

GUARANTY BANCSHARES INC /TX/
 Form 144
 July 27, 2018

UNITED STATES
 SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

FORM 144
 NOTICE OF PROPOSED SALE OF SECURITIES
 PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933
 ATTENTION: Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

OMB APPROVAL
 OMB Number:
 3235-0101
 Expires: June 30,
 2020 Estimated
 average burden hours
 per response 1.00
 SEC USE ONLY
 DOCUMENT
 SEQUENCE NO.
 CUSIP NUMBER

1 (a) NAME OF ISSUER (Please type or print)
 Guaranty Bancshares, Inc.

(b) IRS IDENT. NO. 75-1656431
 (c) S.E.C. FILE NO. 001-38087

WORK LOCATION

(e) TELEPHONE NO. AREA NUMBER
 903 572-9881

1 (d) ADDRESS OF ISSUER STREET CITY STATE ZIP CODE
 201 South Jefferson Ave. Mt. Pleasant TX 75455

2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD
 Kirk L. Lee

RELATIONSHIP TO ISSUER
 Director/Officer

ADDRESS STREET CITY STATE ZIP CODE
 201 South Jefferson Ave Mt. Pleasant, TX 75455

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

| 3 (a) | (b) | SEC USE ONLY | (c) | (d) | (e) | (f) | (g) |
|---|--|---------------------------|--|--|---|--|--|
| Title of the Class of Securities To Be Sold | Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities | Broker-Dealer File Number | Number of Shares or Other Units To Be Sold (See instr. 3(c)) | Aggregate Market Value (See instr. 3(d)) | Number of Shares or Other Units Outstanding (See instr. 3(e)) | Approximate Date of Sale (See instr. 3(f)) (MO. DAY YR.) | Name of Each Securities Exchange (See instr. 3(g)) |
| Common Stock | FinTech Securities 1010 Huntcliff NE Suite 1230 Atlanta, GA 30350 | | * | ** | 11,960,722 | 7/27/18 through 9/14/18 | NASDAQ |

INSTRUCTIONS:

1. (a) Name of issuer
 (b) Issuer's I.R.S. Identification Number
 (c) Issuer's S.E.C. file number, if any
 (d) Issuer's address, including zip code

3. (a) Title of the class of securities to be sold
 (b) Name and address of each broker through whom the securities are intended to be sold
 (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)

- (e) Issuer's telephone number, including area code
- (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
- (e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
- (f) Approximate date on which the securities are to be sold
- (g) Name of each securities exchange, if any, on which the securities are intended to be sold

2. (a) Name of person for whose account the securities are to be sold

(b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)

(c) Such person's address, including zip code

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1147 (08-07)

TABLE I — SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

| Title of the Class | Date you Acquired | Nature of Acquisition Transaction | Name of Person from Whom Acquired (If gift, also give date donor acquired) | Amount of Securities Acquired | Date of Payment | Nature of Payment |
|--------------------|-------------------|---|--|-------------------------------|-----------------|---|
| Common Stock | Various | Issuer common stock allocated to Participant's account in the Issuer's KSOP | Guaranty Bancshares, Inc. Employee Stock Ownership Plan with 401(k) Provisions | 119,721 | Various | Rollover of funds from Participant's retirement account with prior employer to his account in Issuer's KSOP |

INSTRUCTIONS: If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

| Name and Address of Seller | Title of Securities Sold | Date of Sale | Amount of Securities Sold | Gross Proceeds |
|----------------------------|--------------------------|--------------|---------------------------|----------------|
| None | | | | |

REMARKS:

* On March 8, 2018, the shares to be sold were transferred from Kirk Lee's ("Participant") employer stock account in the Issuer's KSOP to an individual retirement account maintained by the Trust Department of Guaranty Bank & Trust, N.A. as IRA Custodian for Participant, through a rollover transaction permitted by the terms of the Issuer's KSOP. On April 26, 2018, Participant filed a Form 144 (the "April Form 144") relating to the proposed sale of 20,891 shares of the Issuer's common stock between April 27 and June 12, 2018. However, Participant did not sell any shares of the Issuer's common stock during the period specified in the April Form 144. Participant is filing this Form 144 to reflect his intention to sell up to 20,891 shares of the Issuer's common stock between July 27 and September 14, 2018.

** Based on closing market price of \$33.03 on July 26, 2018.

INSTRUCTIONS:

See the definition of “person” in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION: The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

July 27, 2018
Date of Notice

/s/ Randall R. Kucera, as attorney in fact
(Signature)

Date of Plan Adoption or Giving of Instruction, if Relying on Rule 10B5-1

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures. SEC 1147 (02-08)

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)