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.

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 chair 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, Jim McVay
Name of the Holding Company Director and Official
Director, EVP, COO, CFO, Secretary
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.

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

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.

FR Y-6
OMB Number 7100-0297
Approval expires November 30, 2019
Page 1 of 2

Date of Report (top-tier holding company’s fiscal year-end):
December 31, 2017
Month / Day / Year
5493003ZHYD5UQLTK033
Reporters Legal Entity Identifier (LEI) (20 Character LEI Code)

Southwest United Bancshares, Inc.

Legal Title of Holding Company
125 Mesa Hills Dr
(Mailing Address of the Holding Company) Street / P.O. Box
El Paso TX 79912
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Cynthia Herrera
Accounting Officer
Name
Title
915/231-2507
Area Code / Phone Number / Extension
915/231-2535
Area Code / FAX Number
cynthiaherrera@unitedelpaso.com
E-mail Address
n/a

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

Is confidential treatment requested for any portion of this report submission?

☐ 0=No
☐ 1=Yes

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 labeled as "confidential.”

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 hours per response, including time to gather and maintain data in the required forms 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
Report Item
1. The bank holding company prepares an annual report for its securities holders and is not registered with the SEC.

2a. Organizational Chart

```
Southwest United Bancshares, Inc.
LEI: 5493003ZHYD5UJGLTK033
El Paso, Texas
Incorporated in Texas

100%

United Bank of El Paso del Norte
LEI: none
El Paso, Texas
Incorporated in Texas
```

2b. Domestic branch listing provided to the Federal Reserve Bank.
**Results:** A list of branches for your depository institution: UNITED BANK OF EL PASO DEL NORTE (ID_RSSD: 2942823).
This depository institution is held by SOUTHWEST UNITED BANCSHARES, INC. (4877031) of EL PASO, 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 UNNUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.*

<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 UNNUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
<th>Comments</th>
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</thead>
<tbody>
<tr>
<td>OK</td>
<td>1/1/2016</td>
<td>Full Service</td>
<td>2942823</td>
<td>UNITED BANK OF EL PASO DEL NORTE</td>
<td>125 NORTH MESA HILLS DRIVE</td>
<td>EL PASO</td>
<td>TX</td>
<td>79912-4874</td>
<td>EL PASO</td>
<td>UNITED STATES</td>
<td>Not Required</td>
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<td>UNITED BANK OF EL PASO DEL NORTE</td>
<td>2942823</td>
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<td>OK</td>
<td>1/1/2016</td>
<td>Full Service</td>
<td>3025198</td>
<td>GATEWAY WEST BRANCH</td>
<td>9601 GATEWAY WEST BOULEVARD</td>
<td>EL PASO</td>
<td>TX</td>
<td>79925</td>
<td>EL PASO</td>
<td>UNITED STATES</td>
<td>Not Required</td>
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<td>OK</td>
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<td>Full Service</td>
<td>4440235</td>
<td>MAIN BRANCH</td>
<td>401 EAST MAIN STREET</td>
<td>EL PASO</td>
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<td>79901</td>
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<td>OK</td>
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<td>Full Service</td>
<td>3663732</td>
<td>NORTH ZARAGOZA BRANCH</td>
<td>1726 NORTH ZARAGOZA ROAD, SUITES C-D</td>
<td>EL PASO</td>
<td>TX</td>
<td>79936</td>
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<td>(1)(c)</td>
<td>(2)(a)</td>
<td>(2)(b)</td>
<td>(2)(c)</td>
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<tr>
<td>Name &amp; Address (City, State, Country)</td>
<td>Country of Citizenship or Incorporation</td>
<td>Number and Percentage of Each Class of Voting Securities</td>
<td>Name &amp; Address (City, State, Country)</td>
<td>Country of Citizenship or Incorporation</td>
<td>Number and Percentage of Each Class of Voting Securities</td>
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<td>John Verlander</td>
<td>United States</td>
<td>81,988</td>
<td>N/A</td>
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<td>El Paso, TX, USA</td>
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<td>6.61%</td>
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<td>Names &amp; Address (City, State, Country)</td>
<td>Principal Occupation if other than with holding company</td>
<td>Title &amp; Position with holding company</td>
<td>Title &amp; Position with Subsidiaries (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 company</td>
<td>Percentage of Voting Securities in Subsidiaries (include names of voting securities held)</td>
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<tr>
<td>Les Parker</td>
<td>Director, Chairman, President, CEO</td>
<td>Director, Chairman, CEO (United Bank of El Paso)</td>
<td>N/A</td>
<td>4.28%</td>
<td>None</td>
<td>N/A</td>
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<tr>
<td>Jim McCay</td>
<td>Director, EVP, COO, CFO, Secretary</td>
<td>Director, SrEVP, COO, Secretary (United Bank of El Paso)</td>
<td>N/A</td>
<td>2.11%</td>
<td>None</td>
<td>N/A</td>
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<tr>
<td>Randolph Young</td>
<td>Director, Asst Secretary</td>
<td>Director, Asst Secretary, (United Bank of El Paso)</td>
<td>N/A</td>
<td>0.85%</td>
<td>None</td>
<td>N/A</td>
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<tr>
<td>Hank Hernandez</td>
<td>Director, Vice Chairman</td>
<td>Director, Vice Chairman, (United Bank of El Paso)</td>
<td>N/A</td>
<td>1.22%</td>
<td>None</td>
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<td>George Bailey, Las Cruces, NM, USA</td>
<td>Director</td>
<td>Director (United Bank of El Paso)</td>
<td>N/A</td>
<td>1.24%</td>
<td>None</td>
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<td>Guillermo Hernandez, El Paso, TX, USA</td>
<td>Owner, Sun City Air Conditioning Co.</td>
<td>Director (United Bank of El Paso)</td>
<td>N/A</td>
<td>2.38%</td>
<td>None</td>
<td>Sun City A/C, (100%)</td>
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<td>James P. Maloney</td>
<td>Director</td>
<td>Director (United Bank of El Paso)</td>
<td>N/A</td>
<td>1.33%</td>
<td>None</td>
<td>Blythe Land &amp; Cattle (25%)</td>
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<td>Gustavo Martell, MD, El Paso, TX, USA</td>
<td>Medical Doctor</td>
<td>Director (United Bank of El Paso)</td>
<td>N/A</td>
<td>1.90%</td>
<td>None</td>
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<tr>
<td>Maggie Molina</td>
<td>Director</td>
<td>Director (United Bank of El Paso)</td>
<td>N/A</td>
<td>0.01%</td>
<td>None</td>
<td>Southwest Staffing (50%)</td>
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<td>F. Charles Napier, El Paso, TX, USA</td>
<td>Public Accounting</td>
<td>Director (United Bank of El Paso)</td>
<td>Partner, Napier &amp; Lillebo, LLP</td>
<td>1.27%</td>
<td>None</td>
<td>Napier &amp; Lillebo, LLP (57%)</td>
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<tr>
<td>Stuart P. Shiloff, Commercial Property Management</td>
<td>Director</td>
<td>Director (United Bank of El Paso)</td>
<td>Manager River Oaks Properties</td>
<td>1.82%</td>
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<td>N/A</td>
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<tr>
<td>Merton Goldman</td>
<td>Attorney at Law</td>
<td>Director (United Bank of El Paso)</td>
<td>Mert Goldman, Atty at Law</td>
<td>0.14%</td>
<td>None</td>
<td>Mert Goldman Law Firm (100%)</td>
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<tr>
<td>Oscar Leesser</td>
<td>Car Dealer</td>
<td>Director (United Bank of El Paso)</td>
<td>President &amp; Owner Hyundai of El Paso</td>
<td>0.00%</td>
<td>None</td>
<td>Hyundai of El Paso (100%)</td>
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