







For a half century now, Quail Creek Bank has proven itself to be an institution full of "ability."

STABILITY. DURABILITY. SUSTAINABILITY.

The Gold Standard

The original Quail Creek Bank building is shown above.

To Our Shareholders

It is with immense pride and gratitude that I write this letter as we celebrate Quail Creek Bank's 50th anniversary. This incredible journey began on December 4, 1974, and it has been a privilege to play even a small part in our remarkable history. On behalf of the entire team, I extend our heartfelt thanks to you, our shareholders, for being integral to this milestone achievement.

From our humble beginnings, we have remained steadfast in our commitment to the core principles that define Quail Creek Bank: integrity, exceptional customer service, active community involvement, and financial strength. These guiding values have shaped our journey, driving decades of growth and evolution. They remain the foundation upon which we continue to build our success today.

Record-Breaking Financial Performance:

2024 was another record-breaking year for Quail Creek Bank. We achieved historic milestones, with total net loans closing the year at \$596 million and pre-tax income rising to \$15.4 million - both all-time highs for the bank. These achievements are the result of:

- 1. Our loyal and dedicated customer base,
- 2. Strategic and focused loan growth,
- 3. A relentless commitment to operational efficiency, and
- 4. Our emphasis on technology, positioning us as a leader in innovation among community banks.

Thanks to these efforts, Quail Creek Bank continues to rank among the nation's top-performing banks. For the most recent reporting period, we were ranked 301 out of 2,784 U.S. banks with assets between \$100 million and \$1 billion, based on a three-year average return on equity (ROE). Our three-year average pre-tax ROE stood at an impressive 20.17%, reflecting the strength of our strategy and execution.

Looking Toward the Future

As we commemorate this golden anniversary, we are filled with optimism for what lies ahead. The next 50 years represent an exciting opportunity to deepen our relationships with shareholders, customers, employees, and the communities we serve. Together, we will continue to chart a course toward even greater success.

The future is bright, and our dedication to innovation, excellence, and community engagement remains unwavering. As part of our forward-looking strategy, I am pleased to announce the promotion of Bryan
Petty to Executive Vice President. Building a leadership team that positions us

for continued success is a cornerstone of our planning, and Bryan's vision and expertise will play a vital role in shaping our future.

Our Gratitude

To our valued shareholders: thank you for your trust, loyalty, and partnership. Your unwavering support has been the cornerstone of our success, and we are honored to have you with us on this extraordinary journey. Here's to the next 50 years of shared growth, innovation, and prosperity.

With heartfelt appreciation,

Doug Fuller President & Chief Executive Officer

Eboard of Directors







Bert Olah, Jr. vice chairman of the board



Drug Fuller PRESIDENT CHIEF EXECUTIVE OFFICER



Steven R. Thompson INVESTMENTS



Carot Fehrle EXECUTIVE VICE PRESIDENT CHIEF OPERATING OFFICER



7ohn A. Workun EXECUTIVE VICE PRESIDENT CHIEF LENDING OFFICER



James <u>[. Seikel</u> INVESTMENTS



ay Wilkinson PRESIDENT & OWNER, JAY WILKINSON, LLC



Robert N. Croke, M.D. RETIRED SURGEON & PHYSICIAN

Kick Gorangon MANAGING PARTNER, CPAOKC PLLC

Annual Meeting

The annual meeting of Quail Creek Bancshares, Inc., stockholders will be held at 9 AM, Thursday, March 27th, 2025 J. David Davenport Board Room

Quail Creek Bank 2nd Floor

12201 N. May Ave. Oklahoma City, OK 73120

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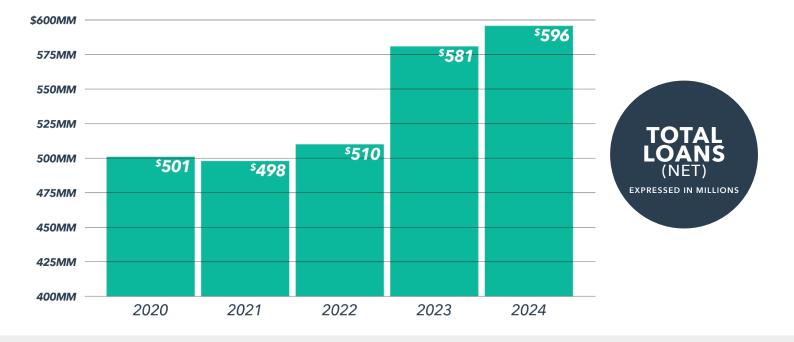
Consolidated Balance Sheet

December 31st		2024
ASSETS		
CASH AND DUE FROM BANKS	\$	6,169
INTEREST-BEARING DEPOSITS WITH BANKS	\$	39,382
SECURITIES AVAILABLE FOR SALE	\$	129,341
LOANS, NET OF ALLOWANCE FOR POSSIBLE LOAN LOSSES	\$	596,069
PREMISES & EQUIPMENT, NET	\$	4,905
OTHER REAL ESTATE OWNED, NET	\$	-
DEFERRED TAXES	\$	330
INTEREST RECEIVABLE AND OTHER ASSETS	\$	4,908
TOTAL ASSETS	\$	781,104
	=	
LIABILITIES AND STOCKHOLDERS' EQUITY		
LIABILITIES		
NON-INTEREST BEARING DEPOSITS	\$	182,390
INTEREST BEARING DEPOSITS	\$	521,515
TOTAL DEPOSITS	\$	703,905
BORROWINGS		-
INCOME TAX PAYABLE	\$	-
INTEREST PAYABLE AND OTHER LIABILITIES	\$	3,472
TOTAL LIABILITIES	\$	707,377
STOCKHOLDERS' EQUITY		
COMMON STOCK	\$	98
ADDITIONAL PAID IN CAPITAL	\$	2,496
RETAINED EARNINGS	\$	74,185
ACCUMULATED OTHER COMPREHENSIVE (LOSS) INCOME	\$	(2,727)
TREASURY STOCK (AT COST)	\$	(325)
TOTAL STOCKHOLDERS' EQUITY	\$	73,727
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$	781,104

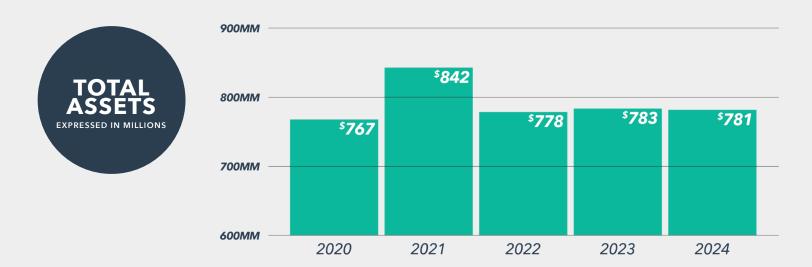
AAA03,900A0200,460A1131,320A1131,320A2497,705A3497,705A14,848A24,902A3335A3288	2022 2022 6,290 6,290 6,290 200 200 200 200 200 200 200 200 200	2023 5,976 61,258 125,343 580,647 4,851
40200,460113,56621131,320136,55932497,705501,313414,8484,9024233335288	66,740 185,991 509,782 4,841	61,258 125,343 580,647
40200,460113,56621131,320136,55932497,705501,313414,8484,90235335288	66,740 185,991 509,782 4,841	61,258 125,343 580,647
40200,460113,56621131,320136,55932497,705501,313414,8484,90235335288	66,740 185,991 509,782 4,841	61,258 125,343 580,647
21131,320136,55932497,705501,313414,8484,90235335288	185,991 509,782 4,841	125,343 580,647
32 497,705 501,313 41 4,848 4,902 - - - 35 335 288	509,782 4,841 -	580,647
41 4,848 4,902 - - - 35 335 288	4,841	
	-	4,851
	-	
	225	-
9 3,706 4,736	335	313
	4,519	4,871
28 842,274 766,745	778,498	783,259
225,242 185,107	224,402	193,124
49 537,710 502,247	481,949	512,151
51 762,952 687,354	706,351	705,275
	-	-
	-	-
55 2,256 2,835	2,365	3,625
16 765,208 690,189	708,716	708,900
98 98 98	98	98
2,249 2,111	2,317	2,394
37 70,938 70,328	72,537	74,515
6) 4,176 4,450	(4,796)	(2,297)
4) (395) (431)	(374)	(351)
32 77,066 76,556	69,782	74,359
8 842,274 766,745	778,498	783,259

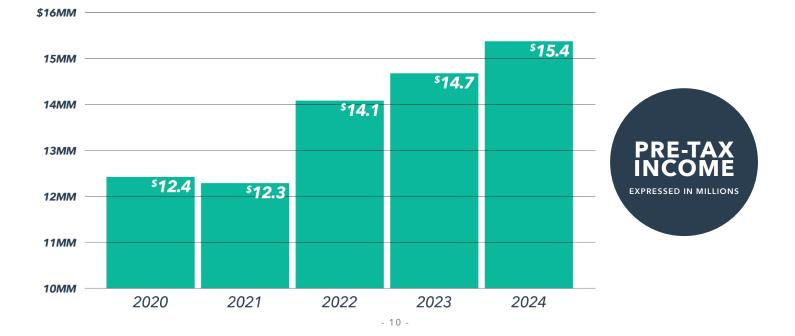
		2024
INTEREST INCOME		
LOANS	\$	42,785
SECURITIES, INCLUDES RECLASSIFICATION FOR REALIZED NET		
GAIN/LOSS ON SECURITIES AVAILABLE FOR SALE	\$	4,573
OTHER	\$	2,803
TOTAL INTEREST INCOME	\$	50,161
INTEREST EXPENSE		
DEPOSITS	\$	16,768
BORROWINGS	\$	2
TOTAL INTEREST EXPENSE	\$	16,770
NET INTEREST INCOME	\$	33,391
PROVISION FOR CREDIT LOSSES - LOANS	\$	1,200
PROVISION FOR CREDIT LOSSES - UNFUNDED COMMITMENTS	\$	
NET INTEREST INCOME AFTER PROVISION FOR POSSIBLE CREDIT LOSSES	\$	32,191
NON INTEREST INCOME		
SERVICE CHARGES ON DEPOSIT ACCOUNTS	\$	492
OTHER REAL ESTATE OWNED	\$	
OTHER SERVICE CHARGES AND FEES	\$	1,752
	\$\$	
OTHER SERVICE CHARGES AND FEES		
OTHER SERVICE CHARGES AND FEES TOTAL NON INTEREST INCOME		2,244
OTHER SERVICE CHARGES AND FEES TOTAL NON INTEREST INCOME NON INTEREST EXPENSE	\$	2,244
OTHER SERVICE CHARGES AND FEES TOTAL NON INTEREST INCOME NON INTEREST EXPENSE SALARIES AND EMPLOYEE BENEFITS	\$	2,244 11,697 587
OTHER SERVICE CHARGES AND FEES TOTAL NON INTEREST INCOME NON INTEREST EXPENSE SALARIES AND EMPLOYEE BENEFITS OCCUPANCY	\$ \$ \$	2,244 11,697 587
OTHER SERVICE CHARGES AND FEES TOTAL NON INTEREST INCOME NON INTEREST EXPENSE SALARIES AND EMPLOYEE BENEFITS OCCUPANCY FURNITURE AND EQUIPMENT	\$ \$ \$ \$	2,244 11,697 587 374
OTHER SERVICE CHARGES AND FEES TOTAL NON INTEREST INCOME NON INTEREST EXPENSE SALARIES AND EMPLOYEE BENEFITS OCCUPANCY FURNITURE AND EQUIPMENT OTHER REAL ESTATE OWNED	\$ \$ \$ \$ \$	2,244 11,697 587 374 1,383
OTHER SERVICE CHARGES AND FEESTOTAL NON INTEREST INCOMENON INTEREST EXPENSESALARIES AND EMPLOYEE BENEFITSOCCUPANCYFURNITURE AND EQUIPMENTOTHER REAL ESTATE OWNEDINFORMATION TECHNOLOGY	\$ \$ \$ \$ \$ \$ \$	2,244 11,697 587 374 1,383 4,955
OTHER SERVICE CHARGES AND FEES TOTAL NON INTEREST INCOME NON INTEREST EXPENSE SALARIES AND EMPLOYEE BENEFITS OCCUPANCY FURNITURE AND EQUIPMENT OTHER REAL ESTATE OWNED INFORMATION TECHNOLOGY OTHER EXPENSES	\$ \$ \$ \$ \$ \$ \$ \$ \$	2,244 11,697 587 374 1,383 4,955 18,996
OTHER SERVICE CHARGES AND FEES TOTAL NON INTEREST INCOME NON INTEREST EXPENSE SALARIES AND EMPLOYEE BENEFITS OCCUPANCY FURNITURE AND EQUIPMENT OTHER REAL ESTATE OWNED INFORMATION TECHNOLOGY OTHER EXPENSES TOTAL NON INTEREST EXPENSE	\$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	1,752 2,244 11,697 587 374 1,383 4,955 18,996 15,439 688

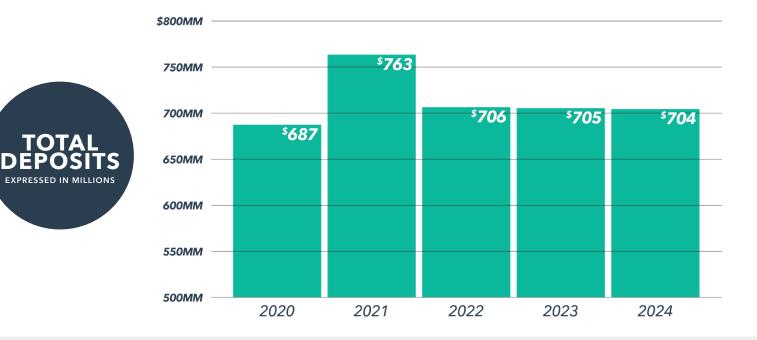
2023	2022	2021	2020
34,935	25,248	24,570	26,762
6,126	3,426	2,419	2,548
1,821	2,139	254	352
42,882	30,813	27,243	29,662
11,617	2,345	1,773	4,152
2			
11,619	2,345	1,773	4,152
31,263	28,468	25,470	25,510
195	400	550	1,275
105	-		-
30,963	28,068	24,920	24,235
505	614	635	605
-	-	1	60
1,313	1,676	1,682	1,300
1,818	2,290	2,318	1,965
11,288	10,223	9,562	9,234
587	511	457	434
339	307	244	263
_	52	-	-
1,488	967	924	730
4,363	4,170	3,790	3,183
18,065	16,230	14,977	13,844
14,716	14,128	12,261	12,356
466	584	642	479
14,250	13,544	11,619	11,877



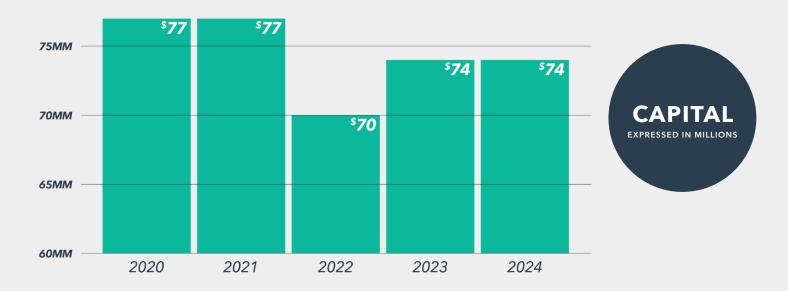
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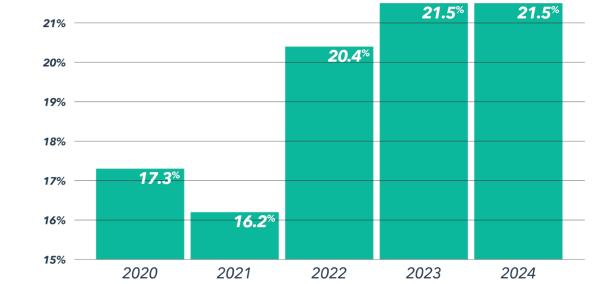




\$80MM



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PRE-TAX RETURN ON AVERAGE EQUITY 22%







Grief history

Quail Creek Bank opened in late 1974, the same year Mercy Health Center opened its new doors on a barren West Memorial Road. A year earlier, Northpark Mall (soon to feature OKC's first four-screen theater) came to life right across then two-lane May Avenue from the new Bank. About the only other commercial presence was the Gaslight Dinner Theater and a Phillips 66 service station (both on May, along the gravel road known as Northwest 122nd Street).

The first big spark had come in 1960, when Quail Creek Golf & Country Club helped launch a growth of upscale home ownership in far northwest Oklahoma City. By the late 1980s, the corridor around the new Quail Springs Mall began to really take off. Over the course of the next two decades, the area added Gaillardia Country Club, Chisholm Creek as well an explosion of new homes, restaurants and other retail outlets in the area along Memorial Road.

Oklahoma City's full renaissance began to unfold in the aftermath of the horrific 1995 Alfred P. Murrah Building Bombing, which took the lives of 168 Oklahomans. Following the lead of trusted civic and city leaders, the first of four MAPS projects brought life back to a downtown area left for dead a decade earlier in the fallout of the oil bust. The initial MAPS, approved by voters in December 1993, brought on a sales tax that most Oklahomans would agree were the best pennies ever spent. The 66-month tax collected \$309 million. Those dollars paid for public facility projects such as the Bricktown Ballpark, the Bricktown Canal, a new downtown library, a renovated Civic Center, and construction of a new sports and concert venue, first named the Ford Center, among others.

The latter development, now known as the Paycom Center, paved the way for a twist of fate that soon would truly put Oklahoma City on the global map. When Hurricane Katrina displaced the New Orleans Hornets from their flooded home in 2008, Oklahoma City officials worked tirelessly to make way for a temporary home for the NBA club at the new Ford Center. The rest is history. Three years later, OKC had its permanent NBA franchise when the Seattle Super Sonics were moved here and rebranded as the Oklahoma City Thunder. In the days since, the Oklahoma City star has never shone brighter. Just like the amazing, resilient city in which Quail Creek Bank calls home, the Bank's brightest days are ahead.







EXECUTIVE TEAM

DOUG FULLER PRESIDEN I CHIEF EXECUTIVE OFFICER

JAMES GRIFFITH SENIOR VICE PRESIDENT CHIEF FINANCIAL OFFICER JOHN A. WORKUN EXECUTIVE VICE PRESIDENT CHIEF LENDING OFFICER

ERIN D. BATEY SENIOR VICE PRESIDENT CHIEF COMMUNICATION AND INNOVATION OFFICER

CAROL FEHRLE EXECUTIVE VICE PRESIDENT CHIEF OPERATING OFFICER

JERIKA COFFMAN SENIOR VICE PRESIDENT CHIEF CREDIT OFFICER BRYAN PETTY EXECUTIVE VICE PRESIDENT

SENIOR VICE PRESIDENT			
STEVE BOYD	STEPHEN CARNS	SUMMER HOFFMAN	JEFFREY MASSAD
SENIOR VICE PRESIDENT	SENIOR VICE PRESIDENT	SENIOR VICE PRESIDENT	SENIOR VICE PRESIDENT
KENTON OWENS	DIANNA PRITCHETT	DAVID SINE	MICHAEL D. SPANN
SENIOR VICE PRESIDENT	SENIOR VICE PRESIDENT	SENIOR VICE PRESIDENT	SENIOR VICE PRESIDENT
TYLER STROUD SENIOR VICE PRESIDENT	MICHAEL THAGARD	ALAN WEBB SENIOR VICE PRESIDENT	

	SIDENT

ELISABETH ACOSTA VICE PRESIDENT

LACEY L. BIFFLE VICE PRESIDENT

DEREK BRIGGS VICE PRESIDENT

PHYLLIS FORD VICE PRESIDENT

JEFF HAYDEN VICE PRESIDENT

JULIE KIRK VICE PRESIDENT **COLE MARTIN** VICE PRESIDENT

BRYAN SCOTT

STEPHANIE MILLS VICE PRESIDENT

LAURA NUNNERY VICE PRESIDEN

REGAN ROBINETT VICE PRESIDENT

VICE PRESIDEN

JENNIFER ROBLES ASSISTANT VICE PRESIDENT

PAM DURAN ASSISTANT VICE PRESIDENT

TIM GOODWIN

COMPLIANCE OFFICER

SHELLI FISCUS

ASSISTANT VICE PRESIDENT

ADAM HOWELL ASSISTANT VICE PRESIDENT

CHRIS LONGWELL ASSISTANT VICE PRESIDENT

DAVID BAGGETT

JOBI SWEARENGIN MORTGAGE LOAN OFFICER

CRA OFFICER

ASSISTANT VICE PRESIDENT

KATHLEEN MASTBROOK

ALEX KRAMER CREDIT OFFICER

FRANKLIN SISLER OPERATIONS OFFICER

Quail Creek Bank