# Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

# Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

**2011**

**This Form is Open to Public Inspection**

## Part I Annual Report Identification Information

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

**A** This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

**B** This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

**C** If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

**D** Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

## Part II Basic Plan Information—enter all requested information

**1a** Name of plan
WESTEX BANCORP, INC. PRE-TAX SAVINGS AND PROFIT SHARING PLAN

**1b** Three-digit plan number (PN) ▶ 002

**1c** Effective date of plan 04/19/1985

**2a** Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan)

WESTEX BANCORP, INC.

1200 AVENUE F
DEL RIO, TX 78840

1200 AVENUE F
DEL RIO, TX 78840

**2b** Employer Identification Number (EIN) 74-2102966

**2c** Sponsor's telephone number 830-774-2555

**2d** Business code (see instructions) 551111

**Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.**

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

| | | | |
|---|---|---|---|
| **SIGN HERE** | Filed with authorized/valid electronic signature. | 10/10/2012 | ARTURO DE LA GARZA |
| | **Signature of plan administrator** | Date | Enter name of individual signing as plan administrator |
| **SIGN HERE** | | | |
| | **Signature of employer/plan sponsor** | Date | Enter name of individual signing as employer or plan sponsor |
| **SIGN HERE** | | | |
| | **Signature of DFE** | Date | Enter name of individual signing as DFE |

**3a** Plan administrator's name and address (if same as plan sponsor, enter "Same")
WESTEX BANCORP, INC.

1200 AVENUE F
DEL RIO, TX 78840

**3b** Administrator's EIN
74-2102966

**3c** Administrator's telephone number
830-774-2555

**4** If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

**a** Sponsor's name

**4b** EIN

**4c** PN

| | | | |
|---|---|---|---|
| **5** | Total number of participants at the beginning of the plan year | **5** | 150 |
| **6** | Number of participants as of the end of the plan year (welfare plans complete only lines **6a, 6b, 6c,** and **6d**). | | |
| **a** | Active participants | **6a** | 123 |
| **b** | Retired or separated participants receiving benefits | **6b** | 4 |
| **c** | Other retired or separated participants entitled to future benefits | **6c** | 26 |
| **d** | Subtotal. Add lines **6a**, **6b**, and **6c** | **6d** | 153 |
| **e** | Deceased participants whose beneficiaries are receiving or are entitled to receive benefits | **6e** | 0 |
| **f** | Total. Add lines **6d** and **6e** | **6f** | 153 |
| **g** | Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) | **6g** | 136 |
| **h** | Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested | **6h** | 5 |
| **7** | Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item) | **7** | |

**8a** If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
2E 2F 2G 2J 2T 3D

**b** If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

**9a** Plan funding arrangement (check all that apply)

| | | |
|---|---|---|
| **(1)** | | Insurance |
| **(2)** | | Code section 412(e)(3) insurance contracts |
| **(3)** | X | Trust |
| **(4)** | | General assets of the sponsor |

**9b** Plan benefit arrangement (check all that apply)

| | | |
|---|---|---|
| **(1)** | | Insurance |
| **(2)** | | Code section 412(e)(3) insurance contracts |
| **(3)** | X | Trust |
| **(4)** | | General assets of the sponsor |

**10** Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

**a Pension Schedules**

| | | |
|---|---|---|
| **(1)** | X | **R** (Retirement Plan Information) |
| **(2)** | | **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary |
| **(3)** | | **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary |

**b General Schedules**

| | | |
|---|---|---|
| **(1)** | X | **H** (Financial Information) |
| **(2)** | | **I** (Financial Information – Small Plan) |
| **(3)** | | **A** (Insurance Information) |
| **(4)** | X | **C** (Service Provider Information) |
| **(5)** | | **D** (DFE/Participating Plan Information) |
| **(6)** | | **G** (Financial Transaction Schedules) |

| SCHEDULE C (Form 5500) | Service Provider Information | OMB No. 1210-0110 |
|---|---|---|
| Department of the Treasury<br>Internal Revenue Service<br>Department of Labor<br>Employee Benefits Security Administration<br>Pension Benefit Guaranty Corporation | This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).<br>▶ **File as an attachment to Form 5500.** | **2011**<br>**This Form is Open to Public Inspection.** |

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

**A** Name of plan
WESTEX BANCORP, INC. PRE-TAX SAVINGS AND PROFIT SHARING PLAN

**B** Three-digit plan number (PN) ▶ 002

**C** Plan sponsor's name as shown on line 2a of Form 5500
WESTEX BANCORP, INC.

**D** Employer Identification Number (EIN)
74-2102966

## Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

### 1 Information on Persons Receiving Only Eligible Indirect Compensation

**a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . [X] Yes [ ] No

**b** If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

**(b)** Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

FID.INV.INST.OPS.CO.

04-2647786

**(b)** Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation

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**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

**(a)** Enter name and EIN or address (see instructions)

FISHER HERBST KEMBLE

74-2584861

| (b) Service Code(s) | (c) Relationship to employer, employee organization, or person known to be a party-in-interest | (d) Enter direct compensation paid by the plan. If none, enter -0-. | (e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor) | (f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures? | (g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-. | (h) Did the service provider give you a formula instead of an amount or estimated amount? |
|---|---|---|---|---|---|---|
| 10 | ACCOUNTANT/AUDITOR | 8760 | Yes [ ] No [X] | Yes [ ] No [ ] | | Yes [ ] No [ ] |

**(a)** Enter name and EIN or address (see instructions)

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

| (b) Service Code(s) | (c) Relationship to employer, employee organization, or person known to be a party-in-interest | (d) Enter direct compensation paid by the plan. If none, enter -0-. | (e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor) | (f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures? | (g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-. | (h) Did the service provider give you a formula instead of an amount or estimated amount? |
|---|---|---|---|---|---|---|
| 64 37 65 25 60 | RECORDKEEPER | 2545 | Yes [X] No [ ] | Yes [X] No [ ] | 0 | Yes [X] No [ ] |

**(a)** Enter name and EIN or address (see instructions)

| (b) Service Code(s) | (c) Relationship to employer, employee organization, or person known to be a party-in-interest | (d) Enter direct compensation paid by the plan. If none, enter -0-. | (e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor) | (f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures? | (g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-. | (h) Did the service provider give you a formula instead of an amount or estimated amount? |
|---|---|---|---|---|---|---|
| | | | Yes [ ] No [ ] | Yes [ ] No [ ] | | Yes [ ] No [ ] |

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

**(a)** Enter name and EIN or address (see instructions)

| (b) Service Code(s) | (c) Relationship to employer, employee organization, or person known to be a party-in-interest | (d) Enter direct compensation paid by the plan. If none, enter -0-. | (e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor) | (f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures? | (g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-. | (h) Did the service provider give you a formula instead of an amount or estimated amount? |
|---|---|---|---|---|---|---|
| | | | Yes ☐ No ☐ | Yes ☐ No ☐ | | Yes ☐ No ☐ |

**(a)** Enter name and EIN or address (see instructions)

| (b) Service Code(s) | (c) Relationship to employer, employee organization, or person known to be a party-in-interest | (d) Enter direct compensation paid by the plan. If none, enter -0-. | (e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor) | (f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures? | (g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-. | (h) Did the service provider give you a formula instead of an amount or estimated amount? |
|---|---|---|---|---|---|---|
| | | | Yes ☐ No ☐ | Yes ☐ No ☐ | | Yes ☐ No ☐ |

**(a)** Enter name and EIN or address (see instructions)

| (b) Service Code(s) | (c) Relationship to employer, employee organization, or person known to be a party-in-interest | (d) Enter direct compensation paid by the plan. If none, enter -0-. | (e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor) | (f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures? | (g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-. | (h) Did the service provider give you a formula instead of an amount or estimated amount? |
|---|---|---|---|---|---|---|
| | | | Yes ☐ No ☐ | Yes ☐ No ☐ | | Yes ☐ No ☐ |

## Part I Service Provider Information (continued)

**3** If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

| **(a)** Enter service provider name as it appears on line 2 | **(b)** Service Codes (see instructions) | **(c)** Enter amount of indirect compensation |
|---|---|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |

| **(d)** Enter name and EIN (address) of source of indirect compensation | **(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. |
|---|---|
| BLKRK MIDCP VAL EQ A - BNY MELLON I 760 MOORE ROAD KING OF PRUSSIA, PA 19406 | 0.25% |

| **(a)** Enter service provider name as it appears on line 2 | **(b)** Service Codes (see instructions) | **(c)** Enter amount of indirect compensation |
|---|---|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |

| **(d)** Enter name and EIN (address) of source of indirect compensation | **(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. |
|---|---|
| DREYFUS S&P 500 INDX - DREYFUS TRAN<br>13-5673135 | 0.15% |

| **(a)** Enter service provider name as it appears on line 2 | **(b)** Service Codes (see instructions) | **(c)** Enter amount of indirect compensation |
|---|---|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |

| **(d)** Enter name and EIN (address) of source of indirect compensation | **(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. |
|---|---|
| HEARTLAND VALUE INV - ALPS FUND SER<br>20-3247785 | 0.25% |

## Part I Service Provider Information (continued)

**3** If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

| **(a)** Enter service provider name as it appears on line 2 | **(b)** Service Codes (see instructions) | **(c)** Enter amount of indirect compensation |
|---|---|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |

| **(d)** Enter name and EIN (address) of source of indirect compensation | **(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. |
|---|---|
| INVS SMALL CO A - INVESCO CANADA LT P.O. BOX 4739 HOUSTON, TX 77210-4739 | 0.35% |

| **(a)** Enter service provider name as it appears on line 2 | **(b)** Service Codes (see instructions) | **(c)** Enter amount of indirect compensation |
|---|---|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |

| **(d)** Enter name and EIN (address) of source of indirect compensation | **(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. |
|---|---|
| IVK AMER FRANCHISE A - INVESCO CANA P.O. BOX 4739 HOUSTON, TX 77210-4739 | 0.35% |

| **(a)** Enter service provider name as it appears on line 2 | **(b)** Service Codes (see instructions) | **(c)** Enter amount of indirect compensation |
|---|---|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |

| **(d)** Enter name and EIN (address) of source of indirect compensation | **(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. |
|---|---|
| IVK COMSTOCK A - INVESCO CANADA LTD P.O. BOX 4739 HOUSTON, TX 77210-4739 | 0.35% |

## Part I Service Provider Information (continued)

**3** If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

| **(a)** Enter service provider name as it appears on line 2 | **(b)** Service Codes (see instructions) | **(c)** Enter amount of indirect compensation |
|---|---|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |

| **(d)** Enter name and EIN (address) of source of indirect compensation | **(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. |
|---|---|
| JANUS WORLDWIDE S - JANUS SERVICES<br><br>43-1804048 | 0.25% |

| **(a)** Enter service provider name as it appears on line 2 | **(b)** Service Codes (see instructions) | **(c)** Enter amount of indirect compensation |
|---|---|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |

| **(d)** Enter name and EIN (address) of source of indirect compensation | **(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. |
|---|---|
| RS SMALL CAP GRTH A - BOSTON FINANC<br><br>04-2526037 | 0.25% |

| **(a)** Enter service provider name as it appears on line 2 | **(b)** Service Codes (see instructions) | **(c)** Enter amount of indirect compensation |
|---|---|---|
| FIDELITY INVESTMENTS INSTITUTIONAL | 60 | 0 |

| **(d)** Enter name and EIN (address) of source of indirect compensation | **(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. |
|---|---|
| TRP GROWTH STOCK R - T. ROWE PRICE<br><br>52-2269240 | 0.40% |

## Part II Service Providers Who Fail or Refuse to Provide Information

**4** Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

| **(a)** Enter name and EIN or address of service provider (see instructions) | **(b)** Nature of Service Code(s) | **(c)** Describe the information that the service provider failed or refused to provide |
|---|---|---|
| | | |

| **(a)** Enter name and EIN or address of service provider (see instructions) | **(b)** Nature of Service Code(s) | **(c)** Describe the information that the service provider failed or refused to provide |
|---|---|---|
| | | |

| **(a)** Enter name and EIN or address of service provider (see instructions) | **(b)** Nature of Service Code(s) | **(c)** Describe the information that the service provider failed or refused to provide |
|---|---|---|
| | | |

| **(a)** Enter name and EIN or address of service provider (see instructions) | **(b)** Nature of Service Code(s) | **(c)** Describe the information that the service provider failed or refused to provide |
|---|---|---|
| | | |

| **(a)** Enter name and EIN or address of service provider (see instructions) | **(b)** Nature of Service Code(s) | **(c)** Describe the information that the service provider failed or refused to provide |
|---|---|---|
| | | |

| **(a)** Enter name and EIN or address of service provider (see instructions) | **(b)** Nature of Service Code(s) | **(c)** Describe the information that the service provider failed or refused to provide |
|---|---|---|
| | | |

## Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

| | | |
|---|---|---|
| **a** | Name: | **b** EIN: |
| **c** | Position: | |
| **d** | Address: | **e** Telephone: |

Explanation:

| | | |
|---|---|---|
| **a** | Name: | **b** EIN: |
| **c** | Position: | |
| **d** | Address: | **e** Telephone: |

Explanation:

| | | |
|---|---|---|
| **a** | Name: | **b** EIN: |
| **c** | Position: | |
| **d** | Address: | **e** Telephone: |

Explanation:

| | | |
|---|---|---|
| **a** | Name: | **b** EIN: |
| **c** | Position: | |
| **d** | Address: | **e** Telephone: |

Explanation:

| | | |
|---|---|---|
| **a** | Name: | **b** EIN: |
| **c** | Position: | |
| **d** | Address: | **e** Telephone: |

Explanation:

# SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

# Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

**2011**

**This Form is Open to Public Inspection**

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

**A** Name of plan
WESTEX BANCORP, INC. PRE-TAX SAVINGS AND PROFIT SHARING PLAN

**B** Three-digit plan number (PN) ▶ 002

**C** Plan sponsor's name as shown on line 2a of Form 5500
WESTEX BANCORP, INC.

**D** Employer Identification Number (EIN)
74-2102966

## Part I Asset and Liability Statement

**1** Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

| Assets | | (a) Beginning of Year | (b) End of Year |
|---|---|---|---|
| **a** Total noninterest-bearing cash | 1a | | |
| **b** Receivables (less allowance for doubtful accounts): | | | |
| **(1)** Employer contributions | 1b(1) | 346629 | 393758 |
| **(2)** Participant contributions | 1b(2) | 10034 | 0 |
| **(3)** Other | 1b(3) | | |
| **c** General investments: | | | |
| **(1)** Interest-bearing cash (include money market accounts & certificates of deposit) | 1c(1) | 859176 | 895361 |
| **(2)** U.S. Government securities | 1c(2) | | |
| **(3)** Corporate debt instruments (other than employer securities): | | | |
| **(A)** Preferred | 1c(3)(A) | | |
| **(B)** All other | 1c(3)(B) | | |
| **(4)** Corporate stocks (other than employer securities): | | | |
| **(A)** Preferred | 1c(4)(A) | | |
| **(B)** Common | 1c(4)(B) | | |
| **(5)** Partnership/joint venture interests | 1c(5) | | |
| **(6)** Real estate (other than employer real property) | 1c(6) | | |
| **(7)** Loans (other than to participants) | 1c(7) | | |
| **(8)** Participant loans | 1c(8) | 75372 | 68812 |
| **(9)** Value of interest in common/collective trusts | 1c(9) | | |
| **(10)** Value of interest in pooled separate accounts | 1c(10) | | |
| **(11)** Value of interest in master trust investment accounts | 1c(11) | | |
| **(12)** Value of interest in 103-12 investment entities | 1c(12) | | |
| **(13)** Value of interest in registered investment companies (e.g., mutual funds) | 1c(13) | 6260887 | 6431735 |
| **(14)** Value of funds held in insurance company general account (unallocated contracts) | 1c(14) | | |
| **(15)** Other | 1c(15) | | |

| | | (a) Beginning of Year | (b) End of Year |
|---|---|---|---|
| **1d** Employer-related investments: | | | |
| **(1)** Employer securities | 1d(1) | | |
| **(2)** Employer real property | 1d(2) | | |
| **e** Buildings and other property used in plan operation | 1e | | |
| **f** Total assets (add all amounts in lines 1a through 1e) | 1f | 7552098 | 7789666 |
| **Liabilities** | | | |
| **g** Benefit claims payable | 1g | | |
| **h** Operating payables | 1h | | |
| **i** Acquisition indebtedness | 1i | | |
| **j** Other liabilities | 1j | | |
| **k** Total liabilities (add all amounts in lines 1g through1j) | 1k | 0 | 0 |
| **Net Assets** | | | |
| **l** Net assets (subtract line 1k from line 1f) | 1l | 7552098 | 7789666 |

## Part II Income and Expense Statement

**2** Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

| Income | | (a) Amount | (b) Total |
|---|---|---|---|
| **a Contributions:** | | | |
| **(1)** Received or receivable in cash from: **(A)** Employers | 2a(1)(A) | 393758 | |
| **(B)** Participants | 2a(1)(B) | 296128 | |
| **(C)** Others (including rollovers) | 2a(1)(C) | | |
| **(2)** Noncash contributions | 2a(2) | | |
| **(3)** Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)** | 2a(3) | | 689886 |
| **b Earnings on investments:** | | | |
| **(1)** Interest: | | | |
| **(A)** Interest-bearing cash (including money market accounts and certificates of deposit) | 2b(1)(A) | -485 | |
| **(B)** U.S. Government securities | 2b(1)(B) | | |
| **(C)** Corporate debt instruments | 2b(1)(C) | | |
| **(D)** Loans (other than to participants) | 2b(1)(D) | | |
| **(E)** Participant loans | 2b(1)(E) | 4388 | |
| **(F)** Other | 2b(1)(F) | | |
| **(G)** Total interest. Add lines **2b(1)(A)** through **(F)** | 2b(1)(G) | | 3903 |
| **(2)** Dividends: **(A)** Preferred stock | 2b(2)(A) | | |
| **(B)** Common stock | 2b(2)(B) | | |
| **(C)** Registered investment company shares (e.g. mutual funds) | 2b(2)(C) | 104921 | |
| **(D)** Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)** | 2b(2)(D) | | 104921 |
| **(3)** Rents | 2b(3) | | |
| **(4)** Net gain (loss) on sale of assets: **(A)** Aggregate proceeds | 2b(4)(A) | | |
| **(B)** Aggregate carrying amount (see instructions) | 2b(4)(B) | | |
| **(C)** Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result | 2b(4)(C) | | |

| | | | (a) Amount | (b) Total |
|---|---|---|---|---|
| **2b** | **(5)** Unrealized appreciation (depreciation) of assets: **(A)** Real estate | 2b(5)(A) | | |
| | **(B)** Other | 2b(5)(B) | | |
| | **(C)** Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)** | 2b(5)(C) | | |
| | **(6)** Net investment gain (loss) from common/collective trusts | 2b(6) | | |
| | **(7)** Net investment gain (loss) from pooled separate accounts | 2b(7) | | |
| | **(8)** Net investment gain (loss) from master trust investment accounts | 2b(8) | | |
| | **(9)** Net investment gain (loss) from 103-12 investment entities | 2b(9) | | |
| | **(10)** Net investment gain (loss) from registered investment companies (e.g., mutual funds) | 2b(10) | | -228947 |
| **c** | Other income | 2c | | |
| **d** | Total income. Add all **income** amounts in column (b) and enter total | 2d | | 569763 |
| | **Expenses** | | | |
| **e** | Benefit payment and payments to provide benefits: | | | |
| | **(1)** Directly to participants or beneficiaries, including direct rollovers | 2e(1) | 317996 | |
| | **(2)** To insurance carriers for the provision of benefits | 2e(2) | | |
| | **(3)** Other | 2e(3) | | |
| | **(4)** Total benefit payments. Add lines **2e(1)** through **(3)** | 2e(4) | | 317996 |
| **f** | Corrective distributions (see instructions) | 2f | | 2892 |
| **g** | Certain deemed distributions of participant loans (see instructions) | 2g | | |
| **h** | Interest expense | 2h | | |
| **i** | Administrative expenses: **(1)** Professional fees | 2i(1) | | |
| | **(2)** Contract administrator fees | 2i(2) | | |
| | **(3)** Investment advisory and management fees | 2i(3) | | |
| | **(4)** Other | 2i(4) | 11307 | |
| | **(5)** Total administrative expenses. Add lines **2i(1)** through **(4)** | 2i(5) | | 11307 |
| **j** | Total expenses. Add all **expense** amounts in column (b) and enter total | 2j | | 332195 |
| | **Net Income and Reconciliation** | | | |
| **k** | Net income (loss). Subtract line **2j** from line **2d** | 2k | | 237568 |
| **l** | Transfers of assets: | | | |
| | **(1)** To this plan | 2l(1) | | |
| | **(2)** From this plan | 2l(2) | | |

## Part III Accountant's Opinion

**3** Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

**a** The attached opinion of an independent qualified public accountant for this plan is (see instructions):

**(1)** [ ] Unqualified **(2)** [ ] Qualified **(3)** [X] Disclaimer **(4)** [ ] Adverse

**b** Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

**c** Enter the name and EIN of the accountant (or accounting firm) below:

**(1)** Name: FISHER HERBST KEMBLE **(2)** EIN: 74-2584861

**d** The opinion of an independent qualified public accountant is **not attached** because:

**(1)** [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

## Part IV Compliance Questions

**4** CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

| | | Yes | No | Amount |
|---|---|---|---|---|
| **a** | Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.) **4a** | | X | |
| **b** | Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.) **4b** | | X | |
| **c** | Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.) **4c** | | X | |
| **d** | Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.) **4d** | | X | |
| **e** | Was this plan covered by a fidelity bond? **4e** | X | | 2000000 |
| **f** | Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty? **4f** | | X | |
| **g** | Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser? **4g** | | X | |
| **h** | Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser? **4h** | | X | |
| **i** | Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.) **4i** | X | | |
| **j** | Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.) **4j** | | X | |
| **k** | Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC? **4k** | | X | |
| **l** | Has the plan failed to provide any benefit when due under the plan? **4l** | | X | |
| **m** | If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.) **4m** | | X | |
| **n** | If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3. **4n** | | X | |

**5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? If "Yes," enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☒ **No** **Amount:**

**5b** If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

| **5b(1)** Name of plan(s) | **5b(2)** EIN(s) | **5b(3)** PN(s) |
|---|---|---|
| | | |
| | | |
| | | |
| | | |

# SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

## Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

**2011**

**This Form is Open to Public Inspection.**

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

**A** Name of plan
WESTEX BANCORP, INC. PRE-TAX SAVINGS AND PROFIT SHARING PLAN

**B** Three-digit plan number (PN) ▶ 002

**C** Plan sponsor's name as shown on line 2a of Form 5500
WESTEX BANCORP, INC.

**D** Employer Identification Number (EIN)
74-2102966

## Part I Distributions

**All references to distributions relate only to payments of benefits during the plan year.**

**1** Total value of distributions paid in property other than in cash or the forms of property specified in the instructions ..... **1** 0

**2** Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 04-6568107

**Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.**

**3** Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year. ..... **3**

## Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

**4** Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

**If the plan is a defined benefit plan, go to line 8.**

**5** If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

**If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.**

**6** **a** Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) ..... **6a**

**b** Enter the amount contributed by the employer to the plan for this plan year ..... **6b**

**c** Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) ..... **6c**

**If you completed line 6c, skip lines 8 and 9.**

**7** Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

**8** If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

## Part III Amendments

**9** If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

## Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

**10** Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

**11** **a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

**b** If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

**12** Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

## Part V Additional Information for Multiemployer Defined Benefit Pension Plans

**13** Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

**d** Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

**d** Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

**d** Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

**d** Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

**d** Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

**d** Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

**14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

| | | |
|---|---|---|
| **a** The current year | **14a** | |
| **b** The plan year immediately preceding the current plan year | **14b** | |
| **c** The second preceding plan year | **14c** | |

**15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

| | | |
|---|---|---|
| **a** The corresponding number for the plan year immediately preceding the current plan year | **15a** | |
| **b** The corresponding number for the second preceding plan year | **15b** | |

**16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

| | | |
|---|---|---|
| **a** Enter the number of employers who withdrew during the preceding plan year | **16a** | |
| **b** If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers | **16b** | |

**17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

## Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

**18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

**19** If the total number of participants is 1,000 or more, complete items (a) through (c)

**a** Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

**b** Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

**c** What duration measure was used to calculate item 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

**WESTEX BANCORP, INC.**

**PRE-TAX SAVINGS AND**
**PROFIT SHARING PLAN**

**FINANCIAL STATEMENTS AND**
**SUPPLEMENTAL SCHEDULE**

**DECEMBER 31, 2011 AND 2010**

FISHER, HERBST & KEMBLE

CERTIFIED PUBLIC ACCOUNTANTS

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FISHER, HERBST & KEMBLE, P.C.
CERTIFIED PUBLIC ACCOUNTANTS

EXPERIENCE.
THAT COUNTS.

MEMBERS:
AMERICAN INSTITUTE OF
CERTIFIED PUBLIC ACCOUNTANTS
TEXAS SOCIETY OF
CERTIFIED PUBLIC ACCOUNTANTS

# REPORT OF INDEPENDENT AUDITORS

Westex Bancorp, Inc. Pre-Tax Savings and Profit Sharing Plan

We were engaged to audit the accompanying statements of net assets available for benefits of Westex Bancorp, Inc. Pre-Tax Savings and Profit Sharing Plan (the "Plan") as of December 31, 2011 and 2010, and related statement of changes in net assets available for benefits for the year ended December 31, 2011, and the supplemental schedule of Schedule H, line 4i – Schedule of Assets (Held At End of Year) as of December 31, 2011. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Fidelity Management Trust Company, the Trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan Administrator that the Trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the Trustee as of December 31, 2011 and 2010, and for the year ended December 31, 2011, that the information provided to the Plan Administrator by the Trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Fisher, Herbst & Kemble, P.C.

October 5, 2012

9501 CONSOLE DRIVE, SUITE 200 · SAN ANTONIO, TEXAS 78229 · (210) 614-2284 · FAX (210) 614-2285 · WWW.FHKCPA.COM

**WESTEX BANCORP, INC. PRE-TAX SAVINGS AND PROFIT SHARING PLAN**

**STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS**

| December 31, | **2011** | 2010 |
|---|---|---|
| **ASSETS** | | |
| Investments, at fair value | **$ 7,327,096** | $ 7,120,064 |
| Receivables: | | |
| Participant contributions | **11,188** | 10,034 |
| Employer contributions | **393,758** | 346,629 |
| Notes receivable from participants | **62,312** | 75,372 |
| Total receivables | **467,258** | 432,035 |
| **Total assets** | **7,794,354** | 7,552,099 |
| **LIABILITIES** | | |
| Excess contributions payable | **13,248** | 2,697 |
| **Total liabilities** | **13,248** | 2,697 |
| **Net assets available for benefits** | **$ 7,781,106** | $ 7,549,402 |

**See Report of Independent Auditors and notes to the financial statements.**

**WESTEX BANCORP, INC. PRE-TAX SAVINGS AND PROFIT SHARING PLAN**

**STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS**

Year Ended December 31, 2011

| | |
|---|---|
| **ADDITIONS TO NET ASSETS ATTRIBUTED TO:** | |
| Interest income | |
| Interest income on notes receivable from participants | **$ 4,356** |
| Interest and dividends | **104,435** |
| Net change in fair value of investments | **(228,948)** |
| Total investment loss | **(120,157)** |
| Contributions: | |
| Participant | **307,316** |
| Employer | **393,759** |
| Total contributions | **701,075** |
| **TOTAL ADDITIONS** | **580,918** |
| **DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:** | |
| Participant distributions | **329,274** |
| Defaulted loans included in distributions | **8,633** |
| Administrative expenses | **11,307** |
| **TOTAL DEDUCTIONS** | **349,214** |
| **NET INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS** | **231,704** |
| **NET ASSETS AVAILABLE FOR BENEFITS:** | |
| Beginning of year | **7,549,402** |
| End of year | **$ 7,781,106** |

**See Report of Independent Auditors and notes to the financial statements.**

## 1. DESCRIPTION OF THE PLAN

The following description of Westex Bancorp, Inc. Pre-Tax Savings and Profit Sharing Plan (the "Plan") provides general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

**General** – The Plan is a defined contribution plan covering almost all employees of Westex Bancorp, Inc. and subsidiaries (collectively known as the "Company") that have completed at least six months of service within the first year of employment and are at least eighteen years of age. The Plan specifically excludes those covered by a collective bargaining agreement, leased employees, non-resident aliens and independent contractors. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). Plan assets are held in trust and administered by Fidelity Management Trust Company (the "Trustee").

**Contributions** – An eligible Participant may authorize the Company to withhold a specific dollar amount or from one percent up to one hundred percent of eligible compensation not to exceed the annual limits established by the Internal Revenue Service ("IRS"). The Company, at its discretion, may make qualified non-elective contributions to eligible participants, allocated in proportion to their respective compensation. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions. Participant contributions are invested in accordance with investment directions provided to the Trustee by each participant.

**Participant Accounts** – Each participant's account is credited with the participant's contribution and allocations of (a) the Company's contribution and (b) Plan earnings. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

**Vesting** – Participants are immediately vested in their voluntary contributions plus actual earnings thereon. Participants' interest in employer contributions vests as follows:

| Years of Service | Vested Percentage |
|---|---|
| Less than 2 | 0% |
| 2 | 20% |
| 3 | 40% |
| 4 | 60% |
| 5 | 80% |
| 6 | 100% |

**Notes Receivable from Participants** – Participant's may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or fifty percent of their account balance. The loans are secured by the balance in the participant's account. Principal and interest is paid ratably through regular payroll deductions.

**1. DESCRIPTION OF THE PLAN** (continued)

**Payment of Benefits** – Upon termination of service, a participant may elect to receive either a lump-sum amount equal to the value of his or her account or installment payments. Absent election, participant balances less than $1,000 as of the date of termination are distributed in accordance with the Plan provisions.

**Forfeited Accounts** – Forfeited balances of terminated participants' nonvested accounts are used to first pay administrative expenses and then to reduce future Company contributions. At December 31, 2011 and 2010, forfeited non-vested accounts totaled **$56,700** and $44,335, respectively. During 2011, **$35,543** was forfeited by participants who withdrew from the Plan, **$23,178** was used to pay administrative and other Plan related expenses.

**Related-Party Transactions** – Certain Plan investments are shares of mutual funds managed by Fidelity Management Trust Company. Fidelity Management Trust Company is the Trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions.

**Plan Termination** – Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100 percent vested in their employer contributions.

**2. SIGNIFICANT ACCOUNTING POLICIES**

**Basis of Accounting** – The Plan's financial statements are reported on the accrual basis of accounting.

**Investment Valuation and Income Recognition** – Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 8 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

**Notes Receivable from Participants** – Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the plan document.

**Payment of Benefits** – Benefits are recorded when paid.

## 2. SIGNIFICANT ACCOUNTING POLICIES (continued)

**Funding Policy** – It is the policy of the Plan's employer to deposit the participants' withheld contributions within the ERISA required time limit of no later than 15 business days of the following month after each payroll period.

**Risks and Uncertainties** – Financial instruments which potentially subject the Plan to concentrations of credit risk consist primarily of securities in which the Plan invests. Investment securities are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the value of the investment securities will occur in the near-term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

**Accounting Estimates** – The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from these estimates.

**Withdrawing Participant Obligations** – Amounts allocated to withdrawing participants are claims that have been processed and approved for payment prior to year-end, but not paid as of that date. These amounts were not deemed material at December 31, 2011 and 2010.

## 3. ADMINISTRATIVE EXPENSES

Plan expenses are charged to the Plan. Fees associated with specific transactions (loans, distributions, etc.) are charged to the participant as incurred. All fees are deducted from the participant's account as those fees are assessed.

## 4. INFORMATION CERTIFIED BY TRUSTEE (UNAUDITED)

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations, information prepared and certified by a bank or insurance company, which is regulated, supervised and subject to periodic examination by a state or federal agency, need not be audited. The Plan Administrator has received certification from the Trustee of the market value of the Plan's portfolio as of December 31, 2011 and 2010, and on interest income, dividend income, contributions, and the cost and market value of the Plan transactions made during the period ended December 31, 2011. The Plan's financial statements and supplemental schedule have been prepared based upon this certified information. No auditing procedures were performed with respect to the information certified as complete and accurate by the Trustee.

**4. INFORMATION CERTIFIED BY TRUSTEE (UNAUDITED)** (continued)

The following presents the fair values of investments at December 31, 2011 and 2010.

| | **2011** | 2010 |
|---|---|---|
| Fidelity Cash Management Prime Fund: Daily Money Class (1) | **$ 895,361*** | $ 859,179* |
| **Mutual Funds:** | | |
| RS Small Cap Growth Fund Class A | **503,748*** | 513,087* |
| Janus Advisor Worldwide Fund Class S | **315,597** | 325,737 |
| Dreyfus S&P 500 Index Fund | **748,243*** | 730,122* |
| Van Kampen Capital Growth Fund Class A | **-** | 534,435* |
| Heartland Value | **47,704** | 78,510 |
| Van Kampen American Franchise Class A | **515,875*** | - |
| Van Kampen Comstock Fund Class A | **127,455** | 95,088 |
| BlackRock Mid-Cap Value Equity Portfolio Investor Class A | **12,395** | 8,978 |
| Fidelity Advisor Balanced Fund Class T (1) | **997,000*** | 596,782* |
| Fidelity Advisor Value Strategies Fund Class T (1) | **177,709** | 203,941 |
| Fidelity Advisor Overseas Fund Class T (1) | **222,417** | 254,065 |
| Fidelity Advisor Growth & Income Fund Class T (1) | **518,624*** | 455,641* |
| Fidelity Advisor Equity Growth Fund Class T (1) | **591,629*** | 670,565* |
| Fidelity Advisor Intermediate Bond Fund Class T (1) | **670,405*** | 537,249* |
| Fidelity Advisor Mid Cap Fund Class T (1) | **222,548** | 275,079 |
| Fidelity Advisor Strategic Income Fund Class T (1) | **320,195** | 600,594* |
| Fidelity Advisor Dividend Growth Fund Class T (1) | **22,390** | 52,451 |
| Fidelity Advisor Freedom Income Fund Class T (1) | **2,026** | 1,925 |
| Fidelity Advisor Freedom 2010 Class T (1) | **4,650** | 1,991 |
| Fidelity Advisor Freedom 2015 Class T (1) | **201,691** | 175,231 |
| Fidelity Advisor Freedom 2020 Class T (1) | **1,504** | 1,528 |
| Fidelity Advisor Freedom 2025 Class T (1) | **41,865** | 15,395 |
| Fidelity Advisor Freedom 2030 Class T (1) | **24,312** | 17,250 |
| Fidelity Advisor Freedom 2035 Class T (1) | **15,612** | 12,669 |
| Fidelity Advisor Freedom 2040 Class T (1) | **93,332** | 86,688 |
| Fidelity Advisor Freedom 2045 Class T (1) | **7,585** | 3,617 |
| Fidelity Advisor Freedom 2050 Class T (1) | **25,224** | 12,267 |
| Mutual Funds Total | **6,431,735** | 6,260,885 |
| Total Investments | **$ 7,327,096** | $ 7,120,064 |

(1) Indicates Party-in-Interest to Plan

* Accounts over 5% of the Plan's net assets available for benefits

**4. INFORMATION CERTIFIED BY TRUSTEE (UNAUDITED)** (continued)

| | 2011 |
|---|---|
| Interest income on notes receivable from participants | **$ 4,356** |
| Interest and dividends | **104,435** |
| Net change in fair value of investments | **(228,948)** |
| Total Investment Loss | **$ (120,157)** |

**5. RECONCILIATION OF FINANCIAL STATEMENTS TO SCHEDULE H OF FORM 5500**

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 as of December 31, 2011:

| | |
|---|---|
| Net assets available for benefits per financial statements | **$ 7,781,106** |
| 2011 participant contributions not recorded on Form 5500 | **(11,188)** |
| 2011 participant loan deemed in default not recorded on Form 5500 | **6,500** |
| 2011 Excess contribution payable not recorded on Form 5500 | **13,248** |
| Net assets available for benefits per Form 5500 | **$ 7,789,666** |

The following is a reconciliation of the net changes in assets available for benefits per the financial statements to the Form 5500 for the year ended December 31, 2011:

| | |
|---|---|
| Net change in assets available for benefits per the financial statements | **$ 231,704** |
| 2011 participant contributions not recorded on Form 5500 | **(11,188)** |
| 2011 participant loan deemed in default not recorded on Form 5500 | **6,500** |
| 2011 Excess contribution payable not recorded on Form 5500 | **13,248** |
| 2010 Excess contribution payable recorded on 2011 Form 5500 | **(2,697)** |
| Net change per Schedule H of Form 5500 | **$ 237,567** |

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 as of December 31, 2010:

| | |
|---|---|
| Net assets available for benefits per financial statements | **$ 7,549,402** |
| 2010 Excess contribution payable not recorded on Form 5500 | **2,697** |
| Net assets available for benefits per Form 5500 | **$ 7,552,099** |

## 6. INCOME TAX STATUS

The plan obtained its latest determination letter in October of 2003, in which the IRS stated that the plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code ("IRC"). The Plan has been amended since receiving the determination letter. However, the plan administrator and the Trustee believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability (or asset) if the plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan Administrator has analyzed the tax positions taken by the plan, and has concluded that as of December 31, 2011 and 2010, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2008.

## 7. FIDELITY BOND

The Plan was covered by a fidelity bond for the years ended December 31, 2011 and 2010, which was within the prescribed limits as set forth by the ERISA.

## 8. FAIR VALUE OF FINANCIAL INSTRUMENTS

FASB Accounting Standards Codification 820 ("FASB ASC 820"), *Fair Value Measurements and Disclosures*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described as follows:

**Level 1 Inputs** – Inputs to the valuation methodology are unadjusted quoted prices in active markets for identical assets or liabilities that the plan has the ability to access.

**Level 2 Inputs** – Inputs to the valuation methodology are other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly. These include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the asset or liability (for example, interest rates, volatilities, prepayment speeds, loss severities, credit risks and default rates) or inputs that are derived principally from or corroborated by observable market data by correlation or other means.

**8. FAIR VALUE OF FINANCIAL INSTRUMENTS** (continued)

**Level 3 Inputs** – Significant unobservable inputs that reflect an entity's own assumptions that market participants would use in pricing the assets or liabilities.

A description of the valuation methodologies used for assets and liabilities measured at fair value, as well as the general classification of such instruments pursuant to the valuation hierarchy, is set forth below.

The Plan Administrator determines fair value based on quoted market prices, where available. If quoted prices are not available, fair value is estimated based upon other observable inputs. The Plan Administrator uses unobservable inputs when observable inputs are not available. Adjustments may be made to reflect the assumptions that market participants would use in pricing the asset or liability.

**Money Market Funds** – Valued at the net asset value of shares held by the Plan at year end.

**Mutual Funds** – Valued at the closing price reported in the active market in which the Funds are traded.

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2011:

| | Level 1 Inputs | Level 2 Inputs | Level 3 Inputs | Total Fair Value |
|---|---|---|---|---|
| Money Market Funds | **$ 895,361** | **$ -** | **$ -** | **$ 895,361** |
| Mutual Funds: | | | | |
| Growth funds | **2,101,583** | **-** | **-** | **2,101,583** |
| Balanced funds | **1,993,449** | **-** | **-** | **1,993,449** |
| Fixed income funds | **992,626** | **-** | **-** | **992,626** |
| Growth and income funds | **806,063** | **-** | **-** | **806,063** |
| International equity funds | **538,014** | **-** | **-** | **538,014** |
| Total mutual funds | **6,431,735** | **-** | **-** | **6,431,735** |
| Total investments at fair value | **$ 7,327,096** | **$ -** | **$ -** | **$ 7,327,096** |

## 8. FAIR VALUE OF FINANCIAL INSTRUMENTS (continued)

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2010:

| | Level 1 Inputs | Level 2 Inputs | Level 3 Inputs | Total Fair Value |
|---|---|---|---|---|
| Money market funds | $ 859,179 | $ - | $ - | $ 859,179 |
| Mutual funds: | | | | |
| Growth funds | 2,340,663 | - | - | 2,340,663 |
| Balanced funds | 1,519,521 | - | - | 1,519,521 |
| Fixed income funds | 1,139,768 | - | - | 1,139,768 |
| Growth and income funds | 681,131 | - | - | 681,131 |
| International equity funds | 579,802 | - | - | 579,802 |
| Total mutual funds | 6,260,885 | - | - | 6,260,885 |
| Total investments at fair value | $ 7,120,064 | $ - | $ - | $ 7,120,064 |

## 9. SUBSEQUENT EVENTS

The Plan Sponsor has evaluated the potential subsequent events through the date of the opinion, which is the date the financial statements were available for issuance, noting effective January 1, 2012, the Plan was amended to allow for Roth contributions. Any other events occurring after this date have not been factored into the financial statements being presented.

# SUPPLEMENTAL SCHEDULE

**WESTEX BANCORP, INC. PRE-TAX SAVINGS AND PROFIT SHARING PLAN**

**SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)**

EIN #74-2102966
PLAN NUMBER 002
PLAN YEAR 1/1/2011 - 12/31/2011

| | (a) | (b) Identity of Issue, Borrower, Lessor or Similar Party | (c) Description of Investment including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value | (d) Cost | (e) Current Value | |
|---|---|---|---|---|---|---|
| | | **Money Market Funds** | | | | |
| * | | Fidelity | Cash Management Prime Fund: Daily Money Class | | $ 895,361 | *** |
| | | **Mutual Funds** | | | | |
| | | RS | Small Cap Growth Fund Class A | ** | 503,748 | *** |
| | | Janus Advisor | Worldwide Fund Class S | ** | 315,597 | |
| | | Dreyfus | S&P 500 Index Fund | ** | 748,243 | *** |
| | | Van Kampen | Capital Growth Fund Class A | ** | - | |
| | | Heartland | Value | ** | 47,704 | |
| | | Van Kampen | American Franchise Class A | ** | 515,875 | *** |
| | | Van Kampen | Comstock Fund Class A | ** | 127,455 | |
| | | BlackRock | Mid-Cap Value Equity Portfolio Investor Class A | ** | 12,395 | |
| * | | Fidelity | Advisor Balanced Fund Class T | ** | 997,000 | *** |
| * | | Fidelity | Advisor Value Strategies Fund Class T | ** | 177,709 | |
| * | | Fidelity | Advisor Overseas Fund Class T | ** | 222,417 | |
| * | | Fidelity | Advisor Growth & Income Fund Class T | ** | 518,624 | *** |
| * | | Fidelity | Advisor Equity Growth Fund Class T | ** | 591,629 | *** |
| * | | Fidelity | Advisor Intermediate Bond Fund Class T | ** | 670,405 | *** |
| * | | Fidelity | Advisor Mid Cap Fund Class T | ** | 222,548 | |
| * | | Fidelity | Advisor Strategic Income Fund Class T | ** | 320,195 | |
| * | | Fidelity | Advisor Dividend Growth Fund Class T | ** | 22,390 | |
| * | | Fidelity | Advisor Freedom Income Fund Class T | ** | 2,026 | |
| * | | Fidelity | Advisor Freedom 2010 Class T | ** | 4,650 | |
| * | | Fidelity | Advisor Freedom 2015 Class T | ** | 201,691 | |
| * | | Fidelity | Advisor Freedom 2020 Class T | ** | 1,504 | |
| * | | Fidelity | Advisor Freedom 2025 Class T | ** | 41,865 | |
| * | | Fidelity | Advisor Freedom 2030 Class T | ** | 24,312 | |
| * | | Fidelity | Advisor Freedom 2035 Class T | ** | 15,612 | |
| * | | Fidelity | Advisor Freedom 2040 Class T | ** | 93,332 | |
| * | | Fidelity | Advisor Freedom 2045 Class T | ** | 7,585 | |
| * | | Fidelity | Advisor Freedom 2050 Class T | ** | 25,224 | |
| | | | **Mutual Funds Total** | | 6,431,735 | |
| | | | **Total Investments** | | **$ 7,327,096** | |
| * | | Participant loans | Balances with interest rate ranges of 4.25% to 6.00% | | **$ 62,312** | |

***** Indicates Party-in-Interest to Plan
****** Cost omitted for participant-directed investments
******* Accounts over 5% of the Plan's net assets available for benefits

**See Report of Independent Auditors and notes to the financial statements.**

**WESTEX BANCORP, INC.**

**PRE-TAX SAVINGS AND**
**PROFIT SHARING PLAN**

**FINANCIAL STATEMENTS AND**
**SUPPLEMENTAL SCHEDULE**

**DECEMBER 31, 2011 AND 2010**

FISHER, HERBST & KEMBLE

CERTIFIED PUBLIC ACCOUNTANTS

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FISHER, HERBST & KEMBLE, P.C.
CERTIFIED PUBLIC ACCOUNTANTS

EXPERIENCE.
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MEMBERS:
AMERICAN INSTITUTE OF
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TEXAS SOCIETY OF
CERTIFIED PUBLIC ACCOUNTANTS

# REPORT OF INDEPENDENT AUDITORS

Westex Bancorp, Inc. Pre-Tax Savings and Profit Sharing Plan

We were engaged to audit the accompanying statements of net assets available for benefits of Westex Bancorp, Inc. Pre-Tax Savings and Profit Sharing Plan (the "Plan") as of December 31, 2011 and 2010, and related statement of changes in net assets available for benefits for the year ended December 31, 2011, and the supplemental schedule of Schedule H, line 4i – Schedule of Assets (Held At End of Year) as of December 31, 2011. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Fidelity Management Trust Company, the Trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan Administrator that the Trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the Trustee as of December 31, 2011 and 2010, and for the year ended December 31, 2011, that the information provided to the Plan Administrator by the Trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Fisher, Herbst & Kemble, P.C.

October 5, 2012

9501 CONSOLE DRIVE, SUITE 200 · SAN ANTONIO, TEXAS 78229 · (210) 614-2284 · FAX (210) 614-2285 · WWW.FHKCPA.COM

**WESTEX BANCORP, INC. PRE-TAX SAVINGS AND PROFIT SHARING PLAN**

**STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS**

| December 31, | **2011** | 2010 |
|---|---|---|
| **ASSETS** | | |
| Investments, at fair value | **$ 7,327,096** | $ 7,120,064 |
| Receivables: | | |
| Participant contributions | **11,188** | 10,034 |
| Employer contributions | **393,758** | 346,629 |
| Notes receivable from participants | **62,312** | 75,372 |
| Total receivables | **467,258** | 432,035 |
| **Total assets** | **7,794,354** | 7,552,099 |
| **LIABILITIES** | | |
| Excess contributions payable | **13,248** | 2,697 |
| **Total liabilities** | **13,248** | 2,697 |
| **Net assets available for benefits** | **$ 7,781,106** | $ 7,549,402 |

**See Report of Independent Auditors and notes to the financial statements.**

**WESTEX BANCORP, INC. PRE-TAX SAVINGS AND PROFIT SHARING PLAN**

**STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS**

Year Ended December 31, 2011

| | |
|---|---|
| **ADDITIONS TO NET ASSETS ATTRIBUTED TO:** | |
| Interest income | |
| Interest income on notes receivable from participants | **$ 4,356** |
| Interest and dividends | **104,435** |
| Net change in fair value of investments | **(228,948)** |
| Total investment loss | **(120,157)** |
| Contributions: | |
| Participant | **307,316** |
| Employer | **393,759** |
| Total contributions | **701,075** |
| **TOTAL ADDITIONS** | **580,918** |
| **DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:** | |
| Participant distributions | **329,274** |
| Defaulted loans included in distributions | **8,633** |
| Administrative expenses | **11,307** |
| **TOTAL DEDUCTIONS** | **349,214** |
| **NET INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS** | **231,704** |
| **NET ASSETS AVAILABLE FOR BENEFITS:** | |
| Beginning of year | **7,549,402** |
| End of year | **$ 7,781,106** |

**See Report of Independent Auditors and notes to the financial statements.**

## 1. DESCRIPTION OF THE PLAN

The following description of Westex Bancorp, Inc. Pre-Tax Savings and Profit Sharing Plan (the "Plan") provides general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

**General** – The Plan is a defined contribution plan covering almost all employees of Westex Bancorp, Inc. and subsidiaries (collectively known as the "Company") that have completed at least six months of service within the first year of employment and are at least eighteen years of age. The Plan specifically excludes those covered by a collective bargaining agreement, leased employees, non-resident aliens and independent contractors. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). Plan assets are held in trust and administered by Fidelity Management Trust Company (the "Trustee").

**Contributions** – An eligible Participant may authorize the Company to withhold a specific dollar amount or from one percent up to one hundred percent of eligible compensation not to exceed the annual limits established by the Internal Revenue Service ("IRS"). The Company, at its discretion, may make qualified non-elective contributions to eligible participants, allocated in proportion to their respective compensation. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions. Participant contributions are invested in accordance with investment directions provided to the Trustee by each participant.

**Participant Accounts** – Each participant's account is credited with the participant's contribution and allocations of (a) the Company's contribution and (b) Plan earnings. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

**Vesting** – Participants are immediately vested in their voluntary contributions plus actual earnings thereon. Participants' interest in employer contributions vests as follows:

| Years of Service | Vested Percentage |
|---|---|
| Less than 2 | 0% |
| 2 | 20% |
| 3 | 40% |
| 4 | 60% |
| 5 | 80% |
| 6 | 100% |

**Notes Receivable from Participants** – Participant's may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or fifty percent of their account balance. The loans are secured by the balance in the participant's account. Principal and interest is paid ratably through regular payroll deductions.

**1. DESCRIPTION OF THE PLAN** (continued)

**Payment of Benefits** – Upon termination of service, a participant may elect to receive either a lump-sum amount equal to the value of his or her account or installment payments. Absent election, participant balances less than $1,000 as of the date of termination are distributed in accordance with the Plan provisions.

**Forfeited Accounts** – Forfeited balances of terminated participants' nonvested accounts are used to first pay administrative expenses and then to reduce future Company contributions. At December 31, 2011 and 2010, forfeited non-vested accounts totaled **$56,700** and $44,335, respectively. During 2011, **$35,543** was forfeited by participants who withdrew from the Plan, **$23,178** was used to pay administrative and other Plan related expenses.

**Related-Party Transactions** – Certain Plan investments are shares of mutual funds managed by Fidelity Management Trust Company. Fidelity Management Trust Company is the Trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions.

**Plan Termination** – Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100 percent vested in their employer contributions.

**2. SIGNIFICANT ACCOUNTING POLICIES**

**Basis of Accounting** – The Plan's financial statements are reported on the accrual basis of accounting.

**Investment Valuation and Income Recognition** – Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 8 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

**Notes Receivable from Participants** – Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the plan document.

**Payment of Benefits** – Benefits are recorded when paid.

## 2. SIGNIFICANT ACCOUNTING POLICIES (continued)

**Funding Policy** – It is the policy of the Plan's employer to deposit the participants' withheld contributions within the ERISA required time limit of no later than 15 business days of the following month after each payroll period.

**Risks and Uncertainties** – Financial instruments which potentially subject the Plan to concentrations of credit risk consist primarily of securities in which the Plan invests. Investment securities are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the value of the investment securities will occur in the near-term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

**Accounting Estimates** – The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from these estimates.

**Withdrawing Participant Obligations** – Amounts allocated to withdrawing participants are claims that have been processed and approved for payment prior to year-end, but not paid as of that date. These amounts were not deemed material at December 31, 2011 and 2010.

## 3. ADMINISTRATIVE EXPENSES

Plan expenses are charged to the Plan. Fees associated with specific transactions (loans, distributions, etc.) are charged to the participant as incurred. All fees are deducted from the participant's account as those fees are assessed.

## 4. INFORMATION CERTIFIED BY TRUSTEE (UNAUDITED)

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations, information prepared and certified by a bank or insurance company, which is regulated, supervised and subject to periodic examination by a state or federal agency, need not be audited. The Plan Administrator has received certification from the Trustee of the market value of the Plan's portfolio as of December 31, 2011 and 2010, and on interest income, dividend income, contributions, and the cost and market value of the Plan transactions made during the period ended December 31, 2011. The Plan's financial statements and supplemental schedule have been prepared based upon this certified information. No auditing procedures were performed with respect to the information certified as complete and accurate by the Trustee.

**4. INFORMATION CERTIFIED BY TRUSTEE (UNAUDITED)** (continued)

The following presents the fair values of investments at December 31, 2011 and 2010.

| | **2011** | 2010 |
|---|---|---|
| Fidelity Cash Management Prime Fund: Daily Money Class (1) | **$ 895,361*** | $ 859,179* |
| **Mutual Funds:** | | |
| RS Small Cap Growth Fund Class A | **503,748*** | 513,087* |
| Janus Advisor Worldwide Fund Class S | **315,597** | 325,737 |
| Dreyfus S&P 500 Index Fund | **748,243*** | 730,122* |
| Van Kampen Capital Growth Fund Class A | **-** | 534,435* |
| Heartland Value | **47,704** | 78,510 |
| Van Kampen American Franchise Class A | **515,875*** | - |
| Van Kampen Comstock Fund Class A | **127,455** | 95,088 |
| BlackRock Mid-Cap Value Equity Portfolio Investor Class A | **12,395** | 8,978 |
| Fidelity Advisor Balanced Fund Class T (1) | **997,000*** | 596,782* |
| Fidelity Advisor Value Strategies Fund Class T (1) | **177,709** | 203,941 |
| Fidelity Advisor Overseas Fund Class T (1) | **222,417** | 254,065 |
| Fidelity Advisor Growth & Income Fund Class T (1) | **518,624*** | 455,641* |
| Fidelity Advisor Equity Growth Fund Class T (1) | **591,629*** | 670,565* |
| Fidelity Advisor Intermediate Bond Fund Class T (1) | **670,405*** | 537,249* |
| Fidelity Advisor Mid Cap Fund Class T (1) | **222,548** | 275,079 |
| Fidelity Advisor Strategic Income Fund Class T (1) | **320,195** | 600,594* |
| Fidelity Advisor Dividend Growth Fund Class T (1) | **22,390** | 52,451 |
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| Fidelity Advisor Freedom 2010 Class T (1) | **4,650** | 1,991 |
| Fidelity Advisor Freedom 2015 Class T (1) | **201,691** | 175,231 |
| Fidelity Advisor Freedom 2020 Class T (1) | **1,504** | 1,528 |
| Fidelity Advisor Freedom 2025 Class T (1) | **41,865** | 15,395 |
| Fidelity Advisor Freedom 2030 Class T (1) | **24,312** | 17,250 |
| Fidelity Advisor Freedom 2035 Class T (1) | **15,612** | 12,669 |
| Fidelity Advisor Freedom 2040 Class T (1) | **93,332** | 86,688 |
| Fidelity Advisor Freedom 2045 Class T (1) | **7,585** | 3,617 |
| Fidelity Advisor Freedom 2050 Class T (1) | **25,224** | 12,267 |
| Mutual Funds Total | **6,431,735** | 6,260,885 |
| Total Investments | **$ 7,327,096** | $ 7,120,064 |

(1) Indicates Party-in-Interest to Plan

* Accounts over 5% of the Plan's net assets available for benefits

**4. INFORMATION CERTIFIED BY TRUSTEE (UNAUDITED)** (continued)

| | 2011 |
|---|---|
| Interest income on notes receivable from participants | **$ 4,356** |
| Interest and dividends | **104,435** |
| Net change in fair value of investments | **(228,948)** |
| Total Investment Loss | **$ (120,157)** |

**5. RECONCILIATION OF FINANCIAL STATEMENTS TO SCHEDULE H OF FORM 5500**

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 as of December 31, 2011:

| | |
|---|---|
| Net assets available for benefits per financial statements | **$ 7,781,106** |
| 2011 participant contributions not recorded on Form 5500 | **(11,188)** |
| 2011 participant loan deemed in default not recorded on Form 5500 | **6,500** |
| 2011 Excess contribution payable not recorded on Form 5500 | **13,248** |
| Net assets available for benefits per Form 5500 | **$ 7,789,666** |

The following is a reconciliation of the net changes in assets available for benefits per the financial statements to the Form 5500 for the year ended December 31, 2011:

| | |
|---|---|
| Net change in assets available for benefits per the financial statements | **$ 231,704** |
| 2011 participant contributions not recorded on Form 5500 | **(11,188)** |
| 2011 participant loan deemed in default not recorded on Form 5500 | **6,500** |
| 2011 Excess contribution payable not recorded on Form 5500 | **13,248** |
| 2010 Excess contribution payable recorded on 2011 Form 5500 | **(2,697)** |
| Net change per Schedule H of Form 5500 | **$ 237,567** |

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 as of December 31, 2010:

| | |
|---|---|
| Net assets available for benefits per financial statements | **$ 7,549,402** |
| 2010 Excess contribution payable not recorded on Form 5500 | **2,697** |
| Net assets available for benefits per Form 5500 | **$ 7,552,099** |

## 6. INCOME TAX STATUS

The plan obtained its latest determination letter in October of 2003, in which the IRS stated that the plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code ("IRC"). The Plan has been amended since receiving the determination letter. However, the plan administrator and the Trustee believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability (or asset) if the plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan Administrator has analyzed the tax positions taken by the plan, and has concluded that as of December 31, 2011 and 2010, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2008.

## 7. FIDELITY BOND

The Plan was covered by a fidelity bond for the years ended December 31, 2011 and 2010, which was within the prescribed limits as set forth by the ERISA.

## 8. FAIR VALUE OF FINANCIAL INSTRUMENTS

FASB Accounting Standards Codification 820 ("FASB ASC 820"), *Fair Value Measurements and Disclosures*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described as follows:

**Level 1 Inputs** – Inputs to the valuation methodology are unadjusted quoted prices in active markets for identical assets or liabilities that the plan has the ability to access.

**Level 2 Inputs** – Inputs to the valuation methodology are other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly. These include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the asset or liability (for example, interest rates, volatilities, prepayment speeds, loss severities, credit risks and default rates) or inputs that are derived principally from or corroborated by observable market data by correlation or other means.

**8. FAIR VALUE OF FINANCIAL INSTRUMENTS** (continued)

**Level 3 Inputs** – Significant unobservable inputs that reflect an entity's own assumptions that market participants would use in pricing the assets or liabilities.

A description of the valuation methodologies used for assets and liabilities measured at fair value, as well as the general classification of such instruments pursuant to the valuation hierarchy, is set forth below.

The Plan Administrator determines fair value based on quoted market prices, where available. If quoted prices are not available, fair value is estimated based upon other observable inputs. The Plan Administrator uses unobservable inputs when observable inputs are not available. Adjustments may be made to reflect the assumptions that market participants would use in pricing the asset or liability.

**Money Market Funds** – Valued at the net asset value of shares held by the Plan at year end.

**Mutual Funds** – Valued at the closing price reported in the active market in which the Funds are traded.

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2011:

| | Level 1 Inputs | Level 2 Inputs | Level 3 Inputs | Total Fair Value |
|---|---|---|---|---|
| Money Market Funds | **$ 895,361** | **$ -** | **$ -** | **$ 895,361** |
| Mutual Funds: | | | | |
| Growth funds | **2,101,583** | **-** | **-** | **2,101,583** |
| Balanced funds | **1,993,449** | **-** | **-** | **1,993,449** |
| Fixed income funds | **992,626** | **-** | **-** | **992,626** |
| Growth and income funds | **806,063** | **-** | **-** | **806,063** |
| International equity funds | **538,014** | **-** | **-** | **538,014** |
| Total mutual funds | **6,431,735** | **-** | **-** | **6,431,735** |
| Total investments at fair value | **$ 7,327,096** | **$ -** | **$ -** | **$ 7,327,096** |

## 8. FAIR VALUE OF FINANCIAL INSTRUMENTS (continued)

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2010:

| | Level 1 Inputs | Level 2 Inputs | Level 3 Inputs | Total Fair Value |
|---|---|---|---|---|
| Money market funds | $ 859,179 | $ - | $ - | $ 859,179 |
| Mutual funds: | | | | |
| Growth funds | 2,340,663 | - | - | 2,340,663 |
| Balanced funds | 1,519,521 | - | - | 1,519,521 |
| Fixed income funds | 1,139,768 | - | - | 1,139,768 |
| Growth and income funds | 681,131 | - | - | 681,131 |
| International equity funds | 579,802 | - | - | 579,802 |
| Total mutual funds | 6,260,885 | - | - | 6,260,885 |
| Total investments at fair value | $ 7,120,064 | $ - | $ - | $ 7,120,064 |

## 9. SUBSEQUENT EVENTS

The Plan Sponsor has evaluated the potential subsequent events through the date of the opinion, which is the date the financial statements were available for issuance, noting effective January 1, 2012, the Plan was amended to allow for Roth contributions. Any other events occurring after this date have not been factored into the financial statements being presented.

# SUPPLEMENTAL SCHEDULE

**WESTEX BANCORP, INC. PRE-TAX SAVINGS AND PROFIT SHARING PLAN**

**SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)**

EIN #74-2102966
PLAN NUMBER 002
PLAN YEAR 1/1/2011 - 12/31/2011

| | (a) | (b) Identity of Issue, Borrower, Lessor or Similar Party | (c) Description of Investment including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value | (d) Cost | (e) Current Value | |
|---|---|---|---|---|---|---|
| | | **Money Market Funds** | | | | |
| * | | Fidelity | Cash Management Prime Fund: Daily Money Class | | $ 895,361 | *** |
| | | **Mutual Funds** | | | | |
| | | RS | Small Cap Growth Fund Class A | ** | 503,748 | *** |
| | | Janus Advisor | Worldwide Fund Class S | ** | 315,597 | |
| | | Dreyfus | S&P 500 Index Fund | ** | 748,243 | *** |
| | | Van Kampen | Capital Growth Fund Class A | ** | - | |
| | | Heartland | Value | ** | 47,704 | |
| | | Van Kampen | American Franchise Class A | ** | 515,875 | *** |
| | | Van Kampen | Comstock Fund Class A | ** | 127,455 | |
| | | BlackRock | Mid-Cap Value Equity Portfolio Investor Class A | ** | 12,395 | |
| * | | Fidelity | Advisor Balanced Fund Class T | ** | 997,000 | *** |
| * | | Fidelity | Advisor Value Strategies Fund Class T | ** | 177,709 | |
| * | | Fidelity | Advisor Overseas Fund Class T | ** | 222,417 | |
| * | | Fidelity | Advisor Growth & Income Fund Class T | ** | 518,624 | *** |
| * | | Fidelity | Advisor Equity Growth Fund Class T | ** | 591,629 | *** |
| * | | Fidelity | Advisor Intermediate Bond Fund Class T | ** | 670,405 | *** |
| * | | Fidelity | Advisor Mid Cap Fund Class T | ** | 222,548 | |
| * | | Fidelity | Advisor Strategic Income Fund Class T | ** | 320,195 | |
| * | | Fidelity | Advisor Dividend Growth Fund Class T | ** | 22,390 | |
| * | | Fidelity | Advisor Freedom Income Fund Class T | ** | 2,026 | |
| * | | Fidelity | Advisor Freedom 2010 Class T | ** | 4,650 | |
| * | | Fidelity | Advisor Freedom 2015 Class T | ** | 201,691 | |
| * | | Fidelity | Advisor Freedom 2020 Class T | ** | 1,504 | |
| * | | Fidelity | Advisor Freedom 2025 Class T | ** | 41,865 | |
| * | | Fidelity | Advisor Freedom 2030 Class T | ** | 24,312 | |
| * | | Fidelity | Advisor Freedom 2035 Class T | ** | 15,612 | |
| * | | Fidelity | Advisor Freedom 2040 Class T | ** | 93,332 | |
| * | | Fidelity | Advisor Freedom 2045 Class T | ** | 7,585 | |
| * | | Fidelity | Advisor Freedom 2050 Class T | ** | 25,224 | |
| | | | **Mutual Funds Total** | | 6,431,735 | |
| | | | **Total Investments** | | **$ 7,327,096** | |
| * | | Participant loans | Balances with interest rate ranges of 4.25% to 6.00% | | **$ 62,312** | |

***** Indicates Party-in-Interest to Plan
****** Cost omitted for participant-directed investments
******* Accounts over 5% of the Plan's net assets available for benefits

**See Report of Independent Auditors and notes to the financial statements.**