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, John E. Grist
Name of the Holding Company Director and Officer
Chairman of the Board
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.

Signature of Holding Company Director and Officer
03/25/2016
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
3075429
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)

Report’s Name, Street, and Mailing Address
Andrews Holding Company
Legal Title of Holding Company
200 S Main
(Mailing Address of the Holding Company) Street / P.O. Box
Andrews
City
TX
State
79714
Zip Code
same

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Steve Dunagan
CFO
Name
Title
432 684-0060
Area Code / Phone Number / Extension
432-620-8523
Area Code / FAX Number
sld@csbandrews.com
E-mail Address
none
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
Form FR Y-6
Andrews Holding Company
Andrews, Texas
Fiscal Year Ending December 31, 2015

Report Item 1: Annual Report to Shareholders

Andrews Holding Company does not prepare an annual report to shareholders

Report Item 2a: Organization Chart

Andrews Holding Company
Andrews, Texas
Incorporated in Texas

100%

Andrews Statutory Trust I
Andrews, Texas
Incorporated in Texas

100%

Commercial State Bank
Andrews, Texas
Incorporated in Texas

NO ENTITY HAS A LEI

Report Item 2b: Domestic Branch Listing

Submitted via email on 3-25-2016
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 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.

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<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>
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<td></td>
<td>Full Service (Head Office)</td>
<td>361653</td>
<td>COMMERCIAL STATE BANK</td>
<td>200 SOUTH MAIN STREET</td>
<td>ANDREWS</td>
<td>TX</td>
<td>79714</td>
<td>ANDREWS</td>
<td>UNITED STATES</td>
<td>11650</td>
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<td>Full Service</td>
<td>3234507</td>
<td>LUBBOCK BRANCH</td>
<td>6533 82ND STREET</td>
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<td>79707-55</td>
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<td>Full Service</td>
<td>3668152</td>
<td>KERMIT HIGHWAY BRANCH</td>
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<td>ODESSA</td>
<td>TX</td>
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<td>KERMIT</td>
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<td>Full Service</td>
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<td>ODESSA BRANCH</td>
<td>2525 NORTH GRANDVIEW AVENUE</td>
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Form FR Y-6

Andrews Holding Company
Andrews, Texas
Fiscal Year Ending December 31, 2015

Report Item 3: Securities Holders

<table>
<thead>
<tr>
<th>(1)(a)</th>
<th>(1)(b)</th>
<th>(1)(c) Number and Percentage of Each Class of Voting Securities</th>
<th>(2)(a)</th>
<th>(2)(b)</th>
<th>(2)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name &amp; Address</td>
<td>Country of Citizenship or Incorporation</td>
<td>218,537.5 Common 73.57%</td>
<td>Name &amp; Address</td>
<td>Country of Citizenship or Incorporation</td>
<td>NONE</td>
</tr>
<tr>
<td>(City, State, Country)</td>
<td></td>
<td></td>
<td>(City, State, Country)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>John E. Grist or Verna Grist, Midland Texas</td>
<td>USA</td>
<td>218,537.5 Common 73.57%</td>
<td>Harris Kerr, Midland Texas</td>
<td>USA</td>
<td>15,902 Common 5.35%</td>
</tr>
<tr>
<td>Harris Kerr, Midland Texas</td>
<td>USA</td>
<td>15,902 Common 5.35%</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Form FR Y-6
Andrews Holding Company
Andrews, Texas
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders
(1)(a)(b)(c) and (2)(a)(b)(c)

<table>
<thead>
<tr>
<th>Names &amp; Address (City, State, Country)</th>
<th>Principal Occupation if other than with holding company</th>
<th>Title &amp; Position with holding company</th>
<th>Title &amp; Position with Subsidiaries (include names of subsidiaries)</th>
<th>Percentage of Voting Securities in holding company</th>
<th>Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)</th>
</tr>
</thead>
<tbody>
<tr>
<td>John E. Grist, Midland Texas, USA</td>
<td>Banking</td>
<td>Chairman of Board</td>
<td>NONE</td>
<td>73.57%</td>
<td>NONE</td>
</tr>
<tr>
<td>Verna Grist, Midland Texas, USA</td>
<td>Retired Nursing</td>
<td>Director</td>
<td>NONE</td>
<td>see above</td>
<td>NONE</td>
</tr>
<tr>
<td>Steve Dunagan, Midland Texas</td>
<td>Banking</td>
<td>Secretary/Treasurer</td>
<td>NONE</td>
<td>0.34%</td>
<td>NONE</td>
</tr>
<tr>
<td>Jack Grist, Midland Texas</td>
<td>Education</td>
<td>Officer</td>
<td>NONE</td>
<td>0.10%</td>
<td>NONE</td>
</tr>
</tbody>
</table>

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.)