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, Eric Shero
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
02/29/2016

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: 3615441
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]

Reporters Name, Street, and Mailing Address
ABCT Holdings, Inc
Legal Title of Holding Company
PO BOX 7554
(Mailing Address of the Holding Company) Street / P.O. Box
Waco TX 76714
City State Zip Code

4721 Bosque Blvd
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Clarence Hennig
Cashier

Name

Title

254-741-8060
Area Code / Phone Number / Extension
254-741-8061
Area Code / FAX Number
chennig@alliancebanktexas.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 (7100-0297), Washington, DC 20503.
Form FR Y-6

ABCT HOLDINGS, INC.
Waco, Texas
Fiscal Year Ended December 31, 2015

ABCT HOLDINGS, INC.
WACO, TEXAS
INCORPORATED IN TEXAS
1,768,754 SHARES
100% OWNER OF ALLIANCE BANK CENTRAL TEXAS

ALLIANCE BANK CENTRAL TEXAS
Waco, Texas
Incorporated in Texas
5,000 Shares

Note: No entity listed in the Organization Chart has an LEI. LEI is N/A for all entities.
Results: A list of branches for your depository institution: ALLIANCE BANK CENTRAL TEXAS (ID_RSSD: 601658).
This depository institution is held by ABCT HOLDINGS, INC. (96125441) of WACO, 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 LLINUM, 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>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC LLINUM*</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>Full Service</td>
<td>601658</td>
<td>ALLIANCE BANK CENTRAL TEXAS</td>
<td>4721 BOSQUE BLVD</td>
<td>WACO</td>
<td>TX</td>
<td>76710-486</td>
<td>MCLLNNAN</td>
<td>UNITED STATES</td>
<td>9924</td>
<td>0</td>
<td>ALLIANCE BANK CENTRAL TEXAS</td>
<td>601658</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>390998</td>
<td>DONE BRANCH</td>
<td>335 MAIN STREET</td>
<td>DODGE</td>
<td>TX</td>
<td>75668</td>
<td>FREESTONE</td>
<td>UNITED STATES</td>
<td>225059</td>
<td>3</td>
<td>ALLIANCE BANK CENTRAL TEXAS</td>
<td>601658</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>3261235</td>
<td>EWETT BRANCH</td>
<td>114 NORTH MAIN STREET</td>
<td>JEFFETT</td>
<td>TX</td>
<td>79866</td>
<td>LUCON</td>
<td>UNITED STATES</td>
<td>420655</td>
<td>2</td>
<td>ALLIANCE BANK CENTRAL TEXAS</td>
<td>601658</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
**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>(2)(a) Name &amp; Address (City, State, Country)</th>
<th>(2)(b) Country of Citizenship or Incorporation</th>
<th>(2)(c) Number and Percentage of Each Class of Voting Securities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Benjy and Elizabeth Bauer, Waco, TX</td>
<td>USA</td>
<td>136,363, 7.71% Common Stock</td>
<td>NONE</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Jake and Simone Bauer, Waco, TX</td>
<td>USA</td>
<td>106,817, 6.04% Common Stock</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Brent Neuhaus, Waco, TX</td>
<td>USA</td>
<td>128,795, 7.28% Common Stock</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Sub Total</strong></td>
<td><strong>371,975</strong></td>
<td><strong>21.00%</strong></td>
<td><strong>Total Shares</strong></td>
<td><strong>1,768,733</strong></td>
<td></td>
</tr>
</tbody>
</table>
### 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>Title &amp; Position with Other Businesses (include names of other businesses)</th>
<th>Percentage of Voting Securities in holding company</th>
<th>Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)</th>
<th>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>Todd Moore Waco, TX</td>
<td>N/A</td>
<td>Chairman, CEO &amp; Director</td>
<td>President, CEO and Director (Alliance Bank Central Texas)</td>
<td>N/A</td>
<td>1.81%</td>
<td>0.00% Aeroplano Ventures, LLC - 33.3%</td>
<td>T&amp;E Enterprises, LLC - 50%</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Worham Air Conditioning, Inc. - 80%</td>
<td></td>
</tr>
<tr>
<td>Eric Shero McGregor, TX</td>
<td>N/A</td>
<td>President, COO &amp; Director</td>
<td>Chief Financial Officer and Director (Alliance Bank Central Texas)</td>
<td>N/A</td>
<td>0.94%</td>
<td>0.00% Aeroplano Ventures, LLC - 33.3%</td>
<td>Shero Family Trust - 33.3%</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Shero Living Trust - 33.3%</td>
<td>T&amp;E Enterprises, LLC - 50%</td>
</tr>
<tr>
<td></td>
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<td></td>
<td></td>
<td></td>
<td></td>
<td>BTE Investments, LLC - 33.3%</td>
<td>SSH Aviation, LLC - 33.3%</td>
</tr>
<tr>
<td>Benji Bauer Waco, TX</td>
<td>Meat Packing Plant Director</td>
<td>Chairman and Director</td>
<td>Vice President - H&amp;B Packing Co, Inc. Waco, TX</td>
<td>Vice President - Champion Pet Foods, Inc. Waco, TX</td>
<td>7.71%</td>
<td>0.00% H&amp;B Packing Co., Inc. - 50%</td>
<td>Champion Pet Foods, Inc. - 50%</td>
</tr>
<tr>
<td></td>
<td></td>
<td>(Alliance Bank Central Texas)</td>
<td></td>
<td>President - Champion Pet Foods, Inc. Waco, TX</td>
<td></td>
<td>Baser Brother Investments - 50%</td>
<td>Bauer Brother Investments - 50%</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Partner - Bauer Investments Waco, TX</td>
<td></td>
<td>R&amp;B Investments - 33%</td>
<td>R&amp;B Investments - 33%</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Partner - R&amp;B Investments Waco, TX</td>
<td></td>
<td>Bauer Family, LLC - 100%</td>
<td>Bauer Family, LLC - 100%</td>
</tr>
</tbody>
</table>
**Report Item 4: Insiders (1)(a)(b)(c) and (2)(a)(b)(c)**

<table>
<thead>
<tr>
<th>(1)</th>
<th>(2)</th>
<th>(3)(a)</th>
<th>(3)(b)</th>
<th>(3)(c)</th>
<th>(4)(a)</th>
<th>(4)(b)</th>
<th>(4)(c)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Names &amp; Address (City, State, Country)</strong></td>
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</tr>
<tr>
<td>Jake Bauer</td>
<td>Meat Packing Plant</td>
<td>None</td>
<td>None</td>
<td>CEO / President - H&amp;B Packing Co, Inc.</td>
<td>Waco, TX</td>
<td>6.04%</td>
<td>0.00% N/A</td>
</tr>
<tr>
<td>Mark Minor</td>
<td>N/A</td>
<td>Director</td>
<td>Chief Credit Officer and Director (Alliance Bank Central Texas)</td>
<td>N/A</td>
<td>Waco, TX</td>
<td>0.00%</td>
<td>0.00% Marlin Holding II, LTD - 33% White Sky, LLC - 100%</td>
</tr>
<tr>
<td>Georgetta Duncan</td>
<td>Family Holding Compa Director</td>
<td>Director (Alliance Bank Central Texas)</td>
<td>Chief Financial Officer-Meyer Family Enterprises Waco, Texas</td>
<td>0.15%</td>
<td>0.00% None</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Brent Neuhaus</td>
<td>Equipment Company</td>
<td>Director (Alliance Bank Central Texas)</td>
<td>President &amp; General Manager-Brazos Valley Equipment Waco, TX</td>
<td>7.28%</td>
<td>0.00% Brazos Valley Equipment – 100%</td>
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</tbody>
</table>

*Partner - BLSH Traders, LP Waco, TX*

*White Sky, LLC - 100%*

*ERE Property, LLC - 100%*

*N2 Ventures - 50%*
## Report Item 4: Insiders  
(1)(a)(b)(c) and (2)(a)(b)(c)

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</tr>
</thead>
</table>
| Steve Cates                           | Life Insurance Compan. Director                        | Director (Alliance Bank Central Texas)                       | President / CEO Texas Life Insurance Company                  | 1.88%                                         | 0.00% Ranch Associates, LLC - 50%                                      | RPS Realty - 33.3%  
Randy's Cypress Creek Café - 36.5%                                      |
| Gerald Villarrial                     | Attorney - Law Firm. Director                          | Director (Alliance Bank Central Texas)                      | Attorney / Partner Villarrial Law                             | 0.30%                                         | 0.00% None                                                            |                                                                                  |
| Carroll Fitzgerald                   | Landscape Company. Director                            | Director (Alliance Bank Central Texas)                      | Owner Fitzgerald Lawncaper                                   | 0.31%                                         | 0.00% Fitzgerald Lawncaper Management, LLC - 49%                     | Fitz Properties, LLC - 50%                                                      |