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. §§ 310(b)(a) and 310(b)(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 245(a)(1), 602, and 611(a); 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.

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.

I, David W. Mann
Name of the Holding Company Director and Officer
President
Title of the Holding Company Director and Officer

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.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2017

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Michelle Hill
Name
CFO
Title
254-840-2405
Area Code / Phone Number / Extension
254-757-0306
Area Code / FAX Number
mhill@finserv.net
E-mail Address

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.

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.60 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

03/2018
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.

<table>
<thead>
<tr>
<th>RM Security Holdings, Ltd.</th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Legal Title of Subsidiary Holding Company</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>800 Washington Ave</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Waco</strong> TX 76701</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>City</strong></td>
<td><strong>State</strong></td>
<td><strong>Zip Code</strong></td>
</tr>
<tr>
<td><strong>Same</strong> Physical Location (if different from mailing address)</td>
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<table>
<thead>
<tr>
<th>Security Bancshares, Inc.</th>
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</tr>
</thead>
<tbody>
<tr>
<td><strong>Legal Title of Subsidiary Holding Company</strong></td>
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<tr>
<td><strong>800 Washington Ave</strong></td>
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<td></td>
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<tr>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
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<tr>
<td><strong>Waco</strong> TX 76701</td>
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<tr>
<td><strong>City</strong></td>
<td><strong>State</strong></td>
<td><strong>Zip Code</strong></td>
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<td><strong>Same</strong> Physical Location (if different from mailing address)</td>
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<tbody>
<tr>
<td><strong>Legal Title of Subsidiary Holding Company</strong></td>
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<tr>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
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<td><strong>State</strong></td>
<td><strong>Zip Code</strong></td>
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<tr>
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<tbody>
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<td><strong>Legal Title of Subsidiary Holding Company</strong></td>
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<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
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<td></td>
</tr>
<tr>
<td><strong>City</strong></td>
<td><strong>State</strong></td>
<td><strong>Zip Code</strong></td>
</tr>
<tr>
<td>Physical Location (if different from mailing address)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Report Item

1:  a. RAM Security Holdings GP, Inc. is not required to prepare or file form 10K with the SEC. N/A

1:  b. RAM Security Holdings GP, Inc. does not prepare an annual report for its shareholders. N/A

2:  a. Organization Chart

```
RAM Security Holdings GP, Inc.
LEI - None
Waco, Texas, USA
Incorporated in Texas

General Partner

RAM Security Holdings, Ltd.
LEI - None
Waco, Texas, USA
Incorporated in Texas

59.89%

Security Bancshares, Inc.
Waco, Texas, USA
LEI - None
Incorporated in Delaware

100%

Security Bancshares Service Corp.
LEI - None
Waco, Texas, USA
Incorporated in Texas

100%

Citizens State Bank
LEI - None
Woodville, Texas, USA
Incorporated in Texas

100%

Texas Apex, Inc.
Attorney-in-Fact
LEI - None
Waco, Texas, USA
Incorporated in Texas

100%

Security Bancshares Capital Trust I
LEI - None
Waco, Texas, USA
Incorporated in Texas

2:  b. Office/Branch Verification

RSSD ID
RSHGPI 3181405
RSHL 3181393
SBI unknown
SBSC unknown

CSB 625065
Texas Apex unknown

CITIZENS STATE BANK
102 WEST BLUFF STREET
WOODVILLE TX 75979-5245
TYLER UNITED STATES
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.

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. struct.ur verification@dal.frb.org

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

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch_ID_RSSD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNINUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td>625065</td>
<td>Full Service (Head Office)</td>
<td>625065</td>
<td>CITIZENS STATE BANK</td>
<td>102 WEST BLUFF STREET</td>
<td>WOODVILLE</td>
<td>TX</td>
<td>75979-5249</td>
<td>TYLER</td>
<td>UNITED STATES</td>
<td>7622</td>
<td>0</td>
<td>CITIZENS STATE BANK</td>
<td>625065</td>
<td></td>
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<tr>
<td>OK</td>
<td>4845807</td>
<td>Full Service</td>
<td>4845807</td>
<td>CITIZENS STATE BANK</td>
<td>101 US 69</td>
<td>COLUMBUS</td>
<td>TX</td>
<td>75938</td>
<td>TYLER</td>
<td>UNITED STATES</td>
<td>Not Required</td>
<td>Not Required</td>
<td>CITIZENS STATE BANK</td>
<td>625065</td>
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<tr>
<td>OK</td>
<td>487119</td>
<td>Full Service</td>
<td>487119</td>
<td>MARLIN BRANCH</td>
<td>105 LIVE OAK STREET</td>
<td>MARLIN</td>
<td>TX</td>
<td>76641</td>
<td>FALLS</td>
<td>UNITED STATES</td>
<td>3976</td>
<td>3</td>
<td>CITIZENS STATE BANK</td>
<td>625065</td>
<td></td>
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<tr>
<td>OK</td>
<td>2802392</td>
<td>Full Service</td>
<td>2802392</td>
<td>SFOUR BRANCH</td>
<td>12500 FM 92 SOUTH</td>
<td>SPURGER</td>
<td>TX</td>
<td>77660</td>
<td>TYLER</td>
<td>UNITED STATES</td>
<td>226833</td>
<td>4</td>
<td>CITIZENS STATE BANK</td>
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<tr>
<td>OK</td>
<td>3086744</td>
<td>Full Service</td>
<td>3086744</td>
<td>WARREN BRANCH</td>
<td>11755 HIGHWAY 69 SOUTH</td>
<td>WACO</td>
<td>TX</td>
<td>77664</td>
<td>TYLER</td>
<td>UNITED STATES</td>
<td>494890</td>
<td>5</td>
<td>CITIZENS STATE BANK</td>
<td>625065</td>
<td></td>
</tr>
</tbody>
</table>

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.
Report Item 3: Security Holders

1:  a. David W. Mann, Waco, Texas  
    b. USA  
    c. 1,000 Shares - 100.00% Common Stock  

2:  a. N/A  
    b. N/A  
    c. N/A
Report Item 4: Directors and Officers

Submitted on the following pages is a chart which provides the required information with regard to each shareholder, director, trustee, partner, executive officer or person exercising similar functions of the corporation.

Included are:

David W. Mann - President and Director

Definition of an executive officer is:

A person who participates or has authority to participate (other than in the capacity of a director) in major policy making functions of the company or bank whether or not:

1) The officer has an official title,
2) the title designates the officer an assistant, or
3) the officer is serving without salary or other compensation.
Report Item 3: Security Holders

1:  
  a. RAM Security Holdings GP, Inc, Waco, Texas  
     b. USA  
     c. 0.50% General Partner Partnership Interest  
  
  a. David W. Mann, Waco, Texas  
     b. USA  
     c. 0.50% General Partner Partnership Interest  
     d. 68.50% Limited Partner Partnership Interest  
  
  a. Mary Hyden Hunter, Waco, Texas  
     b. USA  
     c. 12.50% Limited Partner Partnership Interest  
  
  a. Jennifer Katherine Mann, Waco, Texas  
     b. USA  
     c. 6.00% Limited Partner Partnership Interest  
  
  a. Rebecca Joan Mann-Wright, Waco, Texas  
     b. USA  
     c. 6.00% Limited Partner Partnership Interest  
  
  a. David Perry Mann, II, Waco, Texas  
     b. USA  
     c. 6.00% Limited Partner Partnership Interest  

2:  
  a. N/A  
  b. N/A  
  c. N/A
Report Item 4: Directors and Officers

Submitted on the following pages is a chart which provides the required information with regard to each shareholder, director, trustee, partner, executive officer or person exercising similar functions of the corporation.

Included are:

David W. Mann - General Partner

Definition of an executive officer is:

A person who participates or has authority to participate (other than in the capacity of a director) in major policy making functions of the company or bank whether or not:

1) The officer has an official title,
2) the title designates the officer an assistant, or
3) the officer is serving without salary or other compensation.
Report Item 3: Security Holders

1:  a. RAM Security Holdings, Ltd., Waco, Texas
    b. USA
    c. 442,043 Shares 59.89% Common Stock

    a. Perrylee Enterprises, Ltd., Woodville, Texas
    b. USA
    c. 146,800 Shares 19.89% Common Stock

    a. Security Bancshares, Inc. 401(K) Employee Stock Ownership Plan
    b. USA
    c. 100,000 Shares 13.55% Common Stock

2:  a. N/A
    b. N/A
    c. N/A
Report Item 4: Directors and Officers

Submitted on the following pages is a chart which provides the required information with regard to each shareholder, director, trustee, partner, executive officer or person exercising similar functions of the corporation.

Included are:

- David W. Mann - President, CEO, Chairman of the Board and Director
- Harold E. Allison, III - Executive Vice President, Director
- Richard Sprague - Director
- Hyden Hunter - Director
- Russell Pilgrim - Director
- Michelle Hill - Executive Vice President

Definition of an executive officer is:

A person who participates or has authority to participate (other than in the capacity of a director) in major policy making functions of the company or bank whether or not:

1) The officer has an official title,
2) the title designates the officer an assistant, or
3) the officer is serving without salary or other compensation.
### Report Item 4: Insiders

<table>
<thead>
<tr>
<th>Name</th>
<th>City</th>
<th>State</th>
<th>Country</th>
<th>Principal Occupation</th>
<th>Title</th>
<th>Subs with Title</th>
<th>Other Business</th>
<th>Percentage</th>
<th>Subs with Title</th>
<th>Other Business</th>
<th>Entity &amp; Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>David W. Mann</td>
<td>Waco, Texas</td>
<td>Texas</td>
<td>USA</td>
<td>NA</td>
<td>President, Director</td>
<td>RAM Security Holdings, Ltd., General Partner, Limited Partner; Security Bancshares, Inc., Chairman of the Board, President, Director; Security Bancshares Service Corp; Chairman of the Board, President, Director; Citizens State Bank, Chairman of the Board, President, Director; Citizens Mortgage Corp, President Director; Security Bancshares Capital Trust Waco, Texas Apex, Inc., Attorney in Fact, Chairman of the Board, Director</td>
<td>First Financial Corporation, Chairman of the Board, President Director; First Advisory Services, Inc., Chairman of the Board, President Director; First Preference Mortgage Corp, Chairman of the Board, President, Director; First Financial Information Services, Inc., Chairman of the Board, President, Director; First Preference Properties, Inc., Chairman of the Board, President, Director; RAM Group Employee Medical Benefit Trust, Trustee; Security Bancshares, Inc. 401(k) Employee Stock Ownership Plan, Trustee; FFC Venture, Inc., President, Secretary, Director; Barclay, Inc., President, Treasurer, Director; D’Amato Enterprises, Inc., President, Director; RAM Investors, Inc., President Director; MCR LT Group, Ltd. General Partner, Limited Partner; First Financial Holdings, Ltd. General Partner, Limited Partner; JRPM Investments, Ltd. General Partner, Limited Partner; First Key Holding, Inc. President, Director; Bluebonnet Enterprises, Inc., Chairman of the Board, President, Director; Bluebonnet Investments, Orchid Assets, LLC, Managing Member, Wright Idea Properties, LLC, Managing Member, Plantation Beach Water Sports, Ltd., Investor; Tyler County Industrial Corp. Shareholder; FCC Holdings, Ltd., President, Director; David W. Mann 1990 Trust; Beneficiary; The First Financial Political Action Committee; The Citizens State Bank of Woodville Political Action Committee.</td>
<td>100%</td>
<td>RAM Security Holdings, Ltd. 59.89%</td>
<td>RAM Investors, Inc. 100%; FFC Venture 100%; First Key Holdings 100%; Barclay 100%; MCR LT Group, Ltd. 50% GP</td>
<td></td>
</tr>
<tr>
<td>Name</td>
<td>City State Country</td>
<td>Principle Occupation</td>
<td>Title</td>
<td>Subs with Title</td>
<td>Other Business</td>
<td>Percentage</td>
<td>Subs</td>
<td>Entity &amp; Percentage</td>
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<tr>
<td>David W. Mann</td>
<td>Waco, Texas, USA</td>
<td>NA</td>
<td>Limited Partner</td>
<td>NA</td>
<td>NA</td>
<td>NA</td>
<td>RAM Investors, Inc. 100%; FFC Venture 100%; First Key Holdings 100%, Barclay 100%; MCRLT Group, Ltd. 50% GP</td>
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<tr>
<td>Mary Hyden Hunter</td>
<td>Waco, Texas, USA</td>
<td>Outside Accountant</td>
<td>Limited Partner</td>
<td>NA</td>
<td>NA</td>
<td>12.50%</td>
<td>NA</td>
<td>NA</td>
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<tr>
<td>Jennifer K. Mann</td>
<td>Waco, Texas, USA</td>
<td>NA</td>
<td>Limited Partner</td>
<td>NA</td>
<td>NA</td>
<td>6.00%</td>
<td>NA</td>
<td>NA</td>
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<tr>
<td>Rebecca Mann Wright</td>
<td>Waco, Texas, USA</td>
<td>NA</td>
<td>Limited Partner</td>
<td>NA</td>
<td>NA</td>
<td>6.00%</td>
<td>NA</td>
<td>NA</td>
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<tr>
<td>David Perry Mann, II</td>
<td>Waco, Texas, USA</td>
<td>NA</td>
<td>Limited Partner</td>
<td>NA</td>
<td>NA</td>
<td>6.00%</td>
<td>NA</td>
<td>NA</td>
<td></td>
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</tr>
<tr>
<td>Name &amp; city, state, country (no address numbers or SS numbers) of all executive officers and directors and Partners and Trustees any % of ownership and all Shareholders 10% or more</td>
<td>Principal occupation if other than with holding company</td>
<td>Title &amp; position with holding company</td>
<td>Title &amp; Position with direct or indirect subsidiaries of holding company (include names of subsidiaries)</td>
<td>Title &amp; position with other businesses (include names of other businesses)</td>
<td>Percentage of voting securities in holding co. All ownership % required</td>
<td>Percentage of voting securities in subsidiaries (10% or more) include names of subsidiaries</td>
<td>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)</td>
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<td></td>
</tr>
<tr>
<td>David W. Mann</td>
<td>Waco, Texas, USA</td>
<td>NA</td>
<td>Chairman of the Board, President, Director</td>
<td>Security Bancshares Service Corp; Chairman of the Board, President, Director; Citizens State Bank; Chairman of the Board, CEO; Director; Citizens Mortgage Corp; President Director; Security Bancshares Capital Trust; Texas Apex, Inc. Attorney in Fact, Chairman of the Board, Director</td>
<td>First Financial Corporation; Chairman of the Board, President Director; First Advisory Services, Inc., Chairman of the Board, President Director; First Preference Mortgage Corp, Chairman of the Board, President, Director; First Financial Information Services, Inc., Chairman of the Board, President, Director; The Robert Allen Mann Foundation, Chairman of the Board, President, Director; Shelter Resources, Chairman of the Board, President, Director; First Preference Properties, Inc. Chairman of the Board, President, Director; RAM Group Employee Medical Benefit Trust, Trustee, Security Bancshares, Inc. 401(k) Employee Stock Ownership Plan, Trustee; FFC Venture, Inc. President, Secretary, Director; Barclay, Inc., President, Treasurer, Director; O’Campo Enterprises, Inc., President, Director; RAM Investors, Inc., President Director; MCB LTD Group, Ltd. General Partner; Limited Partner; First Financial Holdings, Ltd. General Partner, Limited Partner; RPM Investments, Ltd. General Partner, Limited Partner; First Key Holding, Inc. President, Director; Bluebonnet Enterprises, Inc., Chairman of the Board, President, Director; Bluebonnet Investments, Orchid Assets, LLC, Managing Member, Wright Idea Properties, LLC, Managing Member, Plantation Beach Water Sports, Ltd. Investor; Tyler County Industrial Corp. Shareholder, FFC Holdings, Ltd., President, Director, David W. Mann 1990 Trust; Beneficiary; The First Financial Political Action Committee; The Citizens State Bank of Woodville Political Action Committee</td>
<td>0.50%</td>
<td>NA</td>
<td>RAM Investors, Inc. 100%; FFC Venture 100%; First Key Holdings 100%, Barclay 100%, MCB LTD Group, Ltd. 50% GP</td>
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<td></td>
<td></td>
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<tr>
<td>Harold E. Allison, III</td>
<td>Woodville, Texas, USA</td>
<td>President - Citizens State Bank</td>
<td>Director, EVP</td>
<td>Citizens State Bank Director</td>
<td>FFFV - 82%</td>
<td>NA</td>
<td>NA</td>
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<tr>
<td>Mary Hyden Hunter</td>
<td>Waco, Texas, USA</td>
<td>Outside Accountant</td>
<td>Director</td>
<td>NA</td>
<td>RAM Security Holdings, Ltd, Limited Partner</td>
<td>0.09%</td>
<td>NA</td>
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<tr>
<td>Richard W. Sprague</td>
<td>Waco, Texas, USA</td>
<td>NA</td>
<td>Director</td>
<td>Citizens State Bank Director</td>
<td>RAM Security Holdings, Ltd, Limited Partner</td>
<td>0.11%</td>
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<tr>
<td>Russell Pilgrim</td>
<td>Woodville, Texas, USA</td>
<td>Owner - Insurance Company</td>
<td>Director</td>
<td>Citizens State Bank Director</td>
<td>RAM Security Holdings, Ltd, Limited Partner</td>
<td>0.41%</td>
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<tr>
<td>Michelle Hill</td>
<td>Dallas, Texas USA</td>
<td>NA</td>
<td>EVP</td>
<td>Citizens State Bank Director; Security Bancshares Service Corp, EVP; Security Bancshares Capital Trust, EVP Director; Citizens Mortgage Corp, EVP Director; RAM Security Holdings, GP, GP</td>
<td>RAM Group Employee Medical Benefit Trust, Trustee, Security Bancshares, Inc. 401(k) Employee Stock Ownership Plan, Trustee; First Financial Political Action Committee, Secretary; The Citizens State Bank of Woodville Political Action Committee, Secretary</td>
<td>0.31%</td>
<td>NA</td>
<td>NA</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>RAM Security Holdings, Ltd</td>
<td>Waco, Texas, USA</td>
<td>NA</td>
<td>NA</td>
<td>Ram Security Holdings, Ltd</td>
<td>RAM Security Holdings, Ltd</td>
<td>0.89%</td>
<td>NA</td>
<td>NA</td>
<td></td>
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</tr>
<tr>
<td>Perry Enterprises, Ltd</td>
<td>Woodville, Texas, USA</td>
<td>NA</td>
<td>NA</td>
<td>RAM Security Holdings, Ltd</td>
<td>RAM Security Holdings, Ltd</td>
<td>0.89%</td>
<td>NA</td>
<td>NA</td>
<td></td>
<td></td>
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