

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2015

Month / Day / Year

N/A

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

I, Nicholas S. Giuliano

Name of the Holding Company Director and Official

President / Director

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

American Bancorp of Illinois, Inc.

Legal Title of Holding Company

2901 Butterfield Road

(Mailing Address of the Holding Company) Street / P.O. Box

Oak Brook

IL

60523

City

State

Zip Code

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Physical Location (if different from mailing address)

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Person to whom questions about this report should be directed:

Anthony Uroni

VP Finance

Name

Title

708-273-8116

Area Code / Phone Number / Extension

708-273-8147

Area Code / FAX Number

auroni@panamerbank.com

E-mail Address

www.panamerbank.com

Address (URL) for the Holding Company's web page

*Nicholas S. Giuliano, President & Director*

Signature of Holding Company Director and Official

Date of Signature

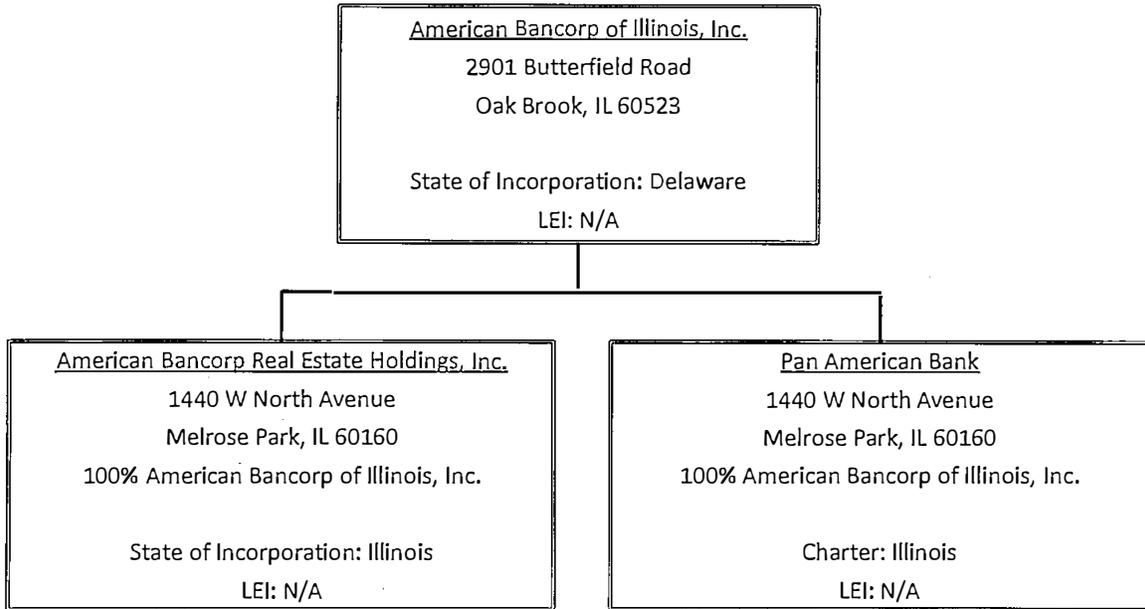
For holding companies not registered with the SEC— indicate status of Annual Report to Shareholders:  
 Is included with the FR Y-6 report  
 will be sent under separate cover  
 Is not prepared

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RSSD ID 3618545  
C.I. \_\_\_\_\_

Does the reporter request confidential treatment for any portion of this submission?  
 Yes Please identify the report items to which this request applies:  
 in accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.  
 The information for which confidential treatment is sought is being submitted separately labeled "Confidential."  
 No

American Bancorp of Illinois, Inc.  
Federal Reserve FR Y-6  
December 31, 2015

Report Item 2(a): Organization Chart



American Bancorp of Illinois, Inc.  
Federal Reserve FR Y-6  
December 31, 2015

**Report Item 2(a): Organization Chart**

*Companies reportable on the FR Y-10 and thus reportable on the FR Y-6:*

1. None
2. None
3. Pan American Bank
4. American Bancorp Real Estate Holdings, Inc.
5. None
6. None
7. None

*Companies not reportable on the FR Y-6 Organizational Chart:*

1. None
2. None
3. PAB Real Estate Holdings LLC
4. None
5. None
6. None
7. None
8. None
9. None
10. None

Results: A list of branches for your depository institution: PAN AMERICAN BANK (ID\_RSSD: 2343167).  
 This depository institution is held by AMERICAN BANCORP OF ILLINOIS, INC. (3618545) of OAK BROOK, IL.  
 The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

**Reconciliation and Modification Steps**

1. In the **Data Action** column of each branch row, enter one or more of the actions specified below.
2. If required, enter the date in the **Effective Date** column.

**Actions**

- OK:** If the branch information is correct, enter 'OK' in the **Data Action** column.
- Change:** If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the **Data Action** column and the date when this information first became valid in the **Effective Date** column.
- Close:** If a branch listed was sold or closed, enter 'Close' in the **Data Action** column and the sale or closure date in the **Effective Date** column.
- Delete:** If a branch listed was never owned by this depository institution, enter 'Delete' in the **Data Action** column.
- Add:** If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

**Submission Procedure**

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.  
 If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

**Note:**

To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of **Change, Close, Delete, or Add**.  
 The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

\* FDIC UNINUM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	2343167	PAN AMERICAN BANK	1440 WEST NORTH AVENUE	MELROSE PARK	IL	60160	COOK	UNITED STATES	56249	0	PAN AMERICAN BANK	2343167	
OK		Full Service	3965650	BELLWOOD BRANCH	2801 SAINT CHARLES ROAD	BELLWOOD	IL	60104	COOK	UNITED STATES	478550	2	PAN AMERICAN BANK	2343167	
OK		Full Service	4720641	LITTLE VILLAGE BRANCH	2627 WEST CERMAK ROAD	CHICAGO	IL	60608	COOK	UNITED STATES	Not Required	Not Required	PAN AMERICAN BANK	2343167	
OK		Full Service	3515372	NORTH PULASKI BRANCH	6232 NORTH PULASKI ROAD	CHICAGO	IL	60646	COOK	UNITED STATES	433298	1	PAN AMERICAN BANK	2343167	
OK		Full Service	980344	PALATINE BRANCH	1 EAST NORTHWEST HIGHWAY	PALATINE	IL	60067	COOK	UNITED STATES	Not Required	Not Required	PAN AMERICAN BANK	2343167	

Form FR Y-6  
**American Bancorp of Illinois, Inc.**  
**Fiscal Year Ending December 31, 2015**

**Report Item 3: Securities Holders**

(1)(a)(b)(c) and (2)(a)(b)(c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12/31/2015			Shareholders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12/31/2015		
(1)(a) Name & Address City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Daniel L. Goodwin Oak Brook, IL, USA	USA	3,993,334 Shares - 72.27% Common Stock Warrants for 4,166,666 additional shares (Total if exercised 8,160,000 being 80.88% if all warrants exercised)	None	None	None
Salomon J. Dayan, as trustee of the Salomon J. Dayan Trust u/a/d November 8, 1978 Evanston, IL, USA	USA	253,667 Shares - 4.59% Common Stock Warrants for 253,667 additional shares (Total if exercised 507,334 being 5.03% if all warrants exercised)			

Form FR Y-6  
American Bancorp of Illinois, Inc.  
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders  
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, City, State Country	(2) Principal Occupation If other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (Include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (Include names of other businesses)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	(4)(c) List names of other companies (Includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Daniel L. Goodwin Oak Brook, IL	Chairman & President: The Inland Group, Inc.	Chairman & CEO	Chairman & CEO (American Bancorp Real Estate Holdings, Inc.)	See Exhibit A	72.27% (80.88% with warrants)	N/A	See Exhibit B
Nicholas S. Gulliano Hinsdale, IL	Chairman & Co-CEO: Pan American Bank	President & Director	Chairman & Co-CEO (Pan American Bank) President & Director (American Bancorp Real Estate Holdings, Inc.)	See Exhibit A	4.58%	N/A	See Exhibit B
Frank Cerrone Bloomington, IL	Vice-Chairman, Co-CEO & President: Pan American Bank	Executive Vice President, Secretary, Director Director	Vice-Chairman, President & Co-CEO (Pan American Bank) Executive Vice President, Secretary, Director (American Bancorp Real Estate Holdings, Inc.)	See Exhibit A	4.58%	N/A	See Exhibit B
Roberto Ramirez Naperville, IL	CEO & President: Tidy LLC	Director	Director (Pan American Bank) Director (American Bancorp Real Estate Holdings, Inc.)	See Exhibit A	0%	N/A	See Exhibit B
Anthony Uroni Addison, IL	Executive Vice President & Chief Financial Officer: Pan American Bank	Vice President of Finance	Executive Vice President & Chief Financial Officer; Pan American Bank Vice President of Finance (American Bancorp Real Estate Holdings, Inc.)	N/A	0%	N/A	N/A

EXHIBIT A  
FR Y-6  
AMERICAN BANCORP OF ILLINOIS, INC.

Item 4(3)(c)  
Title and Positions with Other Businesses

<i>Mr. Daniel L. Goodwin</i>	
Name of Entity	Title and Position
Benedictine University	Vice Chairman Board of Trustees
Better Government Association	Director
Eagle I Financial Corp.	President / Director
Equity Shares Investors, LLC	President / Manager
FMS Holding Corp.	Director
IMC Mortgage Servicing Corporation	President / Director
Inland Acquisitions Advisor, Inc.	Director
Inland American Business Manager & Advisor, Inc.	Chairman
Inland Bancorp, Inc.	CEO / Chairman
Inland Business Manager & Advisor Group, Inc.	Director
Inland Diversified Business Manager & Advisor, Inc.	Director
Inland Investment Advisors, Inc.	Director
Inland Investment and Financial Holdings, Inc.	Chairman
Inland Mortgage Investment Corporation	Director
Inland Opportunity Business Manager & Advisor, Inc.	Director
Inland Private Capital Corporation	Director
Inland Real Estate Brokerage & Consulting, Inc.	Director
Inland Real Estate Brokerage, Inc. (Yorkville Office)	Director
Inland Real Estate Corporation	Director
Inland Real Estate Income Trust, Inc.	Chairman
Inland Real Estate Investment Corporation	Director
Inland Residential Business Manager & Advisor, Inc.	Chairman
Inland Residential Properties Trust, Inc.	Chairman
Inland Retail Business Manager & Advisor, Inc.	Chairman
IREIT Business Manager & Advisor, Inc.	Chairman
Kendall Investment Corporation	President / Director
The Inland Acquisitions Group, Inc.	Director
The Inland Group, Inc.	President / Chairman
The Inland Real Estate Group of Companies, Inc.	CEO / President / Chairman
The Inland Real Estate Group, Inc.	CEO / Chairman

<i>Mr. Nicholas S. Giuliano</i>	
Name of Entity	Title and Position
PI Realty Group, Inc.	President
NMG Holdings LLC	Manager

<i>Mr. Frank Cerrone</i>	
Name of Entity	Title and Position
Italian American Political Coalition	Director
Joint Civic Committee of Italian Americans (Not For Profit)	President

<i>Mr. Roberto Ramirez</i>	
Name of Entity	Title and Position
Tidy, LLC	Founder / President / CEO
Spanish Public Media Foundation (Not For Profit)	Founder / President / CEO
Jesus Guadalupe Foundation (Not For Profit)	Founder / President / CEO

EXHIBIT B  
FR Y-6  
AMERICAN BANCORP OF ILLINOIS, INC.

Item 4(4)(c)  
Interest in Other Entities

<i>Mr. Daniel L. Goodwin</i>	
Name of Entity	Percentage Owned
Kendall Investment Corporation	100.00%
Ginger Creek, Inc. (subsidiary of Kendall Investment Corp.)	100.00%
Inland Bancorp, Inc.	75.56%
The Inland Group, Inc.	69.76%
Inland North American Office Management Corp.	65.69%
Inland North American Retail Management Corp.	65.43%
Inland North American Property Management Corp.	62.10%
Park Shore Investments, LLC	25.00%
Park Shore Investments - Bellwood, LLC	25.00%

<i>Mr. Nicholas S. Giuliano</i>	
Name of Entity	Percentage Owned
NMG Holdings LLC	100.00%
PI Realty Group, Inc.	100.00%
Agent Realty Partners, LLC	50.00%
A & N Acquisitions, LLC	30.00%
Park Shore Investments - Bellwood, LLC	25.00%
Park Shore Investments, LLC	25.00%

<i>Mr. Frank Cerrone</i>	
Name of Entity	Percentage Owned
Park Shore Investments, LLC	25.00%
Park Shore Investments - Bellwood, LLC	25.00%

<i>Mr. Roberto Ramirez</i>	
Name of Entity	Percentage Owned
Tidy, LLC	100.00%