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 611α); 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. James E. Dyess
Name of the Holding Company Director and Official
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

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2015
Month / Day / Year
549300123OUVH341T124
Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporters' Name, Street, and Mailing Address
Frontier Bancshares, Inc.
PO Box 685133
(Mailing Address of the Holding Company) Street / P.O. Box
Austin TX 78768
City State Zip Code

600 Congress Ave, Ste 400, Austin TX 78701
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Wade Miller
CFO
Name Title

512-336-4612
Area Code / Phone Number / Extension
512-336-4612
Area Code / FAX Number
wade.miller@horizonbanktexas.com
E-mail Address
www.horizonbanktexas.com
Address (URL) for the Holding Company's web page

Does the reporter request confidential treatment for any portion of this submission?
☐ Yes ☐ No

Please identify the report items to which this request applies:
Report Item 4(c)
☐ 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."

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

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RSSID ID 3412798
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 5.25 hours per response, including time to gather and maintain data in the required format 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.
FR Y-6
Frontier Bancshares, Inc.
Austin, Texas
Fiscal Year Ending December 31, 2015

Report Item 1 – Annual Report to Shareholders

The Bank does not prepare an annual report.

Report Item 2a - Organizational Chart

Frontier Bancshares, Inc
Austin, Texas, Incorporated in Texas
LEI #549300123OUVH341T124

Horizon Bank, SSB
Austin, Texas, Incorporated in Texas
LEI: NONE

Self Directed IRA Services, Inc
Austin, Texas, Incorporated in Texas
LEI: NONE

Frontier Bancshares Inc, owns 100% of the outstanding stock of Horizon Bank, ssb, which owns 100% of Self Directed IRA Services, Inc.
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 listing 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 listing was never owned by this depository institution, enter 'Delete' in the Data Action column.
Add: If a reportable branch is missing, insert a new 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>Branch_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>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td>7/13/2015</td>
<td>Full Service (Head Office)</td>
<td>7007011</td>
<td>HORIZON BANK, SB</td>
<td>600 CONGRESS AVENUE, SUITE 400</td>
<td>AUSTIN</td>
<td>TX</td>
<td>78701</td>
<td>TRAVIS</td>
<td>UNITED STATES</td>
<td>7007011</td>
<td>0</td>
<td>HORIZON BANK, SB</td>
<td>7007011</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>7/13/2015</td>
<td>Limited Service</td>
<td>4600966</td>
<td>MESSANGER SERVICE MOBILE BRANCH</td>
<td>600 CONGRESS AVENUE, SUITE 400</td>
<td>AUSTIN</td>
<td>TX</td>
<td>78701</td>
<td>TRAVIS</td>
<td>UNITED STATES</td>
<td>4600966</td>
<td>Not Required</td>
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<td>7007011</td>
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</tr>
<tr>
<td>OK</td>
<td>7/13/2015</td>
<td>Full Service</td>
<td>4600975</td>
<td>TECHNOLOGY BOULEVARD BRANCH</td>
<td>12007 TECHNOLOGY BOULEVARD</td>
<td>AUSTIN</td>
<td>TX</td>
<td>78727</td>
<td>TRAVIS</td>
<td>UNITED STATES</td>
<td>4600975</td>
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<td>HORIZON BANK, SB</td>
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<tr>
<td>OK</td>
<td>7/13/2015</td>
<td>Full Service</td>
<td>3579951</td>
<td>HOLLAND BRANCH</td>
<td>200 WEST TRAVIS</td>
<td>HOUSTON</td>
<td>TX</td>
<td>77034</td>
<td>BELL</td>
<td>UNITED STATES</td>
<td>3579951</td>
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<td>7007011</td>
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</tr>
<tr>
<td>OK</td>
<td>7/13/2015</td>
<td>Full Service</td>
<td>3604987</td>
<td>SALADO BRANCH</td>
<td>815 NORTH STATECOACH ROAD</td>
<td>SALADO</td>
<td>TX</td>
<td>76571</td>
<td>BELL</td>
<td>UNITED STATES</td>
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<td>HORIZON BANK, SB</td>
<td>7007011</td>
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</tr>
</tbody>
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**, FORM FR Y-6**,  
Frontier Bancshares, Inc.  
Public Filing  
Fiscal Year Ending December 31, 2015

**Report Item 3: Securities Holders**

<table>
<thead>
<tr>
<th>(1)a Name &amp; Address (City, State, Country)</th>
<th>(1)b Country of Citizenship or Incorporation</th>
<th>(1)c Number and Percentage of Each Class of Voting Securities</th>
<th>(1)a Name &amp; Address (City, State, Country)</th>
<th>(1)b Country of Citizenship or Incorporation</th>
<th>(1)c Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>James M. Schneider Austin, Texas</td>
<td>USA</td>
<td>450,298 common shares 36.01%</td>
<td>Douglas Kadison Austin, Texas</td>
<td>USA</td>
<td>50,000 common shares 4.00%</td>
</tr>
<tr>
<td>James E. Dyess Austin, Texas</td>
<td>USA</td>
<td>151,270 common shares 12.01%</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>James R. Cone III Austin, Texas</td>
<td>USA</td>
<td>92,660 common shares 7.41%</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Jeffery P. O'Jibway Austin, Texas</td>
<td>USA</td>
<td>92,264 common shares 7.38%</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

* (held 78,389 shares at 12/31/14)
FORM FR Y-6
Frontier Bancshares, Inc.
Public Filing
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders (Public)

<table>
<thead>
<tr>
<th>Name &amp; Address</th>
<th>(2)</th>
<th>(3a)</th>
<th>(3b)</th>
<th>(4a)</th>
<th>(5)</th>
<th>(6)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>(City, State, Country)</td>
<td>Principle</td>
<td>Title &amp; Position with Bank Holding Company</td>
<td>Title &amp; Position with other Businesses (include names of subsidiaries)</td>
<td>Percentage of Voting Shares in Bank Holding Company</td>
<td>List names of other companies/percentages (includes partnerships, if 20% or more of voting securities are held)</td>
</tr>
<tr>
<td>James M. Schneider</td>
<td>Austin, Texas</td>
<td>Investor</td>
<td>Chairman</td>
<td>Chairman</td>
<td>Horizon Bank, sabb</td>
<td>General Communication Inc - Director, Ziffair, Inc - Director, Lead Edge Capital - Operating Partner, Lohman Technologies - Director, Hill Country Staffing Company - Director</td>
</tr>
<tr>
<td>James E. Dyess</td>
<td>Austin, Texas</td>
<td>N/A</td>
<td>President</td>
<td>CEO</td>
<td>Horizon Bank, sabb</td>
<td>N/A</td>
</tr>
<tr>
<td>James R. Cone III</td>
<td>Austin, Texas</td>
<td>Agriculture</td>
<td>Director</td>
<td>Director</td>
<td>Horizon Bank, sabb</td>
<td>Cone Elevator - Manager</td>
</tr>
<tr>
<td>Jeffery P. Ojibway</td>
<td>Austin, Texas</td>
<td>N/A</td>
<td>Director</td>
<td>SVP</td>
<td>Horizon Bank, sabb</td>
<td>N/A</td>
</tr>
<tr>
<td>Joe Ogilvie</td>
<td>Austin, Texas</td>
<td>Investor</td>
<td>Director</td>
<td>Director</td>
<td>Horizon Bank, sabb</td>
<td>First Beverage Group - Director, Wallace Capital - Associate</td>
</tr>
<tr>
<td>Jerry Smith</td>
<td>Austin, Texas</td>
<td>Investor</td>
<td>Director</td>
<td>Director</td>
<td>Horizon Bank, sabb</td>
<td>N/A</td>
</tr>
<tr>
<td>Gregg Bennett</td>
<td>Austin, Texas</td>
<td>N/A</td>
<td>Secretary</td>
<td>EVP / COO</td>
<td>Horizon Bank, sabb</td>
<td>N/A</td>
</tr>
<tr>
<td>Lee Rigby</td>
<td>Austin, Texas</td>
<td>Attorney</td>
<td>Director</td>
<td>Director</td>
<td>Horizon Bank, sabb</td>
<td>Smith, Robertson, Elliott &amp; Douglas, L.L.P. - Attorney</td>
</tr>
<tr>
<td>Ben Siddons</td>
<td>Austin, Texas</td>
<td>Insurance</td>
<td>Director</td>
<td>Director</td>
<td>Horizon Bank, sabb</td>
<td>Redpoint Workers Compensation Insurance - President</td>
</tr>
<tr>
<td>Wade Miller</td>
<td>Salado, Texas</td>
<td>N/A</td>
<td>CFO</td>
<td>CFO</td>
<td>Horizon Bank, sabb</td>
<td>N/A</td>
</tr>
</tbody>
</table>