

Amended
7-16-18

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

I, RICHARD M. SIMS

Name of the Holding Company Director and Official

PRESIDENT AND DIRECTOR

Title of the Holding Company Director and Official

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

Reporter's Name, Street, and Mailing Address

WSB BANCSHARES, INC.

Legal Title of Holding Company

P.O BOX 1032

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

WELLINGTON TX 79095

City State Zip Code

1000 8TH STREET WELLINGTON, TX 79095

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

BONNIE CLARK COO

Name Title

806/4472551/6838

Area Code / Phone Number / Extension

806/4472230

Area Code / FAX Number

BCLARK@WELLINGTONSB.COM

E-mail Address

NONE

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

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.

Richard M. Sims
Signature of Holding Company Director and Official

2-22-18

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

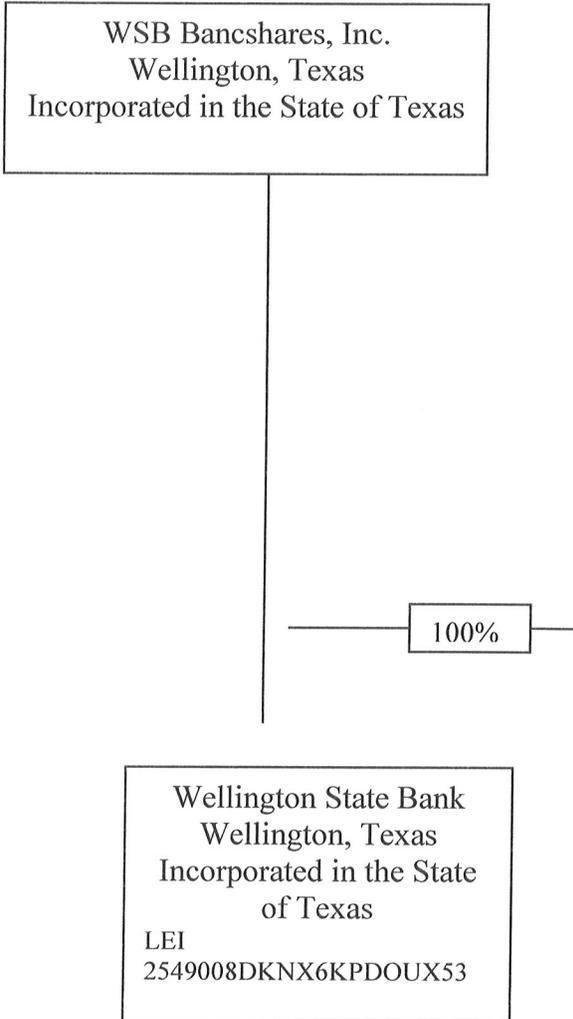
In accordance with the General Instructions for this report (check only one),

- a letter justifying this request is being provided along with the report
- 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."

WSB Bancshares, Inc.
FR Y-6
2017

Organizational Chart



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Report Item #3	City , State	Country of Citizenship	Shares/%
John E. Holton Jr.	Wellington, TX	USA	25403/25.71%
Linda Holton Mitchell	Wellington, TX	USA	9733/9.85%
Carter Holdings Trust Nancy Carter, Trustee	Omaha, TX	USA	9751/9.87%
Mickey Wiley Carter Jr	Omaha, TX	USA	10/.01%
Keitha Ann Nilsson	Daingerfield, TX	USA	31/.03%
Joyce Mauldin, Trustee of the Joyce Mauldin Amended, Revised and restated 2003 Revocable Trust under Agreement dated 01-11-2010	Oklahoma City, OK	USA	10091/10.21%
Jaime Lyn Mauldin	Bixby, OK	USA	31/.04%
Jeff Mauldin	Albuquerque, NM	USA	11/.01%
TOTAL HOLTON FAMILY			55061/55.73%

*Richard Sims	Wellington, TX	USA	10109/10.39%
Randall Sims	Amarillo, TX	USA	1500/1.55%
Scott Sims	Ft. Worth, TX	USA	250/0.26%
Mark Sims	Wellington, TX	USA	250/0.26%
Donna Sims Souder	Childress, TX	USA	250/0.26%
Susan Sims Smith	Bixby, OK	USA	250/0.26%
TOTAL SIMS FAMILY			12609/12.98%

*Total for Richard Sims includes 6969 shares and 7.21% of the WSB 401k KSOP that Richard Sims controls as the Trustee.

Report Item # 3(2)

None

WSB Bancshares, Inc.
Form FR Y-6
December 31, 2017

Report Item 4: Insiders

(1) Name & Address	(2) Principal Occupation	(3)(a) Title & Position with Company	(3)(b) Title & Position with Other Subsidiaries (includes names of subsidiaries)	(3)(c) Title & Position with Other Businesses (includes names of other businesses)	(4)(a) Percentage of Voting Shares in Company	(4)(b) Percentage of Voting Shares in Company (includes name of subsidiaries)	(4)(c) List names of other companies (includes percentage of voting securities held)
John E. Holton, Jr. Wellington, TX, USA	Conoco Dealer	Chairman & Director	Wellington State Bank Chairman & Director	J.H. & Sons, Inc Owner Host Firm Productions I, LLC Partner	25.71%	N/A	N/A
Daniel Meeks Wellington, TX, USA	Farmer	Director	Wellington State Bank Director	Morris Farms Partner Carter Morris & Sons' Inc. Owner	0.52%	N/A	N/A
Richard M. Sims Wellington, TX, USA	Bankier	Director and President	Wellington State Bank Director and President	Sims Ranch Owner	3.18%	N/A	N/A
Richard Fourmestlin Wellington, TX, USA	Retired Farmer	Director	Wellington State Bank Director	N/A	2.07%	N/A	N/A
Danny Martin Wellington, TX, USA	Retail Sales O.K Tire Store	Director	Wellington State Bank Director	O.K Cable Partner	0.53%	N/A	N/A
Gary Forrest Lloyd Wellington, TX, USA	Bankier	Director	Wellington State Bank Director and Vice President	N/A	0.26%	N/A	N/A
Scott Renick Dahart, TX, USA	Bankier	Director	Wellington State Bank Director and Branch President	Renick Family, Ltd Limited Partners 49.5% Renick Investments, Inc Director and President TXP Capital Partners, LLC Manager/Member	0.39%	N/A	Renick Family, Ltd 49% Renick Investments 49.5% TXP Capital Partners 6%
Phi Davis Dahart, TX, USA	Bankier	Director	Wellington State Bank Director and Vice President	N/A	0.89%	N/A	N/A
Linda Holton Mitchell Wellington, TX, USA	Housewife	Principle Securities Holder	NONE	N/A	9.85%	N/A	N/A
Cantor Holdings Trust Nancy Carter, Trustee Omaha, TX, USA	Housewife	Principle Securities Holder	NONE	N/A	9.87%	N/A	N/A
Joseph Mauldin Trustee of the Joyce Mauldin Amended, Revised and Restated 2003 Revocable Trust under Agreement dated 01-11-2010 Oklahoma City, OK USA	Housewife Cosmologist	Principle Securities Holder	NONE	N/A	10.41%	N/A	N/A
Jaime Lyn Mauldin Bobby, OK USA	FBI Agent	Principle Securities Holder	NONE	N/A	0.04%	N/A	N/A
Jeff Mauldin Abbeville, MI USA	District Attorney	Principle Securities Holder	NONE	N/A	0.01%	N/A	N/A
Randall Sims Amarillo, TX, USA	Housewife	Principle Securities Holder	NONE	N/A	1.55%	N/A	N/A
Donna Sims Souder Childress, TX, USA	Speech Pathologist	Principle Securities Holder	NONE	N/A	0.26%	N/A	N/A
Susan Sims Smith Bobby, OK USA	Mechanical Engineer Textron	Principle Securities Holder	NONE	N/A	0.26%	N/A	N/A
Scott Sims Fort Worth, TX, USA	Line Foreman Birmingham Northham	Principle Securities Holder	NONE	N/A	0.26%	N/A	N/A
Mark Savage Sims Wellington, TX, USA	Rancher	Principle Securities Holder	NONE	N/A	0.01%	N/A	N/A
Mickey Wiley Carter, Jr. Omaha, TX, USA	Exec. V.P. of Credit Union	Principle Securities Holder	NONE	N/A	0.03%	N/A	N/A
Keitha Ann Nilsson Daingerfield, TX	N/A	Principle Securities Holder	NONE	N/A	7.21%	N/A	N/A
WSB 401K ESCOP Richard Sims, Trustee Wellington, TX, USA							

Results: A list of branches for your depository institution: WELLINGTON STATE BANK (ID: RSSD: 371362).
 This depository institution is held by WSB BANCSHARES, INC. (2007213) of WELLINGTON, TX.
 The data are as of 03/31/2018. Data reflects information that was received and processed through 04/04/2018.

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.
 Delete: 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.
 Add: 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)	371362		WELLINGTON STATE BANK	1000 8TH STREET	WELLINGTON	TX	79095-2702	COLLINGSWORTH	UNITED STATES	Not Required	Not Required	WELLINGTON STATE BANK		371362	
OK		Full Service	3684398		BOWIE BRANCH	1301 HIGHWAY 59 NORTH	BOWIE	TX	76230	MONTEAGUE	UNITED STATES	Not Required	Not Required	WELLINGTON STATE BANK		371362	
OK		Full Service	2559061		CANADIAN BRANCH	301 MAIN	CANADIAN	TX	79014	HEMPHILL	UNITED STATES	Not Required	Not Required	WELLINGTON STATE BANK		371362	
OK		Full Service	2014140		CHILDRESS BRANCH	2003 AVENUE F NORTHWEST	CHILDRESS	TX	79201	CHILDRESS	UNITED STATES	Not Required	Not Required	WELLINGTON STATE BANK		371362	
OK		Full Service	9035358		DALLHART BRANCH	302 DENROCK AVE.	DALLHART	TX	79022	DALLAM	UNITED STATES	Not Required	Not Required	WELLINGTON STATE BANK		371362	
OK		Full Service	569233		LITTLEFIELD BRANCH	501 PHELPS AVENUE	LITTLEFIELD	TX	79339-3245	LAMB	UNITED STATES	Not Required	Not Required	WELLINGTON STATE BANK		371362	
OK		Full Service	3389282		LUBBOCK BRANCH	7801 QUAKER AVENUE	LUBBOCK	TX	79624-3863	LUBBOCK	UNITED STATES	Not Required	Not Required	WELLINGTON STATE BANK		371362	
OK		Full Service	2014131		MEMPHIS BRANCH	119 S 6TH ST	MEMPHIS	TX	79245	HALL	UNITED STATES	Not Required	Not Required	WELLINGTON STATE BANK		371362	
OK		Full Service	1886863		OLTON BRANCH	815 MAIN STREET	OLTON	TX	79064	LAMB	UNITED STATES	Not Required	Not Required	WELLINGTON STATE BANK		371362	
OK		Full Service	295066		WHEELER BANKING CENTER	405 ALAN L. BEAN BOULEVARD	WHEELER	TX	79096	WHEELER	UNITED STATES	Not Required	Not Required	WELLINGTON STATE BANK		371362	