

Board of Governors of the Federal Reserve System

AMENDED
JUN 27 2018



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, Larry Burns

Name of the Holding Company Director and Official

President/Director

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.

Maypearl Bancshares, Inc.

Legal Title of Holding Company

P.O. Box 90

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

Maypearl TX 76064

City State Zip Code

100 Main St., Maypearl, TX 76064

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Larry Burns President/Director

Name Title

972-435-2131

Area Code / Phone Number / Extension

972-435-2574

Area Code / FAX Number

lburns@cowboybank.com

E-mail Address

N/A

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

Signature of Holding Company Director and Official

06/20/2018

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 2591267
 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.

N/A

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)

Results: A list of branches for your depository institution: COWBOY BANK OF TEXAS, THE (ID_RSSD: 370954). This depository institution is held by MAYPEARL BANGSHARES, INC. (2591267) of MAYPEARL, TX. The data are as of 12/31/2017. Data reflects information that was received and processed through 01/04/2018.

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.

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) | 370954 | Cowboy Bank of Texas, The | 100 Main Street | Maypearl | TX | 76064 | Ellis | United States | Not Required | Not Required | Cowboy Bank of Texas, The | 370954 | |

DOMESTIC BANK HOLDING COMPANY
ANNUAL REPORT FR Y-6
December 31, 2017

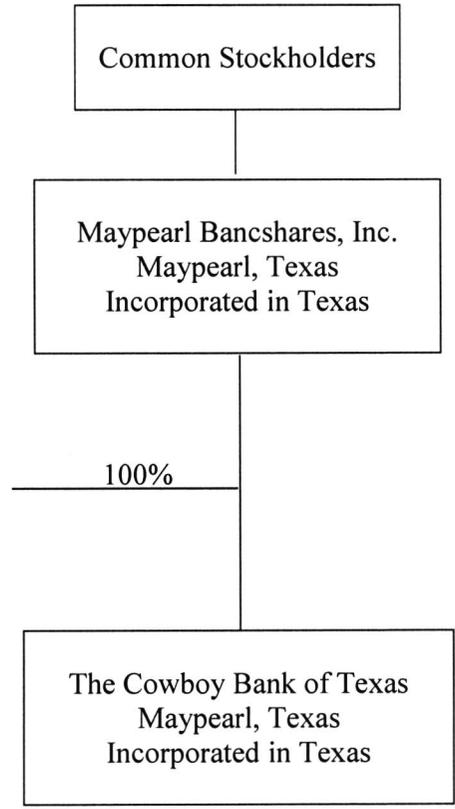
MAYPEARL BANCSHARES, INC.
P.O. BOX 90
Maypearl, Texas 76064

MAYPEARL BANCSHARES, INC.
FEDERAL RESERVE FORM FR Y-6
December 31, 2017

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MAYPEARL BANCSHARES, INC.
ORGANIZATION CHART



No entity has a LEI.

MAYPEARL BANCSHARES, INC.
SUPPLEMENT TO ORGANIZATION CHART

- (a) Maypearl Bancshares, Inc. investments in which in excess of 5 percent of the shares of any class of voting securities are controlled as a result of debts previously contracted:

NONE

- (b) Maypearl Bancshares, Inc. investments that are held in a fiduciary capacity, directly or indirectly, by Maypearl Bancshares, Inc. when the ownership, control, or beneficial interest of such investments exceeds 5 percent of the shares of any class of voting securities:

NONE

- (c) Companies in which Maypearl Bancshares, Inc., through its subsidiaries, are held in a fiduciary capacity, directly or indirectly, when ownership or control exceeds 5 percent of the shares of any class of voting securities:

NONE

- (d) Maypearl Bancshares, Inc. investments in non-voting equity that are greater than or equal to 25% of the non-voting equity of any bank or holding company that is not otherwise controlled:

NONE

Report Item 3

**MAYPEARL BANCSHARES, INC.
SHAREHOLDERS**

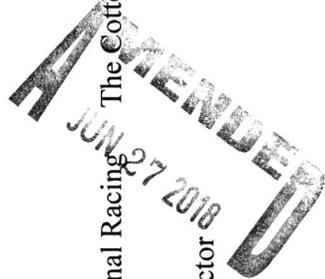
| <u>Names and Address</u> | <u>Country of Citizenship</u> | <u>Number of Voting Shares Owned</u> | <u>Percentage of Voting Shares Owned</u> |
|---|-----------------------------------|--|--|
| Shareholders that directly or indirectly own, control, or hold with power to vote 5 percent or more of any class of voting securities of Maypearl Bancshares, Inc.: | | | |
| David Wilemon Maypearl, Texas | United States | 1,574 | 23.07% |
| John Martin & Paul Martin Trustees of the JMG Living Trust Dallas, Texas | United States | 1,238 | 18.15% |
| Don E. McAlister Maypearl, Texas | United States | 800 | 11.73% |
| Charles M. Solomon, Jr. Trustee of Charles M. Solomon, Jr. Trust Dallas, Texas | United States | 619 | 9.07% |
| John W. Solomon Trustee of John W. Solomon Trust Los Angeles, CA | United States | 619 | 9.07% |
| Marcene Hinde Maypearl, Texas | United States | 609 | 8.93% |
| Barbara McAlister Dollins Waxahachie, Texas | United States | 500 | 7.33% |
| Don Ballew Frost, Texas | United States | 348 | 5.10% |

Shareholders not listed above that owned or controlled 5 percent or more of any class of voting securities of Maypearl Bancshares, Inc. during the fiscal year ended December 31, 2017:

NONE

MAYPEARL BANCSHARES, INC.
OFFICERS, DIRECTORS AND PRINCIPAL SHAREHOLDERS

| Officer, Director, Principal Shareholder's Name, Address, and Principal Occupation | Organization | Title or Position With | Percentage of Shares Owned, Controlled, or Held With Power to Vote |
|--|---|---|--|
| Larry Burns Maypearl, Texas Banker | Maypearl Bancshares, Inc. The Cowboy Bank of Texas No other business | President/Director President/Director | 3.81% None None |
| David Wilemon Maypearl, Texas N/A | Maypearl Bancshares, Inc. The Cowboy Bank of Texas No other business | Director Director | 23.07% None None |
| Jo Ann Mathers Maypearl, Texas N/A | Maypearl Bancshares, Inc. The Cowboy Bank of Texas No other business | Secretary/Director Director | 2.13% None None |
| Don McAlister Maypearl, Texas N/A | Maypearl Bancshares, Inc. The Cowboy Bank of Texas No other business | Director Director | 11.73% None None |
| Judith A. Martin Gamble Waxahachie, TX N/A | Maypearl Bancshares, Inc. The Cowboy Bank of Texas No other business | Director Director | None None None |
| Charles Solomon, Jr. Dallas, Texas Film Producer | Maypearl Bancshares, Inc. The Cowboy Bank of Texas The Cottonbridge Corporation | Director Director Driver/Team Owner-Professional Racing | 9.07% None The Cottonbridge Corp-100% |
| Brandon Vaughan Maypearl, Texas Banker | Maypearl Bancshares, Inc. The Cowboy Bank of Texas No other business | Vice President Executive Vice President/Director | 0.15% None None |
| David E. Martin Dallas, Texas Physician | Maypearl Bancshares, Inc. The Cowboy Bank of Texas David E. Martin, MD, PA David E. Martin, MD, PC | Director Director Physician Physician | None None David E. Martin, MD, PA-100% David E. Martin, MD, PC-100% |



MAYPEARL BANCSHARES, INC.
 OFFICERS, DIRECTORS AND PRINCIPAL SHAREHOLDERS

| Officer, Director, Principal Shareholder's Name, Address, and Principal Occupation | Organization | Title or Position With | Percentage of Shares Owned, Controlled, or Held With Power to Vote |
|--|--|------------------------------|--|
| John Martin, Trustee JMG Living Trust Palo Alto, CA Attorney | Maypearl Bancshares, Inc. | Principal Shareholder | None 18.15% None None |
| Paul Martin, Trustee JMG Living Trust Dallas, Texas Attorney | Maypearl Bancshares, Inc. The Cowboy Bank of Texas No other business | Principal Shareholder N/A | None 18.15% None None |

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