



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.

I, Joe C. Doan

Name of the Holding Company Director and Official

Chairman of the Board

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.

Signature of Holding Company Director and Official

09/04/2015

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 1209538
 C.I. _____

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

June 30, 2015

Month / Day / Year.

N/A

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

Reporter's Name, Street, and Mailing Address

Farmers Bancorp, Frankfort, IN, The

Legal Title of Holding Company

P. O. Box 129

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

Frankfort IN 46041
 City State Zip Code

9 East Clinton Street

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Marcie Nickols Comptroller

Name Title

765-654-2619 3315

Area Code / Phone Number / Extension

765-654-2627

Area Code / FAX Number

marcie.nickols@thefarmersbank.com

E-mail Address

www.thefarmersbank.com

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

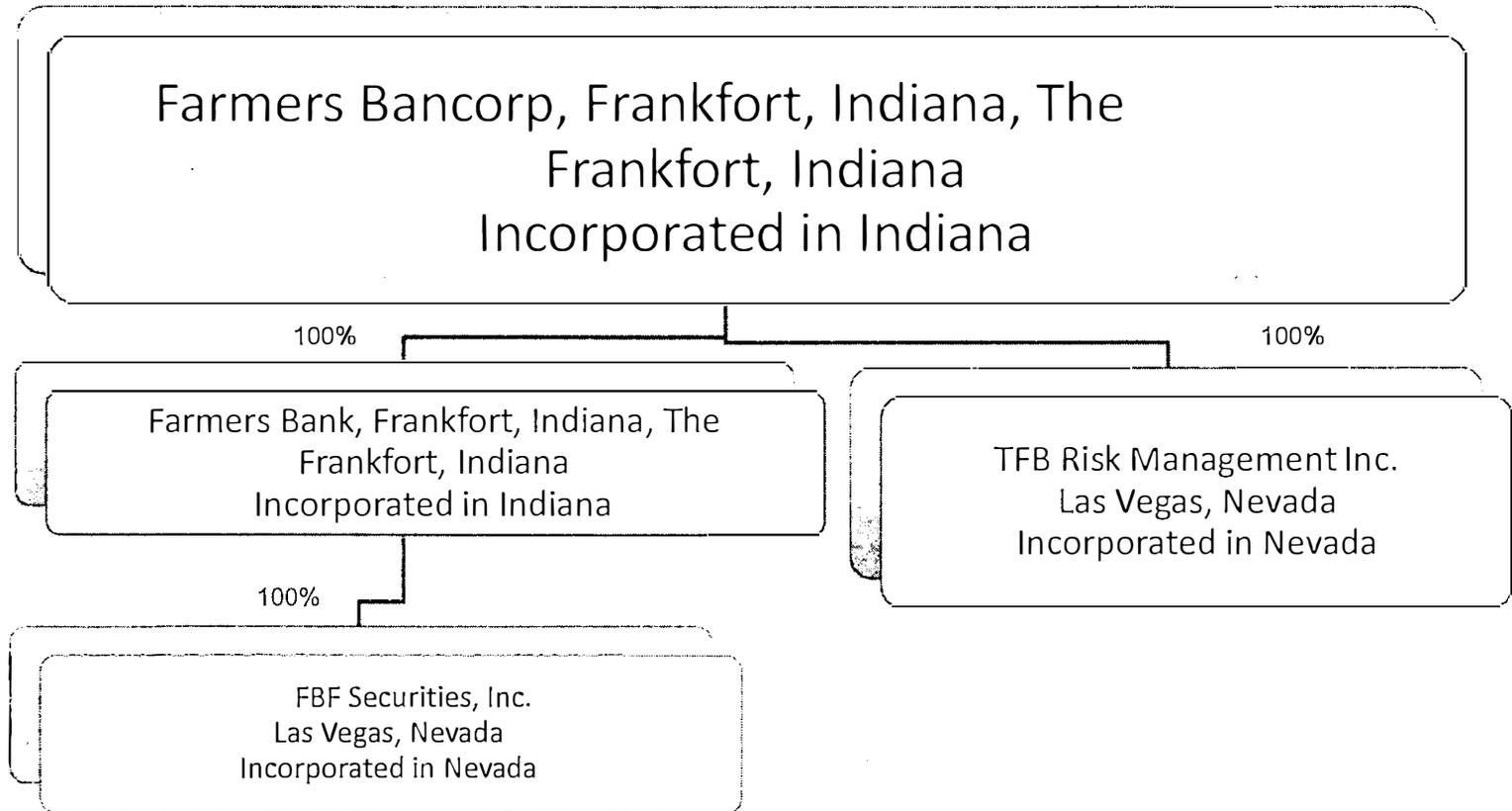
Does the reporter request confidential treatment for any portion of this submission?

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

The Farmers Bancorp Organizational Chart Fiscal Year Ending June 30, 2015



Results: A list of branches for your holding company: FARMERS BANCORP, FRANKFORT, INDIANA, THE (1209538) of FRANKFORT, IN. The data are as of 06/30/2015. Data reflects information that was received and processed through 10/06/2015.

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)	423449	FARMERS BANK, FRANKFORT, INDIANA, THE	9 EAST CLINTON STREET	FRANKFORT	IN	46041	CLINTON	UNITED STATES	8125		FARMERS BANK, FRANKFORT, INDIANA, THE	423449	
ok		Full Service	4225230	FISHERS OFFICE	7126 EAST 116TH STREET	FISHERS	IN	46038	HAMILTON	UNITED STATES	515537		FARMERS BANK, FRANKFORT, INDIANA, THE	423449	
ok		Limited Service	2101004	MAINSTREET MARKET OFFICE	2021 EAST WABASH STREET	FRANKFORT	IN	46041	CLINTON	UNITED STATES	227953		FARMERS BANK, FRANKFORT, INDIANA, THE	423449	
ok		Limited Service	2087706	WESLEY MANOR BRANCH	1555 NORTH MAIN	FRANKFORT	IN	46041-11	CLINTON	UNITED STATES	227952		FARMERS BANK, FRANKFORT, INDIANA, THE	423449	
ok		Full Service	2084385	KIRKLIN BRANCH	110 NORTH MAIN	KIRKLIN	IN	46050	CLINTON	UNITED STATES	227949		FARMERS BANK, FRANKFORT, INDIANA, THE	423449	
ok		Full Service	3499203	LEBANON BRANCH	2304 NORTH LEBANON STREET	LEBANON	IN	46052	BOONE	UNITED STATES	359717		FARMERS BANK, FRANKFORT, INDIANA, THE	423449	
ok		Full Service	2120210	MICHIGANTOWN OFFICE	219 MAIN STREET	MICHIGANTOWN	IN	46057	CLINTON	UNITED STATES	227950		FARMERS BANK, FRANKFORT, INDIANA, THE	423449	
ok		Full Service	2087715	MULBERRY BRANCH	145 EAST JACKSON STREET	MULBERRY	IN	46058	CLINTON	UNITED STATES	227951		FARMERS BANK, FRANKFORT, INDIANA, THE	423449	
ok		Full Service	4235118	NOBLESVILLE OFFICE	16940 CLOVER ROAD	NOBLESVILLE	IN	46060	HAMILTON	UNITED STATES	516276		FARMERS BANK, FRANKFORT, INDIANA, THE	423449	
ok		Full Service	2442220	SHERIDAN OFFICE	987 SOUTH WHITE AVENUE	SHERIDAN	IN	46069	HAMILTON	UNITED STATES	227954		FARMERS BANK, FRANKFORT, INDIANA, THE	423449	

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The Farmers Bancorp, Frankfort Indiana
Fiscal Year Ending 6/30/2015

Report Item 3: Securities Holders

Current Securities Holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 6/30/15			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 06/30/2015		
(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
N/A			N/A	N/A	N/A

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Report Item 4: Insiders

(1) Names & Address (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 (The Farmers Bank)	(3)(c) Title & Position with Other Businesses (Include names of other businesses)	(4)(a) Percentage of Voting Securities in Holding Company	(4)(b) Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	(4)(c) List name of other companies (Includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Thomas Crawford Frankfort, IN USA	Retired Hospital Administrator	Director	Director	None	0.12%	None	None
Brad Cunningham Frankfort, IN USA	Banker	Vice President & Secretary	Senior Vice President and Commercial Loan Manager	None	0.02%	None	None
Joe C. Doan Frankfort, IN USA	Insurance	Director & Chairman of the Board	Director & Chairman of the Board	Frankfort Development Corp.	0.48%	None	None
Warren Johnson Carmel, IN USA	Business Owner	Director	Director	S-Mart Holdings, Inc., President Heatland Properties, LLC Member/Manager Coyote Enterprises Inc., President	0.07%	None	None
Chad Kozuch Frankfort, IN USA	Banker	None	Chief Financial Officer & Information Security Officer	Coach Kids - Director Rainbow Haven - Director	0.01%	None	None
Jack W. Ransom Frankfort, IN USA	Kramer Brothers Lumber Co. Inc. President	Director	Director	Frankfort Development Corp. Secretary Brush Creek Developers, Inc. President	1.24%	None	Kramer Brothers Lumber Co., Inc. - 50%
Stephen G. Rothenberger Frankfort, IN USA	Retired Trust Investment Officer/ The Farmers Bank	Director	Director	The Rothenberger Family Limited Partnership General Partner Ermac Inc. - Director & President	0..13%	None	Rothenberger Family Farms Limited Partnership - 32% Ermac Inc. - 50%
R. Kent Ryan Jr, Frankfort, IN USA	Retired Attorney	Director & Secretary to the Board	Director & Secretary to the Board	None	4.97%	None	None
Edwin C. Sahn Indianapolis, IN USA	Restaurant Owner	None	None	Sahn's Food Service Inc., President Roost Inc., Pres., ECS Mechanical Inc., President	0.04%	None	Sahn's Food Service 80%, Roost Inc., 78.95% ECS Mechanical Inc., 60%, Sahn's @ 96th Inc., 100%

(1) Names & Address (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 (The Farmers Bank)	(3)(c) Title & Position with Other Businesses (Include names of other businesses)	(4)(a) Percentage of Voting Securities in Holding Company	(4)(b) Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	(4)(c) List name of other companies (Includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
				Sahm's @ 96th Inc., Pres., Sahm's Place Inc., Pres., Rockstone II Inc., Pres., Rockstone III Inc., Pres., Sahm's Real Estate Investments Inc., Pres., Huntzinger Shoppes, LLC, Pres., AL 116 LLC, Pres., Sahm's Catering Inc., Pres., EGSJER, LLC, Pres., Sahm's Al Parkwood Inc., President Sahm's Companies Inc., President PRU Inc., President, Hoss Canteen Inc, President			Sahm's Place Inc., 60%, Rockstone II Inc., 60%, Rockstone III Inc., 60%, Sahm's Real Estate Investments Inc., 51%, Huntzinger Shoppes, LLC, 45% AL 116 LLC, 80%, Sahm's Catering Inc., 60%, Sahm's Al Parkwood Inc., 60%, Sahm's Companies Inc., 51% PRU Inc., 40%, Hoss Canteen Inc, 40%
Stanley K. Smith Frankfort, IN USA	General Contractor	Director & Recording Secretary	Director & Recording Secretary	Gill Construction, Inc. President	0.30%	None	Gill Construction - 100%
Karen I. Miller Frankfort, IN USA	Banker	President	President & Chief Executive Officer	None	0.10%	None	None
Steven C. Reynolds Kirklin, IN USA	Banker	None	Senior Vice President of Operations	None	0.01%	None	None
Paul E. Cox Lafayette, IN USA	Banker	Treasurer	Senior Vice President & Chief Credit Officer	None	0.01%	None	None
Rita McIntosh Frankfort, IN USA	Banker	None	Senior Vice President of Retail Banking	Board Member of Wesley Manor Inc. (Member- Governance Committee & Member- Executive Committee)	0.001%	None	None
James D. Moore Frankfort, IN USA	Attorney	Director	Director	Ryan, Moore & Cook - Partner, MOKA Realty, LLC - Member, 257 S. Main Street LLC - Member, St. Vincent Frankfort Hospital - Trustee	0.87%	None	None