

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):
12/31/2015

Month / Day / Year

NONE

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

I, Thomas Schuldts
Name of the Holding Company Director and Official
President & Director

Reporter's Name, Street, and Mailing Address
Buckley Bancorp, Inc

Legal Title of Holding Company

102 S Railroad PO Box 5

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

Buckley IL 60918

City

State

Zip Code

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.

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:

Jodi Behrens Vice President

Name

Title

217-394-2531

Area Code / Phone Number / Extension

217-394-2650

Area Code / FAX Number

jbehrens@buckleystatebank.com

E-mail Address

www.buckleystatebank.com

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

Thomas Schuldts
Signature of Holding Company Director and Official

Date of Signature

1-7-16

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 1492992
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

Report FR Y-6 Dec. 31, 2015

Item 2a-

Buckley Bancorp, Inc.
102 S Railroad PO Box 5
Buckley IL 60918

ORGANIZATION CHART

SHAREHOLDERS

100%

BUCKLEY BANCORP, INC.
102 S Railroad PO Box 5
Buckley, IL 60918
A Delaware Corporation

100%

BUCKLEY STATE BANK
102 S. Railroad PO Box 5
Buckley IL 60918
An Illinois Corporation

BUCKLEY BANCORP, INC DOES NOT HAVE AN LEI TO REPORT

Results: A list of branches for your holding company: **BUCKLEY BANCORP, INC. (1492992)** of **BUCKLEY, 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, 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)	316934	BUCKLEY STATE BANK	102 SOUTH RAILROAD STREET	BUCKLEY	IL	60918	IROQUOIS	UNITED STATES	7702	0	BUCKLEY STATE BANK	316934	

Form FR Y-6
 Item 3.1 Securities Holders
 Buckley Bancorp, Inc.
 Buckley IL
 Year Ending Dec. 31, 2015

<u>Name & Address</u>	<u>Country of Citizenship</u>	<u>Number of Shares</u>	<u>Percentage of Stock</u>
Vilas Lockerman Brookfield WI 53045	USA	1350 Common Stock	5.8%
Mary Lustfeldt Onarga IL 60955	USA	2900 Common Stock	12.6%
Family	USA	865 Common Stock	3.8%
Lloyd Lustfeldt(Spouse)	USA	125 Common Stock	0.5%
Lindsay Acres, Inc		255 Common Stock	1.1%
TOTAL		4145	18.0%
Roger Weber Buckley IL 60918	USA	1382 Common Stock	6.0%
Family	USA	400 Common Stock	1.8%
Rosemary Weber (Spouse)	USA	135 Common Stock	0.5%
Gilman Fertilizer Inc		35 Common Stock	0.1%
Weber Fertilizer Inc		472 Common Stock	2.1%
Weber Trucking Inc		399 Common Stock	1.7%
TOTAL		2823	12.2%
Russell Plath Buckley IL 60918	USA	700 Common Stock	3.1%
Family	USA	80 Common Stock	0.3%
Betty Plath(Spouse)	USA	650 Common Stock	2.8%
TOTAL		1430	6.2%
Charles W Pacey Paxton IL 60957	USA	970 Common Stock	4.3%
Family	USA	1005 Common Stock	4.3%
Judith Pacey (Spouse)	USA	53 Common Stock	0.2%
TOTAL		2028	8.8%

Item 3.2 Securities Holders
 Buckley Bancorp, Inc
 NONE

Form FR Y-6
Item 4 Insiders
Buckley Bancorp Inc
Buckley IL
Year Ending Dec. 31, 2015

<u>Name & Address</u>	<u>Principal Occupation</u>	<u>Position with Bancorp</u>	<u>Position with Subsidiary</u>	<u>Position with Other business</u>	<u>% of Stock Bancorp</u>	<u>% of Stock Subsidiary</u>	<u>Other Companies Ownership</u>
Charles W Pacey Paxton IL, USA	Retired Attorney	Chairman & Director	Chairman & Director	None	4.3%	N/A	None
Dennis Luhrsen Buckley IL, USA	Vice Chairman Buckley State Bank	Vice Chairman & Director	Vice Chairman & Director	None	0.9%	N/A	None
Fred Bauer Cissna Park, USA	Farming	Director	Director	None	1.2%	N/A	None
Roger Weber Buckley IL, USA	Fertilizer & Trucking	Director	Director	Pres: Weber Fert. Pres: Weber Trucking Pres: Gilman Fert	12.2%	N/A	Weber Fert 100% (1500/1500) Weber Trucking 100% (150/150) Gilman Fert. 100% (22500/22500)
Philip Scheiwe Cissna Park IL, USA	Farm Equip. Sales & Farming	Director	Director	None	0.7%	N/A	None
Thomas Schuldt Buckley IL, USA	President Buckley State Bank	President & Director	President & Director	None	0.7%	N/A	None
Jodi Behrens Buckley IL, USA	Cashier Buckley State Bank	None	Cashier	None	0.4%	N/A	None
Cherrie Hofer Buckley IL USA	Asst. Cashier Buckley State Bank	None	Asst. Cashier	None	0.4%	N/A	None
Mary Lustfeldt Onarga IL, USA	Retired from Farming	Principal Shareholder	None	Sec. Double L Inc Pres. Lindsey Acres	18.0%	N/A	Double L 40%(200/500) Lindsey Acres 100%(300/300)