

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. § 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):

12/31/15

Month / Day / Year

549300W5FM7FW7TNJ843

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

I, **Charles O. Miller, Jr.**

Name of the Holding Company Director and Official

CEO

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

Reporter's Name, Street, and Mailing Address

Citizens Bank Holding, Inc.

Legal Title of Holding Company

301 N Rochester Street/PO Box 223

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

Mukwonago

WI

53149

City

State

Zip Code

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.

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Douglas Persich

CFO

Name

Title

262-363-8500 4946

Area Code / Phone Number / Extension

262-363-8520

Area Code / FAX Number

dpersich@citizenbank.com

E-mail Address

www.citizenbank.com

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

Charles O. Miller, Jr.
Signature of Holding Company Director and Official
3/14/16
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.

1207132

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

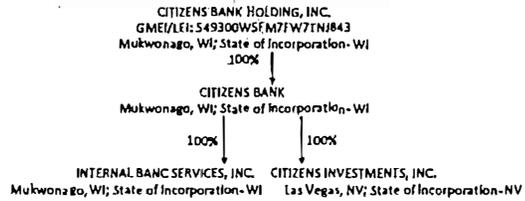
ANNUAL REPORT FY-6
CITIZENS BANK HOLDING, INC.
Year ended December 31, 2015

REPORT ITEMS

1.) Annual Report to Shareholders:

The bank holding company prepares an annual report for its shareholders. Three copies are included with this report.

2a.) Organizational Chart:



2b.) Submitted via e-mail on 3/14/2016

**the LEI is for Citizens Bank Holding Inc. Other entities listed on the organization chart do not have a LEI.

Date Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	Cty	State	Zip Code	County	Country	FDICUNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	783844	CITIZENS BANK	301 NORTH ROCHESTER STREET	MUKWONAGO	WI	53149	WAUKESHA	UNITED STATES	8252	0	CITIZENS BANK	783844	
OK		Full Service	2077323	BIG BEND BRANCH	W230S9125 CLARK STREET	BIG BEND	WI	53103	WAUKESHA	UNITED STATES	228815	1	CITIZENS BANK	783844	
OK		Full Service	2104911	IVERNON BRANCH	W236S7050 BIG BEND DRIVE	BIG BEND	WI	53103	WAUKESHA	UNITED STATES	228817	3	CITIZENS BANK	783844	
OK		Full Service	3511507	EAGLE BRANCH	S90W35680 COUNTY ROAD NN	EAGLE	WI	53119	WAUKESHA	UNITED STATES	228822	8	CITIZENS BANK	783844	
OK		Full Service	3258156	EAST BROOK BRANCH	2541 A MAIN STREET	EAST TROY	WI	53120	WALWORTH	UNITED STATES	426770	11	CITIZENS BANK	783844	
OK		Full Service	2521161	EAST TROY BRANCH	3238 WEST MAIN STREET	EAST TROY	WI	53120	WALWORTH	UNITED STATES	228820	6	CITIZENS BANK	783844	
OK		Full Service	2077314	GENESSEE DEPOT BRANCH	W307S4821 HIGHWAY 83	MUKWONAGO	WI	53149	WAUKESHA	UNITED STATES	228816	2	CITIZENS BANK	783844	
OK		Unltd Service	2562539	LINDEN GROVE NURSING HOME BRANCH	841 COUNTY ROAD NN EAST	MUKWONAGO	WI	53149	WAUKESHA	UNITED STATES	228821	7	CITIZENS BANK	783844	
OK		Full Service	2030832	PARKVIEW BRANCH	1010 NORTH ROCHESTER STREET	MUKWONAGO	WI	53149-168	WAUKESHA	UNITED STATES	363725	10	CITIZENS BANK	783844	
OK		Full Service	3511486	RIVERVIEW CENTER BRANCH	827 SOUTH ROCHESTER STREET	MUKWONAGO	WI	53149	WAUKESHA	UNITED STATES	228818	4	CITIZENS BANK	783844	
OK		Full Service	2357735	MUSKEGO BRANCH	574W17001 JANESVILLE ROAD	MUSKEGO	WI	53150	WAUKESHA	UNITED STATES	228819	5	CITIZENS BANK	783844	
OK		Full Service	2877989	NEW BERLIN BRANCH	5450 SOUTH MOORLAND ROAD	NEW BERLIN	WI	53151	WAUKESHA	UNITED STATES	228823	9	CITIZENS BANK	783844	
OK		Full Service	3614190	WAUKESHA OFFICE	2109 CORPORATE DRIVE	WAUKESHA	WI	53189	WAUKESHA	UNITED STATES	441899	12	CITIZENS BANK	783844	

Form FR Y-6
Citizens Bank Holding, Inc.
Mukwonago, Wisconsin
Year Ended December 31, 2015

Report Item 3: Securities Holders

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

Current securities holders with ownership, control or holding of 5% or more with power to vote as of fiscal year ending 12/31/15			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 during the fiscal year ending 12/31/14		
(1)(a) Name City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Dorothy M. Gollmar Trust Rochester, WI	USA	91,456 11.4%	N/A	N/A	N/A
Robert Gollmar Rochester, WI	USA	547 0.68%			
Allice Gail Phillips Rochester, WI	USA	4,000 0.50%			
Sandra Edwards Rochester, WI	USA	4,000 0.05%			
Total Gollmar Family		100,003 12.50%			
205 MacArthur LLC (Warren Hansen Sr) Mukwonago, WI	USA	63,652 8.0%			
Warren E Hansen Jr & Eunice Hansen Delavan, WI	USA	20,060 2.5%			
Wayne & Donna MarIn Waterloo, WI	USA	19,576 2.4%			
Andrew C Hansen Delavan, WI	USA	540 0.7%			
Anne C Hansen Fitchburg, WI	USA	812 0.1%			
Timothy W Hansen Delavan, WI	USA	812 0.1%			
Jill & Kevin Wattles Falls Church, VA	USA	696 0.1%			
Tood & Jacquelin Martin Sun Prairie, WI	USA	1,376 0.2%			
Total Hansen Family		107,524 13.44%			
James & Dorothy Watson Rev Tst Pewaukee, WI	USA	28,703 3.6%			
Daniel J Watson Mesa, AZ	USA	2,868 0.4%			
Sarah E Watson LaCrosse, WI	USA	2,868 0.4%			
Al Lustig & Janice Watson Trust Thiensville, WI	USA	26,740 3.3%			
Andrew Lustig Thiensville, WI	USA	3,848 0.5%			
Richard & Christine Watson Rev Trust Richmond, VA	USA	15,544 1.9%			
Catharine De Renzls Richmond, VA	USA	216 0.0%			
Total Watson Family		80,787 10.10%			

Form FR Y-6
Citizens Bank Holding, Inc.
Mukwonago, Wisconsin
Year Ended 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 Bank Holding Company	(3)(a) Title & Position with Bank 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 Securities In Bank Holding Company	(4)(b) Percentage of Voting Securities In Subsidiaries (Include names of subsidiaries)	(4)(c) List names of other companies (includes partnership) if 25% or more of voting securities are held (List names of companies and of % of voting securities held)
Patrick D. McAdams Oconomowoc, WI	Property Management	Director	Director - Citizens Bank of Mukwonago Director - Internal Banc Services, Inc.	N/A	1.4%	N/A	N/A
John P. Macy Waukesha, WI	Attorney	Director	Director - Citizens Bank of Mukwonago Director - Internal Banc Services, Inc.	Partner - Arenz, Molter, Macy & Riffle, S.C.	0.4%	N/A	Partner - Arenz, Molter, Macy & Riffle, S.C. - 25 %
Michael F. Connor DDS Mukwonago, WI	Dentist	Director	Director - Citizens Bank of Mukwonago Director - Internal Banc Services, Inc. Director - Citizens Investments, Inc.	Dentist - Principal Officer Mukwonago Family Dentistry LLC Owner - Jefferson Manor Apartments Partner - MFD LLC Owner - Mill Park LLC	0.3%	N/A	Mukwonago Family Dentistry LLC (33.33%) Jefferson Manor Apartments (100%) MFD LLC (50%) Mill Park LLC (100%)
Francis J. Wagner Waterford, WI	N/A	Director and Chairman of the Board	Director and Chairman of the Board - Citizens Bank of Mukwonago Director and Chairman of the Board - Internal Banc Services, Inc.	N/A	1.5%	N/A	Norway-Alre Investments, LLC (50%) FCJD Investments, LLC (100%) ICF Management Co., LLC (50%)
Charles O. Miller, Jr. Brookfield, WI	N/A	Director, Secretary, CEO	Director, Secretary, CEO - Citizens Bank of Mukwonago Director, Secretary and CEO - Internal Banc Services, Inc. Director - Citizens Investments, Inc.	N/A	0.3%	N/A	N/A
Douglas R. Bruins Mukwonago, WI	N/A	Director and President	Director and President - Citizens Bank of Mukwonago Director, President and Treasurer - Internal Banc Services, Inc. Director - Citizens Investments, Inc.	N/A	0.4%	N/A	N/A
Warren E. Hansen, Jr. Delavan, WI	Engineer	Director	Director - Citizens Bank of Mukwonago Director - Internal Banc Services, Inc.	Owner - Farris, Hansen & Associates S.C.	2.6%	N/A	Farris, Hansen & Associates S.C. - 100% WEH Properties, LLC - 100% F&H Partners - 100% Riverview Village Development, LLC - 33%
Ann Zess East Troy, WI	Business Owner - Manufacturing	Director	Director - Citizens Bank of Mukwonago Director - Internal Banc Services, Inc.	Owner - Allan Integrated Control Systems Inc.	0.1%	N/A	Allan Integrated Control Systems Inc. - 100%
Cheryl Sment Waukesha, WI	Business Owner - Construction	Director	Director - Citizens Bank of Mukwonago Director - Internal Banc Services, Inc.	Owner - Interstate Sealant & Concrete Inc.	0.0%	N/A	Interstate Sealant & Concrete Inc. - 100%
Warren E. Hansen Sr. Mukwonago, WI	N/A	N/A	N/A	N/A	8.0%	N/A	N/A
Dorothy M. Gollmar Trust Rochester, WI	N/A	N/A	N/A	N/A	11.4%	N/A	N/A