

**COPY**

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. § 3105(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)

Reporter's Name, Street, and Mailing Address

**Arthur Bancshares Corporation**

Legal Title of Holding Company

**411 S. Vine Street**

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

**Arthur**

**IL**

**61911**

City

State

Zip Code

N/A

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

**James Jurgens**

**President**

Name

Title

**217-543-2111**

Area Code / Phone Number / Extension

**217-543-3283**

Area Code / FAX Number

**jjurgens@statebankofarthur.com**

E-mail Address

N/A

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

**1. James Jurgens**

Name of the Holding Company Director and Official

**President**

Title of the Holding Company Director and Official

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.

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.

*James Jurgens*  
 Signature of Holding Company Director and Official  
 Feb 19, 2016

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

**For Federal Reserve Bank Use Only**

RSSD ID  
 C.I.

**1208447**

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

Form FR Y-6  
ARTHUR BANCSHARES CORP.  
Arthur, IL  
Fiscal year ending December 31, 2015

Report Item 1a: Form 10K Filed with the Securities and Exchange Commission

The Bank Holding Company is not registered with the SEC.

Report Item 1b: Annual Report to Shareholders

The Bank Holding Company (parent company only) financial statements are filed separately as part of this Annual Report. Consolidated financial statements are not normally prepared and certified financial statements are not required.

Report Item 2a: Organization Chart

Arthur Bancshares Corp.  
Arthur, Illinois  
Incorporated in Illinois  
LEI: N/A

State Bank of Arthur  
Arthur, Illinois  
100%  
direct ownership  
Incorporated in Illinois  
LEI: N/A

Note: None of the above entities have a LEI.

Report Item 2b: List of Domestic Branches

List of Domestic Branches was e-mailed to Federal Reserve Bank of Chicago on 01/13/2016.

Result: A list of branches for your depository institution: **STATE BANK OF ARTHUR (ID\_RSSD: 667632)**  
 The depository institution is held by **ARTHUR BANKSHARES CORP (170947)** of **ARTHUR, IL**.  
 The data are as of **12/31/2015**. Data reflects information that was received and processed through **01/07/2016**.

**Reconciliation and Verification 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, update 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 close 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 pageset up in MS Excel. Try using landscape orientation, page scaling, and/or fit of sheet 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 emailing 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 <https://yt10online.fedreserve.gov>.

\* FDIC UNIFORM 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 UNIFORM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK	12/31/2015	Full Service (Head Office)	667632	STATE BANK OF ARTHUR	411 SOUTH VINE STREET	ARTHUR	IL	61911	MOULTRIE	UNITED STATES	1194	0	STATE BANK OF ARTHUR	667632	
OK	12/31/2015	Limited Service	2043702	139 SOUTH VINE STREET OFFICE	139 SOUTH VINE STREET	ARTHUR	IL	61911-133	MOULTRIE	UNITED STATES	190168	1	STATE BANK OF ARTHUR	667632	

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ARTHUR BANCSHARES CORP.  
Arthur, IL  
Fiscal year ending December 31, 2015

Report Item 3: Shareholders

Report Item 3(1)

Current securities holders with ownership, control or holding of 5% or more with power to vote as of fiscal year ending 12/31/2015:

<u>Name and Address</u>	<u>Citizenship</u>	<u>Shares Owned</u>
Janet Winningham (1) Arthur, IL	United States	3,251 (18.247%)
James Winningham (1) Arthur, IL	United States	3,235 (18.157%)
James B. Jurgens (2) Arthur, IL	United States	6,426 (36.067%)
Kevin Huffman, Successor Trustee under Declaration of Trust dated 10/21/1996 (3) ██████ Arthur, IL 61911	United States	1,312 (7.364%)
Dorothea E. Dukeman (4) Arthur, IL 61911	United States	1,080 (6.062%)
Rick Winningham (1) Hillsborough, CA	United States	275 (1.543%)
Rick and Gale Winningham (1) Hillsborough, CA	United States	140 (0.786%)
Rhonda Aikman (1) Arthur, IL	United States	40 (0.225%)
Michael Aikman (1) Arthur, IL	United States	40 (0.225%)
Patricia M. Jurgens (2) Arthur, IL	United States	500 (2.806%)
David Jurgens (2) Riverside, IL	United States	120 (0.674%)

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Arthur, IL  
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Report Item 3(1) (continued)

Jennifer (Jurgens) Murphy (2) Charleston, SC	United States	120 (0.674%)
Kathryn (Jurgens) Lofy (2) Kirkland, WA	United States	120 (0.674%)
Michael Jurgens (2) Riverside, IL	United States	120 (0.674%)
Kevin Huffman (3) Arthur, IL	United States	40 (0.225%)
Kevin and Carol Huffman (3) Arthur, IL	United States	171 (0.960%)
Cheryl Huffman (3) Champaign, IL	United States	40 (0.225%)
Todd Dukeman (4) Arthur, IL	United States	80 (0.449%)

(1) Winningham family  
(2) Jurgens family  
(3) Huffman family  
(4) Dukeman family

(Note: 17,817 shares outstanding, 6,183 shares in treasury stock)

Report Item 3(2)

Security holders not listed in 3(1) that had ownership, control or holding of 5% or more with power to vote during the fiscal year ending 12/31/2015:

<u>Name and Address</u>	<u>Citizenship</u>	<u>Shares Owned</u>
N/A		

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Report Item 4: Insiders

Name and Address	Principal Occupation	Title and Position			Percentage of Common Stock Owned		
		Bank Holding Company	Subsidiary	Other Business Companies	Bank Holding Company	Subsidiary	Other Business Company
James L. Winningham Arthur, IL	Banking	Chairman	Chairman	None	18.157%	None	None
Janet L. Winningham Arthur, IL	Housewife	Director	Director	None	18.247%	None	None
Michael Aikman Arthur, IL	Banking	Director, Executive Vice-President	Director, Executive Vice-President	None	0.225%	None	None
James B. Jurgens Arthur, IL	Banking	President, Director	President, Director	None	36.067%	None	None
Patricia M. Jurgens Arthur, IL	Teacher	None	None	None	2.806%	None	None
Levi E. Yoder Lovington, IL	Farming	Director	Director	None	0.337%	None	None
Willis E. Kuhns Arthur, IL	Farming	Director	Director	Prairie Land Farms, Inc Mid-Way Farms	0.281%	None	50% 25%
Rhonda L. Aikman Arthur, IL	Housewife	Director	Director	None	0.225%	None	None
Douglas H. Jurgens Green Valley, AZ	Retired	Director	Director	None	1.235%	None	None
Kevin Huffman Arthur, IL	Accounting	Director	Director	McGuire, Yuhas, Huffman & Buckley, P.C. Huffman Family Limited Partnership	0.960%	None	20% 48%
Todd A. Dukeman Arthur, IL	Banking	Director	Director, Vice-President	None	0.449%	None	None
Scott J. Seegmiller Arthur, IL	Banking	Director	Vice-President	None	0.898%	None	None

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 Arthur, IL  
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Report Item 4: Insiders (continued)

Name and Address	Principal Occupation	Title and Position			Percentage of Common Stock Owned		
		Bank Holding Company	Subsidiary	Other Business Companies	Bank Holding Company	Subsidiary	Other Business Company
Rick Winningham Hillsborough, CA	CEO Theravance Biopharma Inc.	None	None	CEO, Theravance Biopharma Inc.	1.543%	None	None
Rick & Gale Winningham Hillsborough, CA	CEO, Housewife	None	None	None	0.786%	None	None
David Jurgens Riverside, IL	Sales Marketing	None	None	None	0.674%	None	None
Jennifer (Jurgens) Murphy Charleston, SC	Physician	None	None	None	0.674%	None	None
Kathryn (Jurgens) Lofy Kirkland, WA	Physician	None	None	None	0.674%	None	None
Michael Jurgens Riverside, IL	Sales Marketing	None	None	None	0.674%	None	None