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 611(a); 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, John J. Carona, Sr.
Name of the Holding Company Director and Official
President/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

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

RSSF ID
4805829

C.I.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2015
Month / Day / Year

N/A
Report's Legal Entity Identifier (LEI) (20-Character LEI Code)

Report's Name, Street, and Mailing Address

FNBK Holdings, Inc.

Legal Title of Holding Company

5401 North Central Expressway, Suite 310
Mailing Address of the Holding Company Street / P.O. Box

Dallas
Texas
75205
City
State
Zip Code

N/A
Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Dee Ann Owens
SVP/COO

Name
Title

903-498-8541
Area Code / Phone Number / Extension

903-498-5165
Area Code / FAX Number

dee.owens@fnbkemp.com
E-mail Address

www.fnbkemp.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 request is being provided.

The information for which confidential treatment is sought is being submitted separately labeled "Confidential."
Report Item

1. The bank holding company does not prepare an annual report for its securities holders and is not registered with the SEC.

2a. Organizational Chart

```
FNBK Holdings, Inc.
Dallas, TX
Incorporated in Texas

100%

The First National Bank of Kemp
Kemp, TX
Incorporated in Texas
```

Neither entity has a Legal Entity Identifier (LEI).

2b. Domestic branch listing has been provided to the Federal Reserve Bank via email.
Results: A list of branches for your depository institution: FIRST NATIONAL BANK OF KEMP, THE (ID_RXID: 608451).
This depository institution is held by TIBER HOLDINGS, INC. (4805629) of DALLAS, TX.
The data are as of 12/31/2015. Data reflects information that was received and processed through 01/09/2016.

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 Date 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 UNINUM, Office Number, and ID_RXID 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_RXID</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 UNINUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RXID*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td></td>
<td>Full Service (head Office)</td>
<td>608451</td>
<td>FIRST NATIONAL BANK OF KEMP, THE</td>
<td>100 STATE HIGHWAY 274 SOUTH</td>
<td>KEMP</td>
<td>TX</td>
<td>75181-0569</td>
<td>KAUPMAN</td>
<td>UNITED STATES</td>
<td>07120</td>
<td>1 FIRST NATIONAL BANK OF KEMP, THE</td>
<td>608451</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td></td>
<td>Full Service</td>
<td>2188637</td>
<td>SEVEN POINTS BRANCH</td>
<td>316 SOUTH SEVEN POINTS DRIVE</td>
<td>SEVEN POINTS</td>
<td>TX</td>
<td>75183</td>
<td>HENDERSON</td>
<td>UNITED STATES</td>
<td>3967607</td>
<td>2 FIRST NATIONAL BANK OF KEMP, THE</td>
<td>608451</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### Report Item 3: Securities Holders

<table>
<thead>
<tr>
<th>(1)(a)</th>
<th>(1)(b)</th>
<th>(1)(c)</th>
<th>Securities Holders not listed in 3(1)(a) through (3)(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2015</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name &amp; Address (City, State, Country)</td>
<td>Country of Citizenship or Incorporation</td>
<td>Number and Percentage of Each Class of Voting Securities</td>
<td>Name &amp; Address (City, State, Country)</td>
</tr>
<tr>
<td>John J. Carona, Sr.</td>
<td>USA</td>
<td>10,000 Common Stock 100%</td>
<td>None</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>John J Carona, Sr</td>
<td>Bus Executive/Community Assoc Management</td>
<td>Chairman/President</td>
<td>First National Bank of Kemp</td>
<td>Chairman (Associations Inc and subsidiaries)</td>
<td>100%</td>
<td>100% First National Bank of Kemp</td>
<td>Chairman (Associations Inc and subsidiaries - 100%) President (5401 N Central Expressway LP - 100%) President (8201 Sovereign Way LLC - 100%) President (8205 Sovereign Way LLC - 100%) President (9610 Waples LLC - 100%) President (42635 Melanie Place LLC - 100%) President (19 Executive Park Road LLC - 100%) President (102 S State Hwy 274 LLC - 100%) President (Carona Ranches LLC - 100%)</td>
</tr>
<tr>
<td>Dallas TX USA</td>
<td></td>
<td></td>
<td>First National Bank of Kemp</td>
<td>President (5401 N Central Expressway LP)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>John J Carona, Jr</td>
<td>Bus Executive/Community Assoc Management</td>
<td>Exec VP/Secretary</td>
<td>First National Bank of Kemp</td>
<td>President (Associations, Inc and subsidiaries)</td>
<td>None</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Dallas TX USA</td>
<td></td>
<td></td>
<td>First National Bank of Kemp</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>