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, Richard E. Williams, Jr.
Name of the Holding Company Director and Official
President & CEO
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
3/16/2016

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
RSSID ID 2762384
C.I.

Date of Report (top-tier holding company’s fiscal year-end):
12/31/2015
Month / Day / Year

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

Reporter’s Name, Street, and Mailing Address
Cameron Financial Corporation
102 N Houston Ave. / P.O. Box 835
(Mailing Address of the Holding Company) Street / P.O. Box
Cameron Texas 75520
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Mark A. Stroud Senior Vice President CFO
Name Title
2546976461 Area Code / Phone Number / Extension
2546976469 Area Code / FAX Number
mstroud@classicbank.com E-mail Address

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:
☐ No

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.”

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
Cameron Financial Corporation
Cameron, Texas

LEI: N/A
Cameron Financial Corporation
Cameron, Texas
Incorporated In Texas

100%

Cameron Financial Trust I
Wilmington, Delaware
Incorporated in Delaware

LEI: N/A
Classic Bank, N.A. Cameron, Texas
Incorporated in Texas
Results: A list of branches for your depository institution: CLASSIC BANK, NATIONAL ASSOCIATION (ID_RSSID: 182951).
This depository institution is held by CAMERON FINANCIAL CORPORATION (7623846) of CAMERON, TX.
The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

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 UNIUM*, Office Number, and ID_RSSID 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_RSSID*</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 UNIUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSID*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ok</td>
<td>Full Service</td>
<td>182951</td>
<td>CLASSIC BANK, NATIONAL ASSOCIATION</td>
<td>102 NORTH HOUSTON STREET</td>
<td>CAMERON</td>
<td>TX</td>
<td>76520-399</td>
<td>MILAM</td>
<td>UNITED STATES</td>
<td>2000</td>
<td>0</td>
<td>CLASSIC BANK, NATIONAL ASSOCIATION</td>
<td>182951</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ok</td>
<td>Full Service</td>
<td>39695827</td>
<td>BASTROP BRANCH</td>
<td>493 HIGHWAY 71</td>
<td>BASTROP</td>
<td>TX</td>
<td>78602</td>
<td>BASTROP</td>
<td>UNITED STATES</td>
<td>491661</td>
<td>7</td>
<td>CLASSIC BANK, NATIONAL ASSOCIATION</td>
<td>182951</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ok</td>
<td>Full Service</td>
<td>4406547</td>
<td>LEE COUNTY BRANCH</td>
<td>825 EAST AUSTIN STREET</td>
<td>GIDDINGS</td>
<td>TX</td>
<td>78942</td>
<td>LEE</td>
<td>UNITED STATES</td>
<td>16834</td>
<td>4</td>
<td>CLASSIC BANK, NATIONAL ASSOCIATION</td>
<td>182951</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ok</td>
<td>Full Service</td>
<td>37359812</td>
<td>LIBERTY HILL BRANCH</td>
<td>12201 WEST STATE HIGHWAY 29</td>
<td>LIBERTY HILL</td>
<td>TX</td>
<td>78642</td>
<td>WILLIAMSON</td>
<td>UNITED STATES</td>
<td>679322</td>
<td>8</td>
<td>CLASSIC BANK, NATIONAL ASSOCIATION</td>
<td>182951</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ok</td>
<td>Full Service</td>
<td>35183209</td>
<td>ROCKDALE BRANCH</td>
<td>1707 WEST CAMERON AVENUE</td>
<td>ROCKDALE</td>
<td>TX</td>
<td>76557</td>
<td>MILAM</td>
<td>UNITED STATES</td>
<td>418507</td>
<td>6</td>
<td>CLASSIC BANK, NATIONAL ASSOCIATION</td>
<td>182951</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ok</td>
<td>Full Service</td>
<td>14312048</td>
<td>ROSEBUD BRANCH</td>
<td>400 WEST AVENUE B</td>
<td>ROSEBUD</td>
<td>TX</td>
<td>76570</td>
<td>FALLS</td>
<td>UNITED STATES</td>
<td>207786</td>
<td>3</td>
<td>CLASSIC BANK, NATIONAL ASSOCIATION</td>
<td>182951</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Shareholders that directly or indirectly own, control, or hold with power to vote 5% or more of any class of voting securities of Cameron Financial Corporation:

<table>
<thead>
<tr>
<th>NAMES AND ADDRESS</th>
<th>COUNTRY OF CITIZENSHIP</th>
<th>NUMBER OF VOTING SHARES OWNED</th>
<th>PERCENTAGE OF VOTING SHARES OWNED</th>
</tr>
</thead>
<tbody>
<tr>
<td>Richard E. Williams, Jr.</td>
<td>United States</td>
<td>1,481</td>
<td>29.16%</td>
</tr>
<tr>
<td>Cameron, Texas 76520</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Debora Evans</td>
<td>United States</td>
<td>1,279</td>
<td>25.18%</td>
</tr>
<tr>
<td>Belton, Texas 76513</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Williams Family Exempt Trust</td>
<td>United States</td>
<td>1,135</td>
<td>22.36%</td>
</tr>
<tr>
<td>Cameron, Texas 76520</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>*Richard E. Williams, Jr. Trustee</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>*Debora Evans Trustee</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Richard E. Williams, Jr. Exempt Trust</td>
<td>United States</td>
<td>502</td>
<td>9.88%</td>
</tr>
<tr>
<td>Cameron, Texas 76520</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>*Richard E. Williams, Jr. Trustee</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>*Debora Evans Trustee</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Debora Williams Evans Exempt Trust</td>
<td>United States</td>
<td>501</td>
<td>9.86%</td>
</tr>
<tr>
<td>Belton, Texas 76513</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>*Richard E. Williams, Jr. Trustee</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>*Debora Evans Trustee</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Shareholders not listed above that owned or controlled 5% or more of any class of voting securities of Cameron Financial Corporation during the fiscal year ended December 31, 2015.

NONE
# CAMERON FINANCIAL CORPORATION
## DIRECTORS AND OFFICERS

<table>
<thead>
<tr>
<th>Name, City and State</th>
<th>Principal Occupation of Each Executive Officer, Director or Principal Shareholder, Etc.</th>
<th>Organization</th>
<th>Title or Position With Bank Holding Company, Subsidiaries and other Businesses</th>
<th>Percentage of Shares Owned, Controlled, or Held With Power to Vote</th>
</tr>
</thead>
</table>
| Richard E. Williams, Jr.  
Cameron, Texas 76520  
Banker | | Cameron Financial Corporation  
Classic Bank, N. A. | President/Director  
President/CEO | 29.16%  
NA |
| Mary J. Williams  
Cameron, Texas 76520  
N/A | | Cameron Financial Corporation  
Subsidiaries: | Chairman/Director  
N/A | N/A  
N/A |
| Debora Evans  
Belton, Texas 76513  
Secretary | | Cameron Financial Corporation  
Classic Bank, N. A. | Secretary/Director  
Secretary to the Board | 25.18%  
NA |
| Williams Family Exempt Trust  
Cameron, Texas 76520  
*Richard E. Williams, Jr. Trustee  
*Debora Evans Trustee | N/A | None  
N/A | 22.36%  
N/A |
| Richard E. Williams, Jr. Exempt Trust  
Cameron, Texas 76520  
*Richard E. Williams, Jr. Trustee  
*Debora Evans Trustee | N/A | None  
N/A | 9.88%  
N/A |
| Debora Williams Evans Exempt Trust  
Belton, Texas 76513  
*Richard E. Williams, Jr. Trustee  
*Debora Evans Trustee | N/A | None  
N/A | 9.86%  
N/A |

Insiders do not have any interests in other businesses outside of Cameron Financial Corporation.