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. § 1644 (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.

1. Ricardo Velazquez
   Name of the Holding Company Director and Official
   Chief Executive Officer
   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: 03/04/2016

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

RSSD ID: 34724624
C.I.

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

Reporters’ Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporters’ Name, Street, and Mailing Address
Banorte USA Corporation
1801 S 2nd Street
McAllen, TX 78503
City State Zip Code

140 E 45th St. New York, NY, 10017
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Sonia Altamirano
Treasury Manager
Name Title
956-664-8410
Area Code / Phone Number / Extension
956-632-5866
Area Code / FAX Number
saltamirano@lnbweb.com
E-mail Address
N/A
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 (7100-0097), Washington, DC 20503.

12/2015
For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

<table>
<thead>
<tr>
<th>INB Financial Corp.</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Legal Title of Subsidiary Holding Company</td>
<td>Legal Title of Subsidiary Holding Company</td>
</tr>
<tr>
<td>1801 S 2nd Street</td>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
</tr>
<tr>
<td>McAllent TX 78503</td>
<td>City State Zip Code</td>
</tr>
<tr>
<td>Physical Location (if different from mailing address)</td>
<td>Physical Location (if different from mailing address)</td>
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</tr>
<tr>
<td>City State Zip Code</td>
<td>City State Zip Code</td>
</tr>
<tr>
<td>Physical Location (if different from mailing address)</td>
<td>Physical Location (if different from mailing address)</td>
</tr>
</tbody>
</table>
Banco Mercantil del Norte, S.A
Monterrey, N.L., Mexico
Mexico
100%

Banorte USA Corporation
New York, NY, USA
Delaware, USA

INB Financial Corporation
McAllen, Texas, USA
Texas, USA
100%

Inter National Bank
McAllen, Texas, USA
Texas, USA
100%

INB Financial Capital Trust I
Wilmington, Delaware, USA
Delaware, USA
100%

INB Financial Capital Trust II
Wilmington, Delaware, USA
Delaware, USA
100%

UniTelller de Mexico SA de CV
Monterrey, N.L., Mexico
Mexico
100%

UniTelller Filipino Inc
Pasp City, Philippines
Philippines
100%

Servicio UniTelller Inc*
Rochelle Park, New Jersey, USA
New Jersey, USA
100%

UniTelller Card Services Inc
Rochelle Park, New Jersey, USA
New Jersey, USA
100%

UniTelller Canada, ULC
Rochelle Park, New Jersey, USA
New Jersey, USA
100%

*Mortran Services merged with Servicio UniTelller in Feb 2015

No entity has a LEI Number.
### 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.
- **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 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.

### 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.

### 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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### Data Action | Effective Date | Branch Service Type | Branch ID _RSSD* | Popular Name | Street Address | City | State | Zip Code | County | Country | FDIC UNIUM* | Office Number* | Head Office | Head Office ID _RSSD* | Comments
---
OK | Full Service | 3742628 | INTER NATIONAL BANKE | 1803 S 3RD ST | MCALLEN | TX | 78503 | HIDALGO | UNITED STATES | 31518 | 10 | INTER NATIONAL BANK | 994553
OK | Full Service | 2995376 | BROWNsville BRANCH | 1785 RUBEN M. TORRES BLVD. | BROWNsville | TX | 78521 | CAMERON | UNITED STATES | 478970 | 22 | INTER NATIONAL BANK | 994553
OK | Full Service | 3542920 | EL PASO EAST BRANCH | 2190 S FARENHEIT ST | EL PASO | TX | 79910 | EL PASO | UNITED STATES | 5610 | 9 | INTER NATIONAL BANK | 994553
OK | Full Service | 3176961 | EL PASO MAIN BRANCH | 2151 S MERCADO ST | EL PASO | TX | 79902 | EL PASO | UNITED STATES | 440655 | 14 | INTER NATIONAL BANK | 994553
OK | Full Service | 3745199 | EL PASO WEST BRANCH | 2151 S MERCADO ST | EL PASO | TX | 79902 | EL PASO | UNITED STATES | 440655 | 14 | INTER NATIONAL BANK | 994553
OK | Full Service | 3749136 | ARESO BRANCH | 7219 MICHIGAN ROAD | ARESO | TX | 78061 | WEST | UNITED STATES | 443198 | 13 | INTER NATIONAL BANK | 994553
OK | Full Service | 3295340 | EXPRESS BRANCH | 720 S 104TH SUITE 100 | MCALLEN | TX | 78503 | HIDALGO | UNITED STATES | 263400 | 3 | INTER NATIONAL BANK | 994553
OK | Full Service | 3275850 | NORTH MCALLEN BRANCH | 730 W NOΛLANA | MCALLEN | TX | 78503 | HIDALGO | UNITED STATES | 263400 | 3 | INTER NATIONAL BANK | 994553
OK | Full Service | 3278445 | NORTH MCALLEN BRANCH | 1524 W MCCOLL SUITE 100 | MCALLEN | TX | 78504 | HIDALGO | UNITED STATES | 263400 | 3 | INTER NATIONAL BANK | 994553
OK | Full Service | 3306650 | TRIDENT BRANCH | 2228 TRIDENT RD | MCALLEN | TX | 78504 | HIDALGO | UNITED STATES | 263400 | 3 | INTER NATIONAL BANK | 994553
OK | Full Service | 3171970 | MISSION BRANCH | 715 EAST TOM LANDRY DRIVE | MISSION | TX | 78554 | HIDALGO | UNITED STATES | 263400 | 3 | INTER NATIONAL BANK | 994553
OK | Full Service | 3542945 | PLANTATION GROVE BRANCH | 4605 PLANTATION DRIVE | MISSION | TX | 78554 | HIDALGO | UNITED STATES | 263400 | 3 | INTER NATIONAL BANK | 994553
OK | Full Service | 3589786 | SHERRY EXPRESS #3 BRANCH | 4601 E EXPRESSWAY 83 | MISSION | TX | 78554 | HIDALGO | UNITED STATES | 263400 | 3 | INTER NATIONAL BANK | 994553
OK | Full Service | 2995360 | SHERRYLAND BRANCH | 1926 E GRIFFIN PARKWAY | MISSION | TX | 78554 | HIDALGO | UNITED STATES | 263400 | 3 | INTER NATIONAL BANK | 994553
OK | Full Service | 3717746 | PHARR EXPRESS BRANCH | 1200 EAST EXPRESSWAY 83 | PHARR | TX | 78577 | HIDALGO | UNITED STATES | 457868 | 20 | INTER NATIONAL BANK | 994553
OK | Limited Service | 4366865 | THE WOODLANDS BRANCH | 1450 LAKE ROBBINS DRIVE, SUITE 180 | THE WOODLANDS | TX | 77380 | MONTGOMERY | UNITED STATES | 532037 | 24 | INTER NATIONAL BANK | 994553
OK | Full Service | 2898514 | MS - WESLACO MAIN BRANCH | 400 NORTH TEXAS BOULEVARD | WESLACO | TX | 78596 | HIDALGO | UNITED STATES | 16239 | 15 | INTER NATIONAL BANK | 994553
OK | Limited Service | 1167979 | WESLACO KANSAS AVENUE BRANCH | 505 NORTH KANSAS AVENUE | WESLACO | TX | 78596 | HIDALGO | UNITED STATES | 268037 | 16 | INTER NATIONAL BANK | 994553

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* FDIC UNIUM, Office Number, and ID _RSSD* columns are for reference only. Verification of these values is not required.
<table>
<thead>
<tr>
<th>Name and Address</th>
<th>Country of Citizenship</th>
<th>Shares Controlled Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>Banco Mercantil del Norte S.A.</td>
<td>Mexico</td>
<td>100%</td>
</tr>
<tr>
<td>Monterrey, N.L., Mexico</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

1. Name and Address: Banco Mercantil del Norte S.A.
2. Country of Citizenship: Mexico
3. Shares Controlled Percent: 100%

Does not apply
Form FR Y-6  
INB Financial Corp  
McAllen, Texas  

Report Item 3: Shareholders  
December 31, 2015

<table>
<thead>
<tr>
<th>Name and Address</th>
<th>Country of Citizenship</th>
<th>Number</th>
<th>Shares Controlled Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>Banorte USA Corporation</td>
<td>USA</td>
<td>1,910,887</td>
<td>100%</td>
</tr>
<tr>
<td>New York, New York, USA</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

2.- Does not apply
<table>
<thead>
<tr>
<th>(1) Name and address</th>
<th>(2) Principal Occupation if other than Bank Holding Company</th>
<th>3(a) Title &amp; Position with Bank Holding Company</th>
<th>3(b) Title &amp; Position with Subsidiaries (Include names of subsidiaries)</th>
<th>3(c) Title &amp; Position with Other Businesses (Include names of other businesses)</th>
<th>4(a) Percentage of Voting Shares in Bank Holding Company</th>
<th>4(b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)</th>
<th>4(c) 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)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Banco Mercantil del Norte, S.A. Monterrey, Nuevo Leon, Mexico</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>Managing Director and Head International Banking (Banorte)</td>
<td>100%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Ricardo Velaquez Rodriguez Cuajimalpa, Mexico City, Mexico</td>
<td>Executive</td>
<td>Director, CEO &amp; Chairman</td>
<td>Advisory Director (Inter National Bank) Chairman (UnTeller Financial Services, Inc.)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Amy Birt McAllen, Texas, USA</td>
<td>Executive</td>
<td>CFO</td>
<td>Ex. Vice President &amp; CFO, (Inter National Bank)</td>
<td></td>
<td></td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Alberto Raid Guerra Rodriguez McAllen, Texas, USA</td>
<td>Executive</td>
<td>Director &amp; Secretary</td>
<td>Director, Ex. Vice President &amp; CEO (UnTeller Financial Services, Inc.) Director, Ex. Vice President &amp; CEO (Servicio UnTeller, Inc.)</td>
<td></td>
<td></td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Jorge Eduardo Vega Camargo Cuajimalpa, Mexico City, Mexico</td>
<td>Executive</td>
<td>Director</td>
<td></td>
<td>Deputy Manager Director of Comptrollership (Banorte)</td>
<td></td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Rafael Arana de la Garza Cuajimalpa, Mexico City, Mexico</td>
<td>Executive</td>
<td>Director</td>
<td></td>
<td>Chief Operating and Chief Financial Officer (Banorte)</td>
<td></td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Javier Beltran Canta Monterrey, Nuevo Leon, Mexico</td>
<td>Executive</td>
<td>Director</td>
<td></td>
<td>Director (UnTeller Financial Services, Inc.)</td>
<td></td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Jose Luis Sosa Ibarra Monterrey, Nuevo Leon, Mexico</td>
<td>Executive</td>
<td>Officer</td>
<td></td>
<td>VP of International Banking &amp; Financial Institutions (Banorte)</td>
<td></td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>(1) Name and address</td>
<td>(2) Principal Occupation if other than Bank Holding Company</td>
<td>(3a) Title &amp; Position with Bank Holding Company</td>
<td>(3b) Title &amp; Position with Subsidiaries (Include names of subsidiaries)</td>
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</tr>
<tr>
<td>Banorte USA Corp.</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>N/A</td>
<td>100%</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>New York, New York, USA</td>
<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td>Samuel Munafó</td>
<td>Executive</td>
<td>Director</td>
<td>Ex. Vice President, CEO &amp; Director (Inter National Bank)</td>
<td>N/A</td>
<td>0</td>
<td>0</td>
<td>N/A</td>
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<tr>
<td>McAllen, Texas, USA</td>
<td></td>
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<td></td>
<td></td>
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<tr>
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<td>Executive</td>
<td>Director</td>
<td>Advisory Director (Inter National Bank)</td>
<td>Managing Director and Head International Banking (Banorte)</td>
<td>0</td>
<td>0</td>
<td>N/A</td>
</tr>
<tr>
<td>Cunimapla, Mexico City, Mexico</td>
<td></td>
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<td></td>
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<td></td>
</tr>
<tr>
<td>Jesus Zambrano</td>
<td>Executive</td>
<td>Secretary</td>
<td>Ex. Vice President, Chief Legal Officer &amp; Secretary (Inter National Bank)</td>
<td>N/A</td>
<td>0</td>
<td>0</td>
<td>N/A</td>
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<tr>
<td>McAllen, Texas, USA</td>
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