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
INDEPENDENT BANKERS FINANCIAL CORPORATION EMPLOYEE SAVINGS PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/1984

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

INDEPENDENT BANKERS FINANCIAL CORPORATION

350 PHELPS DRIVE
IRVING, TX 75038

2b Employer Identification Number (EIN) 75-1892487

2c Sponsor's telephone number 972-650-6000

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.	10/15/2012	PATRICIA BLACKSHEAR
	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")
INDEPENDENT BANKERS FINANCIAL CORPORATION

350 PHELPS DRIVE
IRVING, TX 75038

3b Administrator's EIN
75-1892487

3c Administrator's telephone number
972-650-6000

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**	385
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**	310
b	Retired or separated participants receiving benefits	**6b**	4
c	Other retired or separated participants entitled to future benefits	**6c**	49
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	363
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	363
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	337
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
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 2K 3D 3H 2T

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)		0	**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 Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**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
INDEPENDENT BANKERS FINANCIAL CORPORATION EMPLOYEE SAVINGS PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
INDEPENDENT BANKERS FINANCIAL CORPORATION

D Employer Identification Number (EIN)
75-1892487

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

401K PLUS, INC.
5850 I-20 WEST, SUITE 200
ARLINGTON, TX 76017

75-1793879

(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)

401K PLUS, INC.

5850 I-20 WEST, SUITE 200
ARLINGTON, TX 76017

75-1793879

(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?
13 37 64	CONTRACT ADMINISTRATOR	18938	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [ ] No [X]

(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 [ ]

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
(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.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(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.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(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.	

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

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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
INDEPENDENT BANKERS FINANCIAL CORPORATION EMPLOYEE SAVINGS PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
INDEPENDENT BANKERS FINANCIAL CORPORATION

D Employer Identification Number (EIN)
75-1892487

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)	6347	0
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	3796944	5174185
(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)	476096	785288
(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)	850149	949131
(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)	22177499	21021508
(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	27307035	27930112
Liabilities			
g Benefit claims payable	1g		1300
h Operating payables	1h	1075	740
i Acquisition indebtedness	1i		
j Other liabilities	1j	34109	318
k Total liabilities (add all amounts in lines 1g through1j)	1k	35184	2358
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	27271851	27927754

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)	982537	
(B) Participants	2a(1)(B)	1601471	
(C) Others (including rollovers)	2a(1)(C)	17562	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		2601570
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	34096	
(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)	74411	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		108507
(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)	645823	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		645823
(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)		0

		(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)		0
(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)		-908957
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		2446943
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1772102	
(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)		1772102
f Corrective distributions (see instructions)	2f		
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)	18938	
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		18938
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		1791040
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		655903
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) [X] Unqualified (2) [ ] Qualified (3) [ ] Disclaimer (4) [ ] Adverse

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

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

(1) Name: MCGLADREY, LLP (2) EIN: 42-0714325

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		5000000
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**			

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
INDEPENDENT BANKERS FINANCIAL CORPORATION EMPLOYEE SAVINGS PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
INDEPENDENT BANKERS FINANCIAL CORPORATION

D Employer Identification Number (EIN)
75-1892487

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): 58-1428634

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):

Independent Bankers Financial Corporation Employee Savings Plan

Financial Report
December 31, 2011

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McGladrey

Independent Auditor's Report

To the Trustees
Independent Bankers Financial Corporation Employee Savings Plan
Irving, Texas

We have audited the accompanying statements of net assets available for benefits of Independent Bankers Financial Corporation Employee Savings Plan (the Plan) as of December 31, 2011 and 2010, and the related statement of changes in net assets available for benefits for the year ended December 31, 2011. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of Independent Bankers Financial Corporation Employee Savings Plan as of December 31, 2011 and 2010, and the changes in net assets available for benefits for the year ended December 31, 2011, in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of Schedule H, Line 4(i) - Schedule of Assets (Held at End of Year) as of December 31, 2011, is presented for the purpose of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by the United States Department of Labor Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

McGladrey LLP

Dallas, Texas
October 5, 2012

Member of the RSM International network of independent accounting, tax and consulting firms.

Independent Bankers Financial Corporation Employee Savings Plan

Statements of Net Assets Available for Benefits
December 31, 2011 and 2010

	2011	2010
Assets		
Investments (Notes 3 and 4):		
Mutual funds	**$ 20,953,242**	$ 21,642,662
Money market fund	**2,429,267**	3,001,944
Certificates of deposit	**2,290,000**	795,000
Self-directed brokerage accounts	**1,308,472**	1,010,933
	26,980,981	26,450,539
Receivables:		
Notes receivable from participants	**949,131**	850,149
Employer contributions	**-**	6,347
Total assets	**27,930,112**	27,307,035
Liabilities		
Excess contributions payable (Note 11)	**-**	33,887
Fees payable	**2,218**	1,075
Other liabilities	**140**	222
	2,358	35,184
Net assets available for benefits	**$ 27,927,754**	$ 27,271,851

See Notes to Financial Statements.

Independent Bankers Financial Corporation Employee Savings Plan

Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2011

Additions to net assets attributed to:	
Net depreciation in fair value of mutual funds	$ (908,847)
Dividends from mutual funds	645,823
Interest on money market fund and certificates of deposit	34,096
Interest on notes receivable from participants	74,411
Contributions:	
Employer	982,537
Participant	1,601,471
Rollovers	17,562
Total additions	2,447,053
Deductions from net assets attributed to:	
Distributions to participants	1,772,102
Administrative expenses	19,048
Total deductions	1,791,150
Net increase in net assets available for benefits	655,903
Net assets available for benefits:	
Beginning of year	27,271,851
End of year	$ 27,927,754

See Notes to Financial Statements.

Note 1. Description of Plan

The following description of the Independent Bankers Financial Corporation Employee Savings Plan (the Plan) provides only general information. Participants should refer to the Plan agreement and any plan amendments for a more complete description of the Plan's provisions.

General: This Plan is a defined contribution plan established for the benefit of the employees of Independent Bankers Financial Corporation (the Company). The Plan and the trust of which it is a part are intended to satisfy all of the requirements for a qualified retirement plan under the appropriate provisions of the Internal Revenue Code (IRC) and similar state tax laws. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Eligibility: Employees who are at least 18 years of age become eligible for participation at their hire date with plan entry dates at January 1 and July 1, as defined by the Plan. Prior to March 1, 2008, there was not a minimum age requirement for participation in the Plan.

Contributions: Each year, participants may make salary deferral contributions in whole percentages up to 80% of pretax annual compensation, as defined in the Plan and subject to certain maximum limitations imposed by the IRC ($16,500 for 2011). Employees who are eligible to make elective deferrals under the Plan and who have attained the age of fifty before the close of the plan year are also eligible to make catch-up contributions subject to the maximum limitation imposed by the IRC ($5,500 for 2011). Participants may roll over amounts representing distributions from other qualified defined benefit or contribution plans.

The Company makes matching contributions equal to 100% of participant deferrals up to 5% of eligible compensation. The Company may make discretionary contributions to the Plan as determined by the Company's Board of Directors. For the year ended December 31, 2011, the Company made matching contributions of $982,537 and no discretionary contributions.

Participant accounts: Each participant's account is credited with the participant's salary deferral contributions, rollover contributions, the Company's matching contributions, and allocations of (a) discretionary contributions and (b) plan earnings. Allocations are based on participant earnings and account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the vested portion of the participant's account.

Vesting: Participants are immediately vested in their salary deferral contributions and investment earnings. Due to the safe harbor provisions incorporated into the Plan, effective January 1, 2008, the Plan was amended to allow active participants to become immediately vested in employer matching contributions plus actual earnings thereon. Participants that were terminated prior to January 1, 2008, will still follow the prior vesting schedule. Prior to January 1, 2008, Company contributions vested to participants based on years of continuous service as indicated in the following schedule:

Years of Service	Vested Percentage
1	20%
2	40%
3	60%
4	80%
5	100%

Investment options: Participants must direct their salary deferral contributions to selected investments as made available and determined by the Plan Sponsor. The Plan currently offers mutual funds, a money market fund, certificates of deposit, and a self-directed brokerage account as investment options for participants. Participants may change their investment options any time throughout the year via internet or direct phone access to 401(k) Plus, the third party administrator.

Note 1. Description of Plan (Continued)

Forfeitures: Participants who take distributions of their vested interest in the Plan forfeit the balances of their employer matching and discretionary contributions to the extent the participants are not vested in such amounts. Amounts that are forfeited by the participants during the plan year may be applied to future employer contributions.

As of December 31, 2011 and 2010, all nonvested account balances forfeited were applied toward employer contributions in the amounts of $0 and $5,831, respectively. There were no remaining forfeiture balances as of December 31, 2011 and 2010.

Payment of benefits: Upon retirement, death, disability, or termination of employment, a participant (or the participant's designated beneficiary, if applicable) may elect to receive a lump sum payment, as specified in the Plan document. The Plan allows participants to make hardship withdrawals, subject to certain limitations, as defined in the Plan document.

Notes receivable from participants: Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their vested account balance. The $50,000 maximum amount is reduced by the participant's highest outstanding loan balance in the previous twelve months, even if the amounts have been repaid. Loan terms range from 1-5 years or up to 15 years for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest at a rate commensurate with local prevailing rates as determined by the Plan Sponsor. The interest rate on outstanding participant loans was 8.5% at December 31, 2011. Principal and interest are paid ratably through monthly payroll deductions, and loans are due in various amounts through August 2025. A participant may have up to two loans outstanding at any one time.

Note 2. Summary of Accounting Policies

Basis of accounting: The financial statements of the Plan are presented on the accrual basis of accounting.

Use of 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 the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Investment valuation and income recognition: The Plan's 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 4 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 loans are treated as distributions based upon the terms of the Plan document.

Payment of benefits: Benefits are recorded when paid.

Note 2. Summary of Accounting Policies (Continued)

Income taxes: Management evaluated the Plan's tax positions and concluded that the Plan had maintained its tax exempt status and had taken no uncertain tax positions that require adjustment to the financial statements. Therefore, no provision or liability for income taxes has been included in the financial statements. With few exceptions, the Plan is no longer subject to income tax examinations by the U.S. federal, state, or local tax authorities for years before 2008.

Subsequent events: The Plan Administrator has evaluated events or transactions for potential recognition or disclosure through October 5, 2012, the date on which the financial statements were available to be issued.

Recent accounting pronouncements: In May 2011, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2011-04, *Fair Value Measurement (Topic 820): Amendments to Achieve Common Fair Value Measurements and Disclosure Requirements in U.S. GAAP and IFRSs*. ASU 2011-04 amended Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures*, to converge the fair value measurement guidance in GAAP and International Financial Reporting Standards (IFRSs). Some of the amendments clarify the application of existing fair value measurement requirements, while other amendments change a particular principle in ASC 820. In addition, ASU 2011-04 requires additional fair value disclosures. The amendments are to be applied prospectively and are effective for annual periods beginning after December 15, 2011. Plan management is currently evaluating the effect that the provisions of ASU 2011-04 will have on the Plan's financial statements.

Note 3. Investments

For the years ended December 31, 2011 and 2010, Fidelity Investments Institutional Brokerage Group (Fidelity) served as custodian of the Plan. The fair value of the following investments represents 5% or more of the Plan's assets available for benefits at December 31, 2011 and 2010:

	2011	2010
Investments at fair value:		
Money market fund:		
Fidelity Cash Reserves Fund	**$ 2,429,267**	$ 3,001,944
Mutual funds:		
American Growth Fund of America Class A**	**-**	2,730,871
T Rowe Price Mid-Cap Growth Fund	**2,213,967**	2,756,018
Fidelity Growth Company Fund	**2,959,003**	2,557,040
Fidelity U.S. Government Reserves**	**970,018**	1,839,424
American Europacific Growth Class R4	**1,475,457**	1,797,896
American Balanced Fund Class A	**1,777,513**	1,722,298
Royce Premier Fund	**1,912,127**	1,620,893
Brown Advisory Growth Equity Fund*	**2,561,602**	-
Fidelity Intermediate Bond Fund	**1,625,142**	1,610,041
Other investments	**9,056,885**	6,814,114
	$ 26,980,981	$ 26,450,539

*Investment represents less than 5% of the Plan's net assets at December 31, 2010.
**Investment represents less than 5% of the Plan's net assets at December 31, 2011.

Note 4. Fair Value Measurements

ASC Topic 820, *Fair Value Measurements and Disclosures*, establishes a 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 ASC 820 are described below:

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

Level 2 — Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 — Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for investments measured at fair value. There have been no changes in the methodologies used at December 31, 2011 and 2010.

Money market fund: Valued at cost, which approximates fair value. Accordingly, the fair value of these assets is established using Level 1 inputs.

Mutual funds: Valued at the net asset value (NAV) of shares held by the plan at year end. Accordingly, the fair value of these assets is established using Level 1 inputs.

Self-directed brokerage accounts: Valued at the net asset value of shares held by the plan at year end. Accordingly, the fair value of these assets is established using Level 1 inputs.

Certificates of deposit: Valued at amortized cost, which approximates fair value. Accordingly, the fair value of these assets is established using Level 2 inputs.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Note 4. Fair Value Measurements (Continued)

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2011 and 2010:

	Level 1	Level 2	Level 3	Total
2011:				
Money market fund	**$ 2,429,267**	**$ -**	**$ -**	**$ 2,429,267**
Mutual funds:				
Short-term funds	**970,018**	**-**	**-**	**970,018**
Blended investments	**3,915,449**	**-**	**-**	**3,915,449**
Bond investments:				
Income funds	**1,878,324**	**-**	**-**	**1,878,324**
Stock investments:				
International funds	**2,368,548**	**-**	**-**	**2,368,548**
Large cap funds	**4,406,818**	**-**	**-**	**4,406,818**
Large growth	**2,561,602**	**-**	**-**	**2,561,602**
Mid cap funds	**4,126,094**	**-**	**-**	**4,126,094**
Small cap funds	**726,389**	**-**	**-**	**726,389**
Certificates of deposit	**-**	**2,290,000**	**-**	**2,290,000**
Self-directed brokerage accounts:				
Stock investments	**39,915**	**-**	**-**	**39,915**
Mutual fund investments	**1,268,557**	**-**	**-**	**1,268,557**
Total investments at fair value	**$ 24,690,981**	**$ 2,290,000**	**$ -**	**$ 26,980,981**
2010:				
Money market fund	$ 3,001,944	$ -	$ -	$ 3,001,944
Mutual funds:				
Short-term funds	1,839,424	-	-	1,839,424
Blended investments	2,511,481	-	-	2,511,481
Bond investments:				
Income funds	1,736,200	-	-	1,736,200
Stock investments:				
International funds	2,826,311	-	-	2,826,311
Large cap funds	7,663,255	-	-	7,663,255
Mid cap funds	4,377,001	-	-	4,377,001
Small cap funds	688,990	-	-	688,990
Certificates of deposit	-	795,000	-	795,000
Self-directed brokerage accounts:				
Stock investments	476,096	-	-	476,096
Mutual fund investments	534,837	-	-	534,837
Total investments at fair value	$ 25,655,539	$ 795,000	$ -	$ 26,450,539

Note 5. Plan Amendment

Effective January 1, 2010, the Plan was amended to restate the Company's plan document in order to comply with the requirements of the Economic Growth and Tax Relief Reconciliation Act of 2001, (EGTRRA), the Job Creation and Worker Assistance Act of 2002, (JCWAA), and the SarbanesOxley Act of 2002 (SOA).

Note 6. Administrative Expenses

Certain administrative functions are performed by officers or employees of the Company. However, such officers and employees receive no compensation from the Plan. The monthly maintenance expenses from 401(k) Plus and Fidelity are paid directly by the Company. The Plan Sponsor and the Plan participants share in the remaining Plan expenses. Certain Plan expenses, such as transaction fees from receiving a loan, withdrawal, or distribution from the Plan, are deducted from participants' accounts or investment income. The remaining administrative fees and commissions of the Plan are paid by the Plan Sponsor.

Note 7. Parties-In-Interest

Parties-in-interest are defined under Department of Labor Regulations as any fiduciary of the Plan, any party rendering services to the Plan, the employer and certain others. The Plan's mutual fund investments are held by Fidelity and managed by Reliance Trust Company (Reliance). Reliance invests contributions received and investment income as directed by the participants in the investment funds defined by the Plan. As such, transactions conducted with the Company, Fidelity and Reliance qualify as party-in-interest transactions.

Note 8. Tax Status

The Plan has adopted a volume submitter profit sharing plan sponsored by 401(k) Plus. The volume submitter plan has received an opinion letter dated March 31, 2008 from the Internal Revenue Service as to the volume submitter plan's qualified status. The volume submitter plan opinion letter has been relied upon by this Plan. The Plan has been amended since receiving the determination letter. However, the Plan Administrator believes the Plan is designed and is being operated in compliance with the applicable provisions of the Internal Revenue Code.

Note 9. 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 termination of the Plan, all participants would become 100% vested in their accounts and the net assets of the Plan will be distributed to the participants of the Plan in accordance with the provisions of ERISA.

Note 10. Risk and Uncertainties

The Plan may invest in various types of investment securities. 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 values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statement of net assets available for plan benefits.

Note 11. Excess Contributions Payable

The liability of $33,887 as of December 31, 2010, relates to amounts payable to certain active participants to return to them excess deferral contributions as required to satisfy the relevant non-discrimination provision of the Plan.

Note 12. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 for the years ended December 31, 2011 and 2010:

	2011	2010
Mutual funds per the financial statements	**$ 20,953,242**	$ 21,642,662
Add self-directed brokerage accounts per the financial statements	**1,308,472**	1,010,933
Less common stock in brokerage accounts per the Form 5500	**(785,288)**	(476,096)
Less cash in self-directed brokerage accounts	**(454,918)**	-
Value of interest in registered investment companies (mutual funds) per the Form 5500	**$ 21,021,508**	$ 22,177,499
Money market fund per the financial statements	**$ 2,429,267**	$ 3,001,944
Add certificates of deposit per the financial statements	**2,290,000**	795,000
Add cash in self-directed brokerage accounts	**454,918**	-
Value of interest bearing cash per the Form 5500	**$ 5,174,185**	$ 3,796,944
Net assets available for benefits per the financial statements	**$ 27,927,754**	$ 27,271,851
Differences in:		
Investments	**949,131**	850,149
Receivables - notes receivable from participants	**(949,131)**	(850,149)
Net assets available for plan benefits per the form 5500	**$ 27,927,754**	$ 27,271,851

Independent Bankers Financial Corporation Employee Savings Plan

Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year)
December 31, 2011
EIN: 75-1892487
PN: 001

	Identity of Issuer, Borrower, Lessor or Similar Party	Description of Investment	Fair Value
	Money market fund:		
*	Fidelity Investments	Fidelity Cash Reserves Fund - 2,429,267 shares	$ 2,429,267
	Mutual funds:		
	American Funds	American Europacific Growth Class R4 - 42,704.986 shares	1,475,457
*	Fidelity Investments	Spartan U.S. Equity Index Fund Investor Class - 29,910.505 shares	1,330,718
*	Fidelity Investments	Fidelity Intermediate Bond Fund - 149,369.680 shares	1,625,142
*	Fidelity Investments	Fidelity Growth Company Fund - 36,580.575 shares	2,959,003
	American Funds	American Balanced Fund Class A - 97,611.907 shares	1,777,513
	Vanguard	Vanguard Inflation-Protected Securities - 17,943.487 shares	253,182
	Baron Capital Group	Baron Small Cap Fund - 31,678.547 shares	726,389
	T. Rowe Price	T Rowe Price Mid Cap Growth Fund Advisor Class - 42,806.784 shares	2,213,967
	Royce	Royce Premier Fund - 103,246.605 shares	1,912,127
	Nicholas	Nicholas Equity Income Class I - 8,003.916 shares	117,097
	OppenheimerFunds	Oppenheimer Global Opportunities Class Y - 33,089.686 shares	893,091
	T. Rowe Price	T. Rowe Price Retirement 2010 Fund - 18,099.512 shares	271,855
	T. Rowe Price	T. Rowe Price Retirement 2020 Fund - 15,269.003 shares	242,930
	T. Rowe Price	T. Rowe Price Retirement 2030 Fund - 19,438.809 shares	321,518
*	Fidelity Investments	Fidelity U.S. Government - 1,614,424 shares	970,018
	Brown Advisory Funds	Brown Advisory Growth Equity Fund Institutional Class - 201,067.644 shares	2,561,602
*	Fidelity Investments	Fidelity Spartan Total Market Index Fund Investor Class - 27,244.572 shares	984,074
	Yacktman Funds	Yacktman Fund - 18,135.870 shares	317,559
		Total mutual funds	20,953,242
	Self-directed brokerage accounts:		
	Aberdeen Asset Management Inc	Aberdeen Asis Pacific Income FD - 1,330.389 Shares	9,752
	Agnico-Eagle Mines Ltd.	Agnico Eagle Mines Com - 22.261 Shares	809
	Allied Nevada Gold Corp.	Allied Nevada Gold Corp - 281 Shares	8,509
	Aurizon Mines	Aurizon Mines Com NPV - 708 Shares	3,490
	Barclays Bank	Barclays Bank PLC Crude Oil - 435 Shares	10,927
	Barrick Gold Corporation	Barrick Gold Corp - 107.399 Shares	4,860
	Baytex Energy	Baytex Energy Corp Com NPV - 85.822 Shares	4,797
	Bioelectronics Corp	Bioelectronics Corp - 360,500 Shares	1,442
	Central Group Alberta, Ltd	Central Fund of Canada Class A NPV - 1,087.465 Shares	21,324
	U.S. Global Investors	China Region Fund - 1,677.852 Shares	11,426
	Direxion Funds	Direxion Daily SML CAP Bull 3x SHS - 1,600 Shares	71,744
	DWS Investments	DWS Gold & Precious Metals - 550.241 Shares	8,276
	ETF Securities Ltd.	ETF Market Opportunities FD - 44.507 Shares	449
	ETF Securities Ltd.	ETFS Gold TR SHS - 65 Shares	10,070
	ETF Securities Ltd.	ETFS Palladium - 157 Shares	10,136
	ETF Securities Ltd.	ETFS Precious Metals Basket TR ETFS - 253 Shares	21,821
	Federated	Federated Bond Class A - 32.921 Shares	302
	Federated	Federated Clover Value Fund CL A - 191.224 Shares	2,778
	Federated	Federated high Income Bond Class A - 258.563 Shares	1,903
	Federated	Federated Intermed Corp Bond FD CL SS - 30.173 Shares	296
	Federated	Federated Int'l Strat Value Div Cl A - 490.732 Shares	1,762
	Federated	Federated Kaufmann Large Cap Fund - 257.845 Shares	2,620
	Federated	Federated Strategic Income Class A - 146.186 Shares	1,319
	Federated	Federated Strategic Value Dividend CL A - 704.136 Shares	3,408
*	Fidelity Investments	Fidelity Cash Reserves - 454,918.137 Shares	454,918
*	Fidelity Investments	Fidelity Select Medical Equip & System - 23.527 Shares	593
	Global X Funds	Global X FDS Global X Copper Mines - 671.967 Shares	8,628
	Global X Funds	Global X FDS Global X Uranium - 342.836 Shares	2,794
	U.S. Global Investors	Gold and Precious Metals Fund - 802.409 Shares	10,118
	Goldcorp Inc.	Goldcorp Inc Com NPV - 122.379 Shares	5,415
	Hecla Mining	Hecla Mining Co - 515.898 Shares	2,698
	ICON Funds	ICON Consumer Discretionary CL A - 65.464 Shares	642
	ICON Funds	ICON Information Technology CL S - 94.173 Shares	852

Independent Bankers Financial Corporation Employee Savings Plan

Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) (Continued)
December 31, 2011
EIN: 75-1892487
PN: 001

	Identity of Issuer, Borrower, Lessor or Similar Party	Description of Investment	Fair Value
	Self-directed brokerage accounts (continued):		
	IndexIQ	Indexiq ETF TR IQ Global Agribusiness Small Cap Equity ETF - 186 Shares	$ 4,196
	iShares	Ishares Barclays Treas Inflation Protected - 237.818 Shares	27,751
	iShares	Ishares Gold Trust Ishares - 300 Shares	4,569
	iShares	Ishares Silver - 1,470 Shares	39,602
	iShares	Ishares TR S&P Global Energy Sector Fund - 167.104 Shares	6,382
	Van Eck	Market Vectors ETF Gold Miners - 53.505 Shares	2,752
	Van Eck	Market Vectors ETF Minor Metals ETF - 53.233 Shares	794
	Molycorp	Molycorp INC Delaware COM - 23 Shares	552
	New Gold, Inc.	New Gold Inc Com - 909 Shares	9,163
	Newmont Mining Corp.	Newmont MNG Corp Holdings - 43.947 Shares	2,636
	Nexen Inc.	Nexen Inc Com - 140.707 Shares	2,239
	Petrobras Argentina	Petrobras Argentina SA Spon ADR Each - 109.683 Shares	1,384
	PowerShares	Powershares DB Commodity Index - 803 Shares	21,553
	PowerShares	Powershares DB Multi Sector Commodity - 1,492 Shares	43,089
	PowerShares	Powershares XTF Units - 256.531 Shares	4,323
	Precision Drilling	Precision DrillingCorporation Com NPV - 164 Shares	1,683
	ProShares	Proshares TR II Proshares Ultra DJ UBS Crude Oil New - 50 Shares	2,046
	ProShares	Proshares TR II Proshares Ultrashort DJ UBS Crude Oil New - 1.268 Shares	49,059
	ProShares	Proshares TR II Proshares Ultrashort Gold New - 4,826 Shares	95,603
	ProShares	Proshares TR II Proshares Ultrashort Silver New 2011 - 5,815 Shares	92,284
	ProShares	Proshares Ultra Short 30 FD - 315 Shares	4,823
	ProShares	Proshares Ultrashort 20+ YR - 125 Shares	2,258
	Rare Element	Rare Element Resources LTD COM - 126 Shares	410
	Sabine Royalty	Sabine Royalty TR Unit Ben INT - 77.242 Shares	4,870
	State Street Global Advisors	Sector SPDR Ben Int Consumer - 912.089 Shares	29,634
	State Street Global Advisors	Sector SPDR Ben Int Energy - 180.017 Shares	12,444
	State Street Global Advisors	Sector SPDR TR SHS BEN INT Utilities - 330.195 Shares	11,880
	Sliver Wheaton	Silver Wheaton Corporation - 573.674 Shares	16,614
	Sinopec Shanghai Petrochemical Co. Ltd.	Sinopec Shanghai Petrochemical - 63.024 Shares	2,084
	Southern Copper	Southern Copper Corp Del Com - 148.710 Shares	4,488
	State Street Global Advisors	SPDR Gold TR Gold SHS - 224 Shares	34,046
	State Street Global Advisors	SPDR S&P 500 ETF Trust Unit Series 1 - 1,232 Shares	155
	State Street Global Advisors	SPDR Ser S&P Oil&Gas - 231.840 Shares	12,216
	State Street Global Advisors	SPDR SER TR S&P Oil & Gas Equip - 231.490 Shares	8,023
	Sprott	Sprott Physical Gold Units - 657 Shares	9,067
	Taseko Mines Ltd.	Taseko Mines - 1,062 Shares	2,899
	Vanguard	Teucrium Commodity TR Corn FD SHS - 110 Shares	4,618
	Tocqueville	Tocqueville Gold Funt - 163.051 Shares	11,655
	UBS AG	UBS AG Jersey to Bloomberg Platinum - 513 Shares	8,270
	U.S. Global Investors	World Precious Minerals Fund - 748.673 Shares	9,868
	Yamana Gold	Yamana Gold inc Com NPV - 382.016 Shares	5,612
		Total self-directed brokerage accounts	1,308,472
	Certificates of deposit:		
	Aurora Bank	Interest rate of 1.46%	231,000
	Cathay Bank	Interest rate of 0.65%	245,000
	Community Bank	Interest rate of 0.60%	99,000
	Crestmark Bank	Interest rate of 0.60%	245,000
	Franklin Bank & Trust	Interest rate of 0.61%	245,000
	OneWestBank	Interest rate of 0.70%	245,000
	Pioneer Bank	Interest rate of 0.695%	245,000
	Texas First Bank	Interest rate of 1.00%	245,000
	Town North Bank	Interest rate of 0.44%	245,000
	Transportation Alliance Bank	Interest rate of 0.40%	245,000
		Total certificates of deposit	2,290,000
*	Participants	Notes receivable with an interest rate of 8.5%, due through August 2025	949,131
	Total assets		$ 27,930,112

*Party-in-interest to the Plan.

See Independent Auditor's Report.

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Form 5500	Annual Return/Report of Employee Benefit Plan	OMB Nos. 1210-0110 1210-0089
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	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.**	**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 ☒ 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: ☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
INDEPENDENT BANKERS FINANCIAL CORPORATION EMPLOYEE SAVINGS PLAN

1b Three-digit plan number (PN) ▸ 001

1c Effective date of plan 01/01/1984

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

INDEPENDENT BANKERS FINANCIAL CORPORATION

350 PHELPS DRIVE

IRVING TX 75038

2b Employer Identification Number (EIN) 75-1892487

2c Sponsor's telephone number 972-650-6000

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	Patricia L. Blackshear	10/12/12	PATRICIA BLACKSHEAR
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Patricia L. Blackshear	10/12/12	PATRICIA BLACKSHEAR
	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

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3a Plan administrator's name and address (if same as plan sponsor, enter "Same")
INDEPENDENT BANKERS FINANCIAL CORPORATION

350 PHELPS DRIVE

IRVING TX 75038

3b Administrator's EIN: 75-1892487

3c Administrator's telephone number: 972-650-6000

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**	385
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**	310
b	Retired or separated participants receiving benefits	**6b**	4
c	Other retired or separated participants entitled to future benefits	**6c**	49
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	363
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	363
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	337
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
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 2K 3D 3H 2T

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)

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

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

A Name of plan	B Three-digit plan number (PN) ▶
INDEPENDENT BANKERS FINANCIAL CORPORATION EMPLOYEE SAVINGS PLAN	001
C Plan sponsor's name as shown on line 2a of Form 5500	**D** Employer Identification Number (EIN)
INDEPENDENT BANKERS FINANCIAL CORPORATION	75-1892487

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

401K PLUS, INC. 75-1793879
5850 I-20 WEST, SUITE 200

ARLINGTON TX 76017

(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)

401K PLUS, INC. 75-1793879
5850 I-20 WEST, SUITE 200

ARLINGTON TX 76017

(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?
13 37 64	CONTRACT ADMINISTRATOR	18938	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [ ] No [X]

(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 [ ]

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(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 ☐

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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
(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.	

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(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.	

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(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.	

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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:

Received by 401k Plus, Inc. 10-15-2012

Received by 401k Plus, Inc. 10-15-2012

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
INDEPENDENT BANKERS FINANCIAL CORPORATION EMPLOYEE SAVINGS PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
INDEPENDENT BANKERS FINANCIAL CORPORATION

D Employer Identification Number (EIN)
75-1892487

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)	6347	0
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	3796944	5174185
(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)	476096	785288
(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)	850149	949131
(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)	22177499	21021508
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

Received by 401k Plus, Inc. 10-15-2012

		(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	27307035	27930112
Liabilities			
g Benefit claims payable	1g		1300
h Operating payables	1h	1075	740
i Acquisition indebtedness	1i		
j Other liabilities	1j	34109	318
k Total liabilities (add all amounts in lines 1g through1j)	1k	35184	2358
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	27271851	27927754

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)	982537	
(B) Participants	2a(1)(B)	1601471	
(C) Others (including rollovers)	2a(1)(C)	17562	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		2601570
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	34096	
(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)	74411	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		108507
(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)	645823	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		645823
(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)		0

Received by 401k Plus, Inc. 10-15-2012

		(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)		0
(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)		-908957
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		2446943
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1772102	
(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)		1772102
f Corrective distributions (see instructions)	2f		
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)	18938	
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		18938
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		1791040
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		655903
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) [X] Unqualified **(2)** [ ] Qualified **(3)** [ ] Disclaimer **(4)** [ ] Adverse

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

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

(1) Name: MCGLADREY, LLP **(2)** EIN: 42-0714325

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.

Received by 401k Plus, Inc. 10-15-2012

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		5000000
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			

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)

Received by 401k Plus, Inc. 10-15-2012

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
INDEPENDENT BANKERS FINANCIAL CORPORATION EMPLOYEE SAVINGS PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
INDEPENDENT BANKERS FINANCIAL CORPORATION

D Employer Identification Number (EIN)
75-1892487

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): 58-1428634

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

Received by 401k Plus, Inc. 10-15-2012

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): _____

Received by 401k Plus, Inc. 10-15-2012

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):

Form **5558**
(Rev. June 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File Certain Employee Plan Returns

► **For Privacy Act and Paperwork Reduction Act Notice, see instructions.**

OMB No. 1545-0212

File With IRS Only

Part I Identification

A Name of filer, plan administrator, or plan sponsor (see instructions)
INDEPENDENT BANKERS FINANCIAL CORPORATION
Number, street, and room or suite no. (If a P.O. box, see instructions)
350 PHELPS DRIVE
City or town, state, and ZIP code
IRVING, TX 75038

B **Filer's identifying number (see instructions)**
Employer identification number (EIN)
75-1892487
Social security number (SSN) (see instructions)

C	Plan name	Plan number	Plan year ending — MM	DD	YYYY
1	INDEPENDENT BANKERS FINANCIAL CORPORATION EMPLOYEE SAVINGS PLAN	001	12	31	2011
2					
3					

Part II Extension of Time To File Form 5500 Series, and/or Form 8955-SSA

1 I request an extension of time until **10 / 15 / 2012** to file Form 5500 series (see instructions).
Note. A signature IS NOT required if you are requesting an extension to file Form 5500 series.

2 I request an extension of time until **10 / 15 / 2012** to file Form 8955-SSA (see instructions).
Note. A signature IS required if you are requesting an extension to file Form 8955-SSA.

The application **is automatically approved** to the date shown on line 1 and/or line 2 (above) if: **(a)** the Form 5558 is filed on or before the normal due date of Form 5500 series, and/or Form 8955-SSA for which this extension is requested, and **(b)** the date on line 1 and/or line 2 (above) is not later than the 15th day of the third month after the normal due date.

Part III Extension of Time To File Form 5330 *(see instructions)*

3 I request an extension of time until ____ / ____ / ____ to file Form 5330.
You may be approved for up to a 6 month extension to file Form 5330, after the normal due date of Form 5330.

a Enter the Code section(s) imposing the tax . . . . . ► **a**

b Enter the payment amount attached . . . . . ► **b**

c For excise taxes under section 4980 or 4980F of the Code, enter the reversion/amendment date . . . ► **c**

4 **State in detail why you need the extension:**

Under penalties of perjury, I declare that to the best of my knowledge and belief, the statements made on this form are true, correct, and complete, and that I am authorized to prepare this application.

Signature ► **Date** ►

Independent Bankers Financial Corporation Employee Savings Plan

Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year)
December 31, 2011
EIN: 75-1892487
PN: 001

	Identity of Issuer, Borrower, Lessor or Similar Party	Description of Investment	Fair Value
	Money market fund:		
*	Fidelity Investments	Fidelity Cash Reserves Fund - 2,429,267 shares	$ 2,429,267
	Mutual funds:		
	American Funds	American Europacific Growth Class R4 - 42,704.986 shares	1,475,457
*	Fidelity Investments	Spartan U.S. Equity Index Fund Investor Class - 29,910.505 shares	1,330,718
*	Fidelity Investments	Fidelity Intermediate Bond Fund - 149,369.680 shares	1,625,142
*	Fidelity Investments	Fidelity Growth Company Fund - 36,580.575 shares	2,959,003
	American Funds	American Balanced Fund Class A - 97,611.907 shares	1,777,513
	Vanguard	Vanguard Inflation-Protected Securities - 17,943.487 shares	253,182
	Baron Capital Group	Baron Small Cap Fund - 31,678.547 shares	726,389
	T. Rowe Price	T Rowe Price Mid Cap Growth Fund Advisor Class - 42,806.784 shares	2,213,967
	Royce	Royce Premier Fund - 103,246.605 shares	1,912,127
	Nicholas	Nicholas Equity Income Class I - 8,003.916 shares	117,097
	OppenheimerFunds	Oppenheimer Global Opportunities Class Y - 33,089.686 shares	893,091
	T. Rowe Price	T. Rowe Price Retirement 2010 Fund - 18,099.512 shares	271,855
	T. Rowe Price	T. Rowe Price Retirement 2020 Fund - 15,269.003 shares	242,930
	T. Rowe Price	T. Rowe Price Retirement 2030 Fund - 19,438.809 shares	321,518
*	Fidelity Investments	Fidelity U.S. Government - 1,614,424 shares	970,018
	Brown Advisory Funds	Brown Advisory Growth Equity Fund Institutional Class - 201,067.644 shares	2,561,602
*	Fidelity Investments	Fidelity Spartan Total Market Index Fund Investor Class - 27,244.572 shares	984,074
	Yacktman Funds	Yacktman Fund - 18,135.870 shares	317,559
		Total mutual funds	20,953,242
	Self-directed brokerage accounts:		
	Aberdeen Asset Management Inc	Aberdeen Asis Pacific Income FD - 1,330.389 Shares	9,752
	Agnico-Eagle Mines Ltd.	Agnico Eagle Mines Com - 22.261 Shares	809
	Allied Nevada Gold Corp.	Allied Nevada Gold Corp - 281 Shares	8,509
	Aurizon Mines	Aurizon Mines Com NPV - 708 Shares	3,490
	Barclays Bank	Barclays Bank PLC Crude Oil - 435 Shares	10,927
	Barrick Gold Corporation	Barrick Gold Corp - 107.399 Shares	4,860
	Baytex Energy	Baytex Energy Corp Com NPV - 85.822 Shares	4,797
	Bioelectronics Corp	Bioelectronics Corp - 360,500 Shares	1,442
	Central Group Alberta, Ltd	Central Fund of Canada Class A NPV - 1,087.465 Shares	21,324
	U.S. Global Investors	China Region Fund - 1,677.852 Shares	11,426
	Direxion Funds	Direxion Daily SML CAP Bull 3x SHS - 1,600 Shares	71,744
	DWS Investments	DWS Gold & Precious Metals - 550.241 Shares	8,276
	ETF Securities Ltd.	ETF Market Opportunities FD - 44.507 Shares	449
	ETF Securities Ltd.	ETFS Gold TR SHS - 65 Shares	10,070
	ETF Securities Ltd.	ETFS Palladium - 157 Shares	10,136
	ETF Securities Ltd.	ETFS Precious Metals Basket TR ETFS - 253 Shares	21,821
	Federated	Federated Bond Class A - 32.921 Shares	302
	Federated	Federated Clover Value Fund CL A - 191.224 Shares	2,778
	Federated	Federated high Income Bond Class A - 258.563 Shares	1,903
	Federated	Federated Intermed Corp Bond FD CL SS - 30.173 Shares	296
	Federated	Federated Int'l Strat Value Div Cl A - 490.732 Shares	1,762
	Federated	Federated Kaufmann Large Cap Fund - 257.845 Shares	2,620
	Federated	Federated Strategic Income Class A - 146.186 Shares	1,319
	Federated	Federated Strategic Value Dividend CL A - 704.136 Shares	3,408
*	Fidelity Investments	Fidelity Cash Reserves - 454,918.137 Shares	454,918
*	Fidelity Investments	Fidelity Select Medical Equip & System - 23.527 Shares	593
	Global X Funds	Global X FDS Global X Copper Mines - 671.967 Shares	8,628
	Global X Funds	Global X FDS Global X Uranium - 342.836 Shares	2,794
	U.S. Global Investors	Gold and Precious Metals Fund - 802.409 Shares	10,118
	Goldcorp Inc.	Goldcorp Inc Com NPV - 122.379 Shares	5,415
	Hecla Mining	Hecla Mining Co - 515.898 Shares	2,698
	ICON Funds	ICON Consumer Discretionary CL A - 65.464 Shares	642
	ICON Funds	ICON Information Technology CL S - 94.173 Shares	852

Independent Bankers Financial Corporation Employee Savings Plan

Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) (Continued)
December 31, 2011
EIN: 75-1892487
PN: 001

	Identity of Issuer, Borrower, Lessor or Similar Party	Description of Investment	Fair Value
	Self-directed brokerage accounts (continued):		
	IndexIQ	Indexiq ETF TR IQ Global Agribusiness Small Cap Equity ETF - 186 Shares	$ 4,196
	iShares	Ishares Barclays Treas Inflation Protected - 237.818 Shares	27,751
	iShares	Ishares Gold Trust Ishares - 300 Shares	4,569
	iShares	Ishares Silver - 1,470 Shares	39,602
	iShares	Ishares TR S&P Global Energy Sector Fund - 167.104 Shares	6,382
	Van Eck	Market Vectors ETF Gold Miners - 53.505 Shares	2,752
	Van Eck	Market Vectors ETF Minor Metals ETF - 53.233 Shares	794
	Molycorp	Molycorp INC Delaware COM - 23 Shares	552
	New Gold, Inc.	New Gold Inc Com - 909 Shares	9,163
	Newmont Mining Corp.	Newmont MNG Corp Holdings - 43.947 Shares	2,636
	Nexen Inc.	Nexen Inc Com - 140.707 Shares	2,239
	Petrobras Argentina	Petrobras Argentina SA Spon ADR Each - 109.683 Shares	1,384
	PowerShares	Powershares DB Commodity Index - 803 Shares	21,553
	PowerShares	Powershares DB Multi Sector Commodity - 1,492 Shares	43,089
	PowerShares	Powershares XTF Units - 256.531 Shares	4,323
	Precision Drilling	Precision DrillingCorporation Com NPV - 164 Shares	1,683
	ProShares	Proshares TR II Proshares Ultra DJ UBS Crude Oil New - 50 Shares	2,046
	ProShares	Proshares TR II Proshares Ultrashort DJ UBS Crude Oil New - 1.268 Shares	49,059
	ProShares	Proshares TR II Proshares Ultrashort Gold New - 4,826 Shares	95,603
	ProShares	Proshares TR II Proshares Ultrashort Silver New 2011 - 5,815 Shares	92,284
	ProShares	Proshares Ultra Short 30 FD - 315 Shares	4,823
	ProShares	Proshares Ultrashort 20+ YR - 125 Shares	2,258
	Rare Element	Rare Element Resources LTD COM - 126 Shares	410
	Sabine Royalty	Sabine Royalty TR Unit Ben INT - 77.242 Shares	4,870
	State Street Global Advisors	Sector SPDR Ben Int Consumer - 912.089 Shares	29,634
	State Street Global Advisors	Sector SPDR Ben Int Energy - 180.017 Shares	12,444
	State Street Global Advisors	Sector SPDR TR SHS BEN INT Utilities - 330.195 Shares	11,880
	Sliver Wheaton	Silver Wheaton Corporation - 573.674 Shares	16,614
	Sinopec Shanghai Petrochemical Co. Ltd.	Sinopec Shanghai Petrochemical - 63.024 Shares	2,084
	Southern Copper	Southern Copper Corp Del Com - 148.710 Shares	4,488
	State Street Global Advisors	SPDR Gold TR Gold SHS - 224 Shares	34,046
	State Street Global Advisors	SPDR S&P 500 ETF Trust Unit Series 1 - 1,232 Shares	155
	State Street Global Advisors	SPDR Ser S&P Oil&Gas - 231.840 Shares	12,216
	State Street Global Advisors	SPDR SER TR S&P Oil & Gas Equip - 231.490 Shares	8,023
	Sprott	Sprott Physical Gold Units - 657 Shares	9,067
	Taseko Mines Ltd.	Taseko Mines - 1,062 Shares	2,899
	Vanguard	Teucrium Commodity TR Corn FD SHS - 110 Shares	4,618
	Tocqueville	Tocqueville Gold Funt - 163.051 Shares	11,655
	UBS AG	UBS AG Jersey to Bloomberg Platinum - 513 Shares	8,270
	U.S. Global Investors	World Precious Minerals Fund - 748.673 Shares	9,868
	Yamana Gold	Yamana Gold inc Com NPV - 382.016 Shares	5,612
		Total self-directed brokerage accounts	1,308,472
	Certificates of deposit:		
	Aurora Bank	Interest rate of 1.46%	231,000
	Cathay Bank	Interest rate of 0.65%	245,000
	Community Bank	Interest rate of 0.60%	99,000
	Crestmark Bank	Interest rate of 0.60%	245,000
	Franklin Bank & Trust	Interest rate of 0.61%	245,000
	OneWestBank	Interest rate of 0.70%	245,000
	Pioneer Bank	Interest rate of 0.695%	245,000
	Texas First Bank	Interest rate of 1.00%	245,000
	Town North Bank	Interest rate of 0.44%	245,000
	Transportation Alliance Bank	Interest rate of 0.40%	245,000
		Total certificates of deposit	2,290,000
*	Participants	Notes receivable with an interest rate of 8.5%, due through August 2025	949,131
	Total assets		$ 27,930,112

*Party-in-interest to the Plan.

See Independent Auditor's Report.