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)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. 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.

I. Greg Stubb
Name of the Holding Company Director and Official
President
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 2227481
C.I.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2015

Month / Day / Year
N/A

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

Reporter's Name, Street, and Mailing Address

Bi-Stone Bancshares, Inc.

301 E. Commerce St./PO Box 510
(Mailing Address of the Holding Company) Street / P.O. Box
Mexia TX 76667
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Brad Butler
EVP/CFO/COO

Name Title
254-562-3821
Area Code / Phone Number / Extension
254-562-5141
Area Code / FAX Number

bbutler@incommonsbank.com
E-mail Address
www.incommonsbank.com
Address (URL) for the Holding Company's web page

Does the reporter request confidential treatment for any portion of this submission?

☐ Yes Please identify the report items to which this request applies:

☐ In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

☐ The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

☒ No

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 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.

12/2015
1a. Form 10-K:
   None

1b. Annual Report to Shareholders:
   None

2. Organizational Chart:

   Bi-Stone Bancshares, Inc.
   Mexia, Texas
   Incorporated in Texas
   LEI: N/A

   Incommons Bank N.A.
   Mexia, Texas
   LEI: N/A
   100% of all voting Common Stock
   No other Class of stock issued.

3. Shareholders that own 5% or more of the voting class of stock:

1. Current shareholders

   a. Greg Stubbs
      Mexia, TX
      Betty L. Stubbs
      Mexia, TX
      William G McCullough
      Mexia, TX
      Ben Evalyn Green
      Mexia, TX
      Raymond Hughes Dillard
      Mexia, TX
      Edward O. Price, Jr.
      Bryan, TX
      Brad Butler
      Wortham, TX

   b. All are U. S. Citizens

   c. Greg Stubbs owns 182.125 shares or 9.35% of the voting stock, Brad
      Butler own 187.125 shares or 9.60% of the voting common stock.
      Ed Price owns 276.25 shares or 14.18% of the voting common stock.
      All others own 286.25 shares or 14.69% of the voting stock each.

2. Shareholders owning stock during the past year not listed under Section 1
   None
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 date of 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.

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<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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<td>UNITED STATES</td>
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<td>Name &amp; Address of each Exec Officer, Director and 10% Shareholder</td>
<td>Citizenship</td>
<td>Occupation</td>
<td>Position with Holding Company</td>
<td>Shares Owned Percentage</td>
<td>Percentage of Shares in Subsidiaries</td>
<td>Title/Position w/ subsidiaries</td>
<td>Title/Position w/ other businesses</td>
<td>Percentage of shares in other businesses only of greater than 25%</td>
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<td>Greg Stubbs, Mexia, TX</td>
<td>USA</td>
<td>Banker</td>
<td>President &amp; CEO Director</td>
<td>9.35%</td>
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<td>Betty L. Stubbs, Mexia, TX</td>
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<td>Investor</td>
<td>Director</td>
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<td>Edward D Price Jr, Bryan, TX</td>
<td>USA</td>
<td>Retired Petroleum Engineer</td>
<td>Chairman of the Board/Director</td>
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<td>William G McCullough, Mexia, TX</td>
<td>USA</td>
<td>Distributor</td>
<td>Vice Chairman</td>
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<td>Raymond Hughes Dillard, Mexia, TX</td>
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<td>Director</td>
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<td>Ben Evalyn Green, Mexia, TX</td>
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<td>Director</td>
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<td>Brad Butler, Wortham, TX</td>
<td>USA</td>
<td>Banker</td>
<td>Treasurer</td>
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