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. Hudson White
Name of the Holding Company Director and Official
President & CEO
Title of the Holding Company Director and Official

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

LEI: None

Reporter’s Legal Entity Identifier (LEI) (20-Character LEI Code)

Reportor’s Name, Street, and Mailing Address
DirecTex Holding Corp
678 North Main
(Mailing Address of the Holding Company) Street / P.O. Box
Gladewater TX 75647
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Hudson White President & CEO
Name Title
903-253-6120
Area Code / Phone Number / Extension

n/a
Area Code / FAX Number
hudson.white@outlook.com
E-mail Address

Address (URL) for the Holding Company’s web page

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
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>Legal Title of Subsidiary Holding Company</th>
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</tr>
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<tbody>
<tr>
<td>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</td>
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Physical Location (if different from mailing address)

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Physical Location (if different from mailing address)
Results: A list of branches for your holding company: DIRECTEX HOLDING CORP. (4316325) of GLADEWATER, 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 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>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>
</tr>
</thead>
<tbody>
<tr>
<td>ok</td>
<td>263551</td>
<td>Full Service (Head Office)</td>
<td>263551</td>
<td>GLADEWATER NATIONAL BANK</td>
<td>678 NORTH MAIN STREET</td>
<td>GLADEWATER</td>
<td>TX</td>
<td>75647</td>
<td>GREGG</td>
<td>UNITED STATES</td>
<td>16659</td>
<td>(GLADEWATER NATIONAL BANK)</td>
<td>263551</td>
<td></td>
<td></td>
</tr>
<tr>
<td>ok</td>
<td>3543348</td>
<td>Limited Service</td>
<td>3543348</td>
<td>GLADEWATER BRANCH</td>
<td>1409 BROADWAY AVE</td>
<td>GLADEWATER</td>
<td>TX</td>
<td>75647</td>
<td>GREGG</td>
<td>UNITED STATES</td>
<td>359596</td>
<td>(GLADEWATER NATIONAL BANK)</td>
<td>263551</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
DIRECTEX HOLDING CORP
Gladewater, TX, USA
Incorporated in Texas
LEI: N/A

32%
GLADEWATER NATIONAL BANK
Gladewater, TX USA
National Association, HQ in Texas
LEI: N/A
Report Item 3:

<table>
<thead>
<tr>
<th>Name</th>
<th>City</th>
<th>State</th>
<th>Shares Owned</th>
<th>Ownership %</th>
<th>Beneficial Ownership</th>
<th>Ownership %</th>
<th>Notes to Table</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hudson White (USA Citizen)</td>
<td>Tyler</td>
<td>TX</td>
<td>2,103,409</td>
<td>18.0%</td>
<td>2,442,472</td>
<td>20.3%</td>
<td>(1)(2)</td>
</tr>
<tr>
<td>Luxor Capital Group, LP (Delaware Formation)</td>
<td>New York</td>
<td>NY</td>
<td>1,155,257</td>
<td>9.9%</td>
<td>1,155,257</td>
<td>9.9%</td>
<td>(3)</td>
</tr>
<tr>
<td>Weldon Wilson (USA Citizen)</td>
<td>Kilgore</td>
<td>TX</td>
<td>1,155,256</td>
<td>9.9%</td>
<td>1,155,256</td>
<td>9.9%</td>
<td></td>
</tr>
<tr>
<td>Word of God Fellowship, Inc. dba Daystar Television Network (Georgia Formation)</td>
<td>Bedford</td>
<td>TX</td>
<td>1,155,255</td>
<td>9.9%</td>
<td>1,155,255</td>
<td>9.9%</td>
<td></td>
</tr>
<tr>
<td>Danyel Hadlock (USA Citizen)</td>
<td>Natick</td>
<td>MA</td>
<td>972,223</td>
<td>8.3%</td>
<td>972,223</td>
<td>8.3%</td>
<td></td>
</tr>
</tbody>
</table>

*Shareholders not included above that owned 5% or more during the prior fiscal year: N/A*

**Notes to Table**

(1) Represents 1,005,178 shares held of record by Hudson White; 64,930 shares held of record by each of Anne White and Sadie White, Mr. White’s minor children; 75,000 shares held of record by the Gail H. White Trust (Mr. White’s mother), over which Mr. White serves as trustee; 581,946 shares held by the Gail Hudson White Trust, over which Mr. White serves as trustee; 25,313 shares held by the John White Trust (Mr. White’s father), over which Mr. White serves as trustee; and 286,112 shares held by the WH Hudson Company LP, a family limited partnership over which shares Mr. White has control.

(2) Beneficial ownership amount includes options to purchase 200,000 shares of common stock granted to Mr. White in his capacity as an executive officer of the company and 139,063 initial stockholder stock warrants issued to Mr. White and certain other members of his immediate family an amount equal to his or her respective initial stock purchase.

(3) Represents 571,793 shares held of record by Luxor Capital Partners Offshore Master Fund, LP (Cayman Islands); 369,915 shares held of record by Luxor Capital Partners, LP (Delaware); 133,030 shares held of record by Luxor Wavefront, LP (Delaware); 42,010 shares held of record by OC 19 Master Funds, LP – LCG (Cayman Islands); and 38,509 shares held of record by GAM Equity Six, Inc (British Virgin Islands). All of these entities are managed by Luxor Capital Group, LP.
Report Item 4:

<table>
<thead>
<tr>
<th>Name</th>
<th>City</th>
<th>State</th>
<th>Principal Occupation if other than with Holding Company</th>
<th>Title &amp; Position with Holding Company</th>
<th>Title &amp; Position with Subsidiary</th>
<th>Title &amp; Position with other Businesses</th>
<th>% of Voting Shares in Holding Company</th>
<th>% of Voting Shares in Subsidiaries</th>
<th>List other companies if 25% or more of voting securities are held (Note 1)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hudson White</td>
<td>Tyler</td>
<td>TX</td>
<td>N/A</td>
<td>Director &amp; CEO</td>
<td>Director, (Gladewater National Bank)</td>
<td>N/A</td>
<td>20.3%</td>
<td>0% (Gladewater National Bank)</td>
<td>Texas Pump &amp; Water Systems Inc.; Ameritex Drilling, Inc.; Daville LTD</td>
</tr>
</tbody>
</table>

Note 1: Hudson White owns 50% of Texas Pump & Water Systems, Inc; 50% of Ameritex Drilling, however this entity is dormant; & 21.42% of Daville, LTD. His minor aged children own a combined total of 14.28% of Daville, LTD.