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. § 3116(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, BRANDON STEELE
Name of the Holding Company Director and Official
PRESIDENT/CEO & CHAIRMAN
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
11/15/2016
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
RSDL ID
C.I.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2015
Month / Day / Year
None
Reporter's Legal Entity Identifier (LEI) (20 Character LEI Code)

Reportor's Name, Street, and Mailing Address
STEELE HOLDINGS, INC
Legal Title of Holding Company
5555 OLD JACKSONVILLE HWY
(Mailing Address of the Holding Company) Street / P.O. Box
TYLER TX 75703
City State Zip Code
N/A
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
JOHN FALLS EVP/CONTROLLER
Name Title
903-266-5556 Area Code / Phone Number / Extension
903-266-5580 Area Code / FAX Number
JFALLS@ASBTX.COM E-mail Address
WWW.ASBTX.COM 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 requesting 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.
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>N/A</th>
<th>Legal Title of Subsidiary Holding Company</th>
<th>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>City State Zip Code</td>
<td>City State Zip Code</td>
</tr>
<tr>
<td></td>
<td>Physical Location (if different from mailing address)</td>
<td>Physical Location (if different from mailing address)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Legal Title of Subsidiary Holding Company</th>
<th>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</th>
</tr>
</thead>
<tbody>
<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>

12/2012
Report Item

1: The bank holding company does not prepare an annual report for its shareholders.

2a: Organizational Chart

No entity has a LEI number

<table>
<thead>
<tr>
<th>Branch ID</th>
<th>Branch Name</th>
<th>Address 1</th>
<th>Address 2</th>
<th>City</th>
<th>State</th>
<th>Zip</th>
<th>ROI/ROA</th>
<th>ROE</th>
<th>ROA</th>
<th>ROE</th>
<th>ROA</th>
</tr>
</thead>
<tbody>
<tr>
<td>12345</td>
<td>Main Branch</td>
<td>123 Main St</td>
<td>456 Town Rd</td>
<td>Austin</td>
<td>TX</td>
<td>78701</td>
<td>0.01</td>
<td>0.02</td>
<td>0.03</td>
<td>0.04</td>
<td></td>
</tr>
<tr>
<td>67890</td>
<td>Branch 1</td>
<td>789 City Rd</td>
<td>123 Avenue St</td>
<td>Dallas</td>
<td>TX</td>
<td>75201</td>
<td>0.05</td>
<td>0.06</td>
<td>0.07</td>
<td>0.08</td>
<td></td>
</tr>
</tbody>
</table>

**Actions**

1. In the Data Action column of each branch row, enter one or more of the actions specified below.

2. If the action is an Office Action, enter “OCA” in the Data Action column.

3. If the action is a Branch Action, enter “BAC” in the Data Action column.

4. If the action is a Change Action, enter “CA” in the Data Action column.

5. If the action is a Date Action, enter “DAT” in the Data Action column.

**Reference Information**

- **Date**: The date the information is correct.
- **Country**: The country that the branch is located in.
- **State**: The state that the branch is located in.
- **City**: The city that the branch is located in.
- **Address**: The address of the branch.
- **Office Action**: The action that is taken on the office.
- **Branch Action**: The action that is taken on the branch.
- **Change Action**: The action that is taken on the change.
- **Date Action**: The action that is taken on the date.

**Submission Procedure**

When you are submitting, please submit your data in a spreadsheet format or via the FDIC EDI Online Application (https://www.fdic.gov/edi-online).

**Note**

- If you are e-mailing this to your FDIC contact, please contact the FDIC Office for more information.
- The FDIC online application may be submitted in a spreadsheet format or via the FDIC EDI Online Application (https://www.fdic.gov/edi-online).
Report Item 3: Securities Holders
(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% of more with power to vote as of fiscal year ending 12-31-2015

<table>
<thead>
<tr>
<th>(1)(a) Name</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>Brandon T. Steele</td>
<td>USA</td>
<td>11,093 Common</td>
</tr>
<tr>
<td>Tyler, TX, USA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ric G. Steele</td>
<td>USA</td>
<td>6,701 Common</td>
</tr>
<tr>
<td>Tyler, TX, USA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ken S. Baxter</td>
<td>USA</td>
<td>6,701 Common</td>
</tr>
<tr>
<td>Tyler, TX, USA</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Tony D. Freeman</td>
<td>USA</td>
<td>4,021 Common</td>
</tr>
<tr>
<td>Tyler, TX, USA</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Securities holders not listed in 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-15

None
### Report Item 4: Insiders

(1), (2), (3)(a/b)(c), and (4)(a/b/c)

<table>
<thead>
<tr>
<th>(1) Name, City, State, Country</th>
<th>(2) Principal Occupation if other than with Holding Company</th>
<th>(3)(a) Title &amp; Position with Holding Company</th>
<th>(3)(b) Title &amp; Position with Subsidiaries (include names of Subsidiaries)</th>
<th>(4)(a) Percentage of Voting Shares in 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>Brandon T. Steele Tyler, TX, USA</td>
<td>Owner of multiple businesses</td>
<td>President, CEO &amp; Director (American State Bank)</td>
<td>President/Chairman of the Board (KP Engineering, LP) Managing Member (Steele Land and Inspection, LLC) Director (Ryno Engineering, LLC) Chairman/President (Steele Financial Corp)</td>
<td>39%</td>
<td>None</td>
<td>KP Engineering, LP (82%) Steele Land and Inspection, LLC (80%) Ryno Engineering, LLC (83%) Steele Real Estate Holdings Inc (100%) Ryno Toppers, LLC (50%) BTS Acquisitions, LP (99%) BTS Planning, LLC (100%) RGS Investments LP (99%) RGS Consultants LLC (100%) KSR Interests LP (99%) KSR Managed LLC (100%) Ryno Business Solutions, LTD (99%) Steele Acquisitions, LLC (50%) Athletic Bag Mgt, Inc. (100%) Steele Financial Corp (39%) Steele Resources (100%)</td>
</tr>
<tr>
<td>Ric G. Steele Tyler, TX, USA</td>
<td>Engineer</td>
<td>Secretary/Treasurer &amp; Director</td>
<td>President/CEO (KP Engineering, LP) Governing (Steele Acquisitions, LLC)</td>
<td>23%</td>
<td>None</td>
<td>Steele Acquisitions, LLC (50%)</td>
</tr>
<tr>
<td>Ken S. Baxter Tyler, TX, USA</td>
<td>Engineer</td>
<td>Director</td>
<td>Vice President (KP Engineering, LP) Governing</td>
<td>23%</td>
<td>None</td>
<td>Steele Acquisitions, LLC (50%)</td>
</tr>
<tr>
<td>Tony D. Freeman Tyler, TX, USA</td>
<td>Engineer</td>
<td>Director</td>
<td>Vice President (KP Engineering, LP) Governing (RynoToppers, LLC)</td>
<td>14%</td>
<td>None</td>
<td>Ryno Toppers, LLC (25%) TDF Interests, LP (100%) TDF Investments, LP (99%) TDF Management, LLC (100%)</td>
</tr>
<tr>
<td>Gary D. Geoffrey Tyler, TX, USA</td>
<td>Retired Banker</td>
<td>Director</td>
<td>N/A</td>
<td>None</td>
<td>None</td>
<td>N/A</td>
</tr>
</tbody>
</table>