



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

Not applicable

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

I, **Thomas A. Bloomer**

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

Calumet Bancorporation, Inc.

Legal Title of Holding Company

26 E. Main St. PO Box 149

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

Chilton

WI

53014

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:

Joyce Ditter

Secretary/Treasurer

Name

Title

920-849-9371

Area Code / Phone Number / Extension

920-849-9696

Area Code / FAX Number

jditter@statebankofchilton.com

E-mail Address

www.statebankofchilton.com

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

Signature of Holding Company Director and Official

03/08/2016

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 1133820
 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

Form FR Y-6

CALUMET BANCORPORATION, INC.
(PARENT COMPANY ONLY)
CHILTON, WISCONSIN U.S.A.
FISCAL YEAR ENDING DECEMBER 31, 2015

REPORT ITEM:

1: Not Applicable

2a: ORGANIZATIONAL CHART

CALUMET BANCORPORATION, INC.
(No LEI for this company)
Chilton, Wisconsin
Incorporated in Wisconsin



STATE BANK OF CHILTON
(LEI TSQQR4KZYL BZ0MLQ5D71)
Chilton, Wisconsin
Incorporated in Wisconsin

Calumet Bancorporation, Inc. owns 100% of the voting common stock of the State Bank of Chilton.

2b: Domestic Branch Listing submitted via email on March 3, 2016.

Results: A list of branches for your depository institution: STATE BANK OF CHILTON (ID_RSSD: 120542).
 This depository institution is held by CALUMET BANCORPORATION, INC. (1133820) of CHILTON, WI.
 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_RSSO*	Comments
OK		Full Service (Head Office)	120542	STATE BANK OF CHILTON	26 EAST MAIN STREET	CHILTON	WI	53014-014	CALUMET	UNITED STATES	7842	0	STATE BANK OF CHILTON	120542	
OK		Full Service	3503043	MILWAUKEE BRANCH	7155 NORTH 76TH STREET	MILWAUKEE	WI	53223	MILWAUKEE	UNITED STATES	437248	3	STATE BANK OF CHILTON	120542	
OK		Full Service	118343	401 WEST LAKE STREET OFFICE	401 WEST LAKE STREET	STOCKBRIDGE	WI	53088	CALUMET	UNITED STATES	8245	2	STATE BANK OF CHILTON	120542	

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Calumet Bancorporation, Inc.
 Chilton, WI
 Fiscal Year Ending December 31, 2015

Report Item 3: Securities Holders

Current Securities Holders with ownership, control or holdings of 5% or more with power to vote <u>as-of</u> fiscal year end.			Securities Holders not listed in 3(1)(a) through (3)(1)(c) that had ownership, control or holdings of 5% or more with power to vote <u>during</u> the fiscal year.		
(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
Caitlin M. Bloomer Malone, WI, USA	USA	Individual Shares 650 Shares 2.91%	None	None	None
Catherine Bloomer Malone, WI, USA	USA	Individual Shares 540 Shares 2.42%			
Jeffrey J. Bloomer Sun Prairie, WI, USA	USA	Individual Shares 650 Shares 2.91%			
Thomas A. Bloomer Malone, WI, USA	USA	Individual Shares 4779 Shares 21.38%			

Paul O. Gehl, WI, USA	Hilbert, USA	Individual Shares 1925 Shares 8.61%
Jonathan G. Groneng, Malone, WI, USA	USA	Individual Shares 568 Shares 2.54%
Marilyn B. Groneng, Malone, WI, USA	USA	Individual Shares 4104 Shares 18.36%
Thomas C. Groneng, Malone, WI, USA	USA	Individual Shares 568 Shares 2.54%
Laura J. Hoerth, Chilton, WI, USA	USA	Individual Shares 655 Shares 2.93%
Amy C. Johnson, Fond du Lac, WI, USA	USA	Individual Shares 650 Shares 2.91%
Janet Bloomer Sket, Chilton, WI, USA	USA	Individual Shares 4298 Shares 19.23%
Mikayla C. Sket, Chilton, WI, USA	USA	Individual Shares 102 Shares .46%

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Calumet Bancorporation, Inc.
Chilton, WI
Fiscal Year Ending DECEMBER 31, 2015

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

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & Address (City, State, Country)	Principal Occupation if other than with Holding Company	Title & Position with Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Securities in Holding Company	Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	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)
Catherine Bloomer Malone, WI, USA	Teacher	Principal Shareholder	NA	NA	2.42% Individual Shares .27% Joint Shares	NA	NA
Thomas A. Bloomer, Malone, WI, USA	President - State Bank of Chilton	President, Director & Principal Shareholder	President & Director - State Bank of Chilton	Partner - Calinvest	21.38% Individual Shares .27% Joint Shares	NA	NA
Ann M. Gilles Stockbridge, WI, USA	Retired Banker	Vice President & Director	Director - State Bank of Chilton	NA	0.13%	NA	NA

Jonathan G. Groneng Malone, WI, USA	Sales - Territory Manager	Principal Shareholder	NA	NA	2.54%	NA	NA
Marilyn B. Groneng Malone, WI, USA	Retired Teacher	Principal Shareholder	NA	NA	18.36%	NA	NA
Thomas C. Groneng Malone, WI, USA	Mechanic	Principal Shareholder	NA	NA	2.54%	NA	NA
Mark Harrison, Green Bay, WI, USA	Retired Accountant	Director	Director - State Bank of Chilton	NA	NA	NA	NA
Laura J. Hoerth Chilton, WI, USA	Executive VP - State Bank of Chilton	Director & Principal Shareholder	Executive VP & Director - State Bank of Chilton	Partner - Calinvest	2.93%	NA	NA
Amy C. Johnson Fond Du Lac, WI USA	Accountant	Principal Shareholder	NA	NA	2.91%	NA	NA
Jeffrey J. Bloomer, Sun Prairie, WI, USA	Accountant	Principal Shareholder	NA	NA	2.91%	NA	NA
Caitlin M. Bloomer, Malone, WI, USA	Student	Principal Shareholder	NA	NA	2.91%	NA	NA
Janet B. Sket Chilton, WI, USA	Homemaker / Retired Substitute Teacher	Principal Shareholder	NA	NA	19.23%	NA	NA
Mikayla C. Sket, Chilton, WI, USA	Student	Principal Shareholder	NA	NA	0.46%	NA	NA
Joyce Ditter Chilton, WI, USA	Vice President / Cashier - State Bank of Chilton	Secretary / Treasurer	Vice President / Cashier - State Bank of Chilton	NA	NA	NA	NA

Stephen W. Dvorak Chilton, WI, USA	Agriculture Implement, Parts & Service Dealer	Director	Director - State Bank of Chilton	*President - D&D Equipment Co., Inc. *President - DVO, Inc. *President - D&D Leasing Company of Chilton, Inc. *President - DVO Exports *Owner/Manager - Dvorak Enterprises LLC *Owner/Manager - DVO Ventures Inc. *Owner/Manager - DVO Licensing, Inc. *Owner/Manager - WTE Dallmann, LLC *Member - WTE, LLC *Member - Dvorak Renewable Investments *Member - Elk Haven Farms *1/3 Owner - Magic Dirt LLC	0.29%	NA	*D&D Equipment, Inc. (44%) *DVO, Inc. (40%) *D&D Leasing Co. of Chilton, Inc. (50%) *Dvorak Enterprises LLC (50%) *DVO Ventures Inc. (40%) *DVO Licensing Inc. (40%) *WTE Dallman LLC (50%) *WTE, LLC (50%) *Dvorak Renewable Investments (50%) *Elk Haven Farms (50%) *Magic Dirt LLC (33%)
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Paul O. Gehl Hilbert, WI, USA	Self Employed	Director	Director - State Bank of Chilton	*President & Director - Janie Gee Aviation, Inc. *Minority Owner - Elkhart Lake's Road America, Inc. *Shareholder - County Bancorp, Inc. *Trustee - Central Pension Fund of the Int'l Union of Operating Engineers *Director - LECET Board of the Laborers Union *Trustee - St. Norbert College *Director / Minority Owner - Faith Technologies *Director / Minority Owner - Hilbert Communications, LLC *Director - National Railroad Museum *President/Director - Gehl & Lunda Farm & Oil, Inc. *Owner - Village Centre Mini Mall *Minority Owner - Amerilux International LLC	8.61%	NA	*Janie Gee Aviation, Inc. 100% *Village Centre LLC 90% *Patriot Universal Holding LLC - 100% *Othmar Group - 100% *4 Show Biz - 25% *Athena Holdings, LLC - 50% *Amerilux International LLC - 29.85% *Amerilux Holdings - 29.85% *Amerilux Transportation LLC - 29.85% *Kerscher Building LLC - 50% *Advanced Archery - 100%
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Paul Gehl cont'd

*Minority Owner -
Amerilux Holdings
*Minority Owner -
Amerilux
Transportation LLC
*Minority Owner -
CEI Land
Development LLC
*Minority Owner -
Lake Park Swim &
Fitness
*Minority Owner -
Ledgestone
Vineyards LLC
*Minority Owner -
Cottages at
Woodside Green
*Minority Owner -
Calumet Venture
Fund I LP
*Owner - Patriot
Universal Holding
LLC
*Owner - Othmar
Group
*Minority Owner - 4
Show Biz
*Minority Owner -
Latentier LLC
*Minority Owner -
Country World
Productions, Inc.
*Minority Owner -
Brandbumps
Marketing Group,
Inc.
*Owner - Athena
Holdings, LLC

Paul Gehl cont'd

*Planning
Commission -
Village of Hilbert
*Minority Owner - T
Wall Master Limited
Partnership
*Minority Owner -
Calumet Optimine
Fund I LP
*Minority Owner -
Formtec LLC
*Minority Owner -
Spheretec LLC
*Minority Owner -
Branch2 Inc.
*Owner Advanced
Archery
* Half Owner
Kerscher Building
LLC
* Minority Owner -
Endowment Wealth
Management Inc.
* Minority Owner -
ETF Model
Solutions LLC
*Minority Owner -
Augusta Member
Holdings LLC