes Springs TX 75656
 City State Zip Code

505 East First Street

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.

Person to whom questions about this report should be directed:

Mayo Kasling, Jr. Chairman/CEO/Director

Name Title

903-639-2521

Area Code / Phone Number / Extension

903-639-7180

Area Code / FAX Number

mkj@fnbhs.com

E-mail Address

N/A

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

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

01/10/2018

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 1838068
 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.

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)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

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City State Zip Code

Physical Location (if different from mailing address)

CHALYBEATE SPRINGS CORPORATION

ANNUAL REPORT FR Y-6 REPORT ITEMS

December 31, 2017

1 Annual Report to Shareholders

(None created)

2 (a) Organizational Chart

(See attached)

(b) Domestic Branch Listing

(See attached)

3 Shareholders

(See attached)

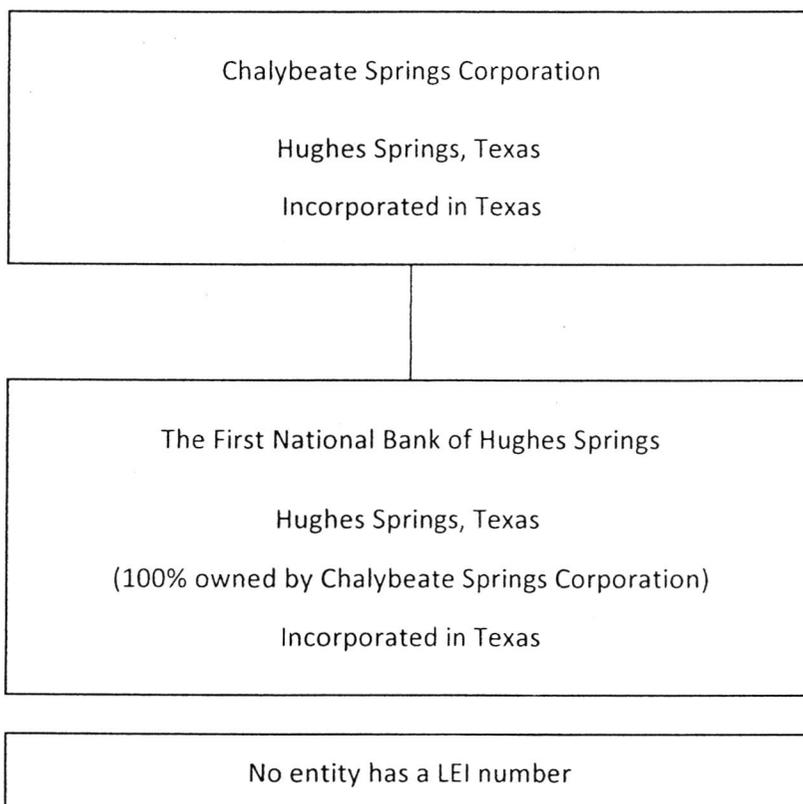
4 Directors and Officers

(See attached)

CHALYBEATE SPRINGS CORPORATION

2. ORGANIZATIONAL CHART

December 31, 2017



The data are as of 12/31/2017. Data reflects information that was received and processed through 01/04/2018.

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)	849357	FIRST NATIONAL BANK OF HUGHES SPRINGS	505 EAST FIRST STREET	HUGHES SPRINGS	TX	75656	CASS	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF HUGHES SPRINGS, THE	849357	
OK		Full Service	143756	ATLANA BANK BRANCH	205 NORTH LOUISE	ATLANA	TX	75551	CASS	UNITED STATES	Required	Required	FIRST NATIONAL BANK OF HUGHES SPRINGS, THE	849357	
OK		Full Service	218757	BLOOMBURG BRANCH	109 EAST MAIN STREET	BLOOMBURG	TX	75556	CASS	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF HUGHES SPRINGS, THE	849357	
OK		Full Service	2353223	DAINGERFIELD BRANCH	WEST PEAK ST AND U.S. HWY 259 SOUTH	DAINGERFIELD	TX	75638	MORRIS	UNITED STATES	Required	Required	FIRST NATIONAL BANK OF HUGHES SPRINGS, THE	849357	
OK		Full Service	4877068	DIANA BRANCH	2131 US-259	DIANA	TX	75640	UPSHUR	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF HUGHES SPRINGS, THE	849357	
OK		Full Service	3396414	HARLETON BRANCH	17025 HIGHWAY 154	HARLETON	TX	75651	HARRISON	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF HUGHES SPRINGS, THE	849357	
OK		Full Service	599858	JEFFERSON BRANCH	202 N. POLK	JEFFERSON	TX	75657-2132	MARION	UNITED STATES	Required	Required	FIRST NATIONAL BANK OF HUGHES SPRINGS, THE	849357	
OK		Full Service	1440920	LIBERTY CITY BRANCH	5228 FM 1252 WEST	LIBERTY CITY	TX	75662	GREGG	UNITED STATES	Required	Required	FIRST NATIONAL BANK OF HUGHES SPRINGS, THE	849357	
OK		Full Service	821652	LOTT BRANCH	101 GASSAWAY	LOTT	TX	76656	FALLS	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF HUGHES SPRINGS, THE	849357	
OK		Full Service	2040372	MARLIN BRANCH	119 CRAIK ST	MARLIN	TX	76661	FALLS	UNITED STATES	Required	Required	FIRST NATIONAL BANK OF HUGHES SPRINGS, THE	849357	
OK		Full Service	1214671	MAUD BRANCH	406 BROADWAY	MAUD	TX	75567	BOWIE	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF HUGHES SPRINGS, THE	849357	
OK		Full Service	1823886	OMAHA BRANCH	HIGHWAY 67 EAST AND BIG LEAGUE	OMAHA	TX	75571	MORRIS	UNITED STATES	Required	Required	FIRST NATIONAL BANK OF HUGHES SPRINGS, THE	849357	
OK		Limited Service	3543834	ATLANA-QUEEN CITY DRIVE-IN	305 HIGHWAY 59	QUEEN CITY	TX	75572	CASS	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF HUGHES SPRINGS, THE	849357	
OK		Full Service	648064	REDWATER BRANCH	1113 REDWATER BOULEVARD WEST	REDWATER	TX	75573	BOWIE	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF HUGHES SPRINGS, THE	849357	
OK		Full Service	469362	TENAHA BRANCH	210 MAIN STREET	TENAHA	TX	75974	SHELBY	UNITED STATES	Required	Required	FIRST NATIONAL BANK OF HUGHES SPRINGS, THE	849357	
OK		Full Service	3388138	TROUP BRANCH	101 SOUTH RAILROAD STREET	TROUP	TX	75789	SMITH	UNITED STATES	Not Required	Not Required	FIRST NATIONAL BANK OF HUGHES SPRINGS, THE	849357	
OK		Full Service	3968400	WINONA BRANCH	315 NORTH MAIN	WINONA	TX	75792	SMITH	UNITED STATES	Required	Required	FIRST NATIONAL BANK OF HUGHES SPRINGS, THE	849357	

CHALYBEATE SPRINGS CORPORATION

3. Shareholders 2017

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

Current holders with ownership, control, or holding of 5% or more with power to vote as of fiscal year ending 12-31-2017

(1)(a) Name City, State, Country	(1)(b) Country of Citizenship	(1)(c) Common Owned	(1)(c) % of Shares
Kasling, Jr., Mayo Hughes Springs, Texas USA	USA	3,340	9.9464
Kasling, III, Mayo Richardson, Texas USA	USA	5,927	17.6504
Kasling, Jonathan Ross Austin, Texas USA	USA	5,927	17.6504
Kasling, Becky Hughes Springs, Texas USA	USA	4,419	13.1596
Kasling, Roy Kemp Austin, Texas USA	USA	3,376	10.0536
Shelton, Sarah Virginia Hughes Springs, Texas USA	USA	4,284	12.7576
(2)(a) Name City, State, Country	(2)(b) Country of Citizenship	(2)(c) Common Owned	(2)(c) % of Shares
N/A	N/A	N/A	N/A

CHALYBEATE SPRINGS CORPORATION

FR Y-6 12/31/2017

4. DIRECTORS and OFFICERS 2017

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name City, State, Country	Principal Occupation	Title & Position with BHC	Title & Position with Subsidiaries	Title & Position with other Businesses	percent of voting shares in BHC	percent of voting shares in Subsidiaries	other companies if 25% or more of voting securities are held
Mayo Kasling, Jr Hughes Springs, Texas USA	N/A	President/ Director	CEO/Chairman/Director First Nat'l Bank of Hughes Springs	Partner Kasvest LLP	9.9464	None	Kasvest LLP 50%
Vern Hallead Avinger, Texas USA	N/A	Director	Executive Vice- President/Director First Nat'l Bank of Hughes Springs	N/A	0.8934	None	N/A
B. J. Parr Hughes Springs, Texas USA	N/A	Director	Executive Vice- President/Director First Nat'l Bank of Hughes Springs	N/A	0.8934	None	N/A
Mayo Kasling Hughes Springs, Texas USA	N/A	Director	Director First Nat'l Bank of Hughes Springs	N/A	0.4973	None	N/A
Mayo Kasling III Richardson, Texas USA	Engineer	Director	Director First Nat'l Bank of Hughes Springs	Owner/Manager Kasling Aircraft	17.6504	None	Kasling Aircraft 100%
Jonathan Ross Kasling Austin, Texas USA	Real Estate Salesman	Director	Director First Nat'l Bank of Hughes Springs	Partner Kasvest LLP	17.6504	None	Kasvest LLP 50%
Bill Lindsey Hughes Springs, Texas USA	N/A	Director	President/Director First Nat'l Bank of Hughes Springs	N/A	0.5956	None	N/A
Becky Kasling Hughes Springs, Texas USA	Retired Teacher	Principal Securities Holder	N/A	N/A	13.1596	None	N/A
Roy Kemp Kasling Austin, Texas USA	Attorney	Principal Securities Holder	N/A	N/A	10.0536	None	N/A
Sarah Virginia Shelton Hughes Springs, Texas USA	Retired Teacher	Principal Securities	N/A	N/A	12.7576	None	N/A

AMENDED
 JUN 21 2018



June 11. 2018

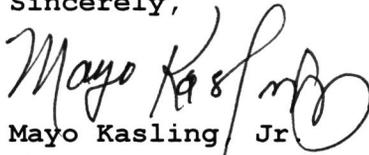
NIC Division
Banking Supervision Department
Federal Reserve Bank of Dallas
PO Box 655906
Dallas, Texas 75265-5906

ATTN: Angela Flowers

Dear Ms. Flowers:

As requested enclosed is our revision of the FR Y-6, Annual Report of Holding Companies 2017.

Sincerely,



Mayo Kasling Jr
CEO

Enclosure