

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

**Part I Reporting Issuer**

1 Issuer's name  CBFH, Inc.		2 Issuer's employer identification number (EIN)  20-8339782	
3 Name of contact for additional information  Robert T. Pigott, Jr.	4 Telephone No. of contact  713-210-7612	5 Email address of contact  tpigott@communitybankoftx.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact  1415 Louisiana Street, Suite 400		7 City, town, or post office, state, and Zip code of contact  Houston, Texas 77002	
8 Date of action  07/22/2013		9 Classification and description  Common Stock	
10 CUSIP number  NA	11 Serial number(s)  NA	12 Ticker symbol  NA	13 Account number(s)  NA

**Part II Organizational Action** Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ Pursuant to an Agreement and Plan of Merger dated as of March 6, 2013 (the "Merger Agreement"), CBFH, Inc. ("CBFH") acquired VB Texas, Inc. ("VBT") by merger with and into CBFH at 11:59 p.m. on July 22, 2013 (the "Effective Date").

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ Pursuant to the Merger Agreement, each share of VBT capital stock outstanding immediately prior to the Effective Date was cancelled and converted into the right to receive 5.08 shares of CBFH common stock. In addition, cash was paid for any fractional share interest.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ For federal income tax purposes, the aggregate tax basis of the CBFH common shares received by VBT shareholders as a result of the merger (excluding any fractional share interest deemed received and redeemed for cash) will be the same as the aggregate tax basis of the VBT shares surrendered in exchange therefor, reduced by the amount of cash received on the exchange, and increased by the amount of any gain recognized upon the exchange. A former VBT shareholder must allocate the tax basis calculated across the total number of the shareholder's new CBFH common shares received in the merger a tax basis per share can be calculated. The actual tax basis will differ with respect to each separate former VBT shareholder and tax basis may differ with respect to separate and distinct blocks of common shares owned by any former VBT shareholder. To the extent that a VBT shareholder received cash in lieu of a fractional CBFH common share, a portion of the total tax basis must be allocated to the fractional share and such fractional share will be deemed to be received and then exchanged for cash. The holding period of any shares of CBFH common stock received by VBT shareholders in the merger generally will include the holding period of the shares of VBT common stock exchanged for such CBFH common stock.

**Part II Organizational Action** (continued)

**17** List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ \_\_\_\_\_  
 The merger of VBT into CBFH on July 22, 2013 qualifies as a reorganization within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended. In general, the income tax consequences to the former VBT shareholders are determined under the Internal Revenue Code sections 354, 356, 358 and 1221.

**18** Can any resulting loss be recognized? ▶ VBT shareholders generally will not recognize loss for U.S. federal income tax purposes due to the merger, except with respect to cash received in lieu of a fractional share of CBFH common stock. If a VBT shareholder receives cash in lieu of a fractional share of CBFH common stock, the VBT shareholder will be treated as having received a fractional share of CBFH stock pursuant to the merger and then as having exchanged the fractional share of CBFH common stock for cash in a redemption by CBFH. As a result, the VBT shareholder generally will recognize gain or loss equal to the difference between the amount received and the VBT shareholder's basis in the fractional share of CBFH common stock as set forth on line 16 above. This gain or loss generally will be capital gain or loss, and will be long-term capital gain or loss if, as of the Effective Date, the VBT shareholder's holding period with respect to the fractional share (including the holding period of the VBT common stock surrendered therefor) exceeds one year. Special rules apply to VBT shareholders who received their VBT common shares through the exercise of an employee stock option, through a tax qualified retirement plan or otherwise as compensation, and such VBT shareholders are instructed to consult their own tax advisors.

**19** Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ \_\_\_\_\_  
 The merger became effective on July 22, 2013; therefore, the reportable tax year is 2013.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

**Sign Here** Signature ▶ R.T. Pigott, Jr. Date ▶ September 9, 2013

Print your name ▶ Robert T. Pigott, Jr. Title ▶ Chief Financial Officer

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054