

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, Thomas M. Johannesen

Name of the Holding Company Director and Official

Chairman, President & 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.

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

03/18/2016

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.

2130778

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

December 31, 2015

Month / Day / Year

None

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

Reporter's Name, Street, and Mailing Address

First Community Financial Corporation

Legal Title of Holding Company

165 S. Randall Rd.

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

Elgin

IL

60123

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Joyce Lueth

Secretary

Name

Title

847-622-8800 1328

Area Code / Phone Number / Extension

847-622-8861

Area Code / FAX Number

jlueh@firstcombank.com

E-mail Address

www.firstcombank.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."

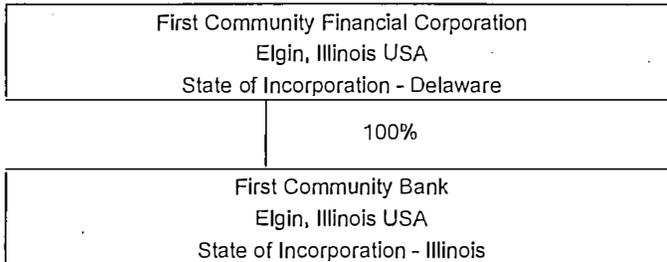
No

First Community Financial Corporation  
Elgin, Illinois  
FR Y-6 Report Items  
December 31, 2015

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1 Annual reports to shareholders  
Consolidated annual report will be available and forwarded at a later date.

2(a) First Community Financial Corporation has no LEI to report.  
First Community Bank has no LEI to report.



2(b) Domestic Branch Listing  
Submitted via email on 3/18/16

3.1 Securities Holders:  
Schedule Attached

3.2 Securities holders not listed in 3.1  
None

4 Insiders  
Schedule Attached

Results: A list of branches for your depository institution: **FIRST COMMUNITY BANK (ID\_RSSD: 2108348)**.  
 This depository institution is held by **FIRST COMMUNITY FINANCIAL CORPORATION (2130778)** of **ELGIN, 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) | 2108348         | FIRST COMMUNITY BANK             | 165 SOUTH RANDALL ROAD | ELGIN | IL    | 60123    | KANE   | UNITED STATES | 48149        | 0              | FIRST COMMUNITY BANK | 2108348              |          |
| OK          |                | Full Service               | 3511721         | TYLER CREEK PLAZA BANKING CENTER | 50 TYLER CREEK PLAZA   | ELGIN | IL    | 60123    | KANE   | UNITED STATES | 357052       | 2              | FIRST COMMUNITY BANK | 2108348              |          |

First Community Financial Corporation  
Elgin IL  
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)<br>Name & Address (City, State, Country)   | (1)(b)<br>Country of<br>Citizenship or<br>Incorporation | (1)(c)<br>Number and<br>Percentage of Each<br>Class of Voting<br>Securities | (2)(a)<br>Name & Address<br>(City, State, Country)   | (2)(b)<br>Country of<br>Citizenship or<br>Incorporation | (2)(c)<br>Number and<br>Percentage of Each<br>Class of Voting<br>Securities |
| Thomas M. Johannesen Trust<br>Thomas M. Johannesen Trustee<br>Elgin, IL USA   | U.S.A.  | 100,704<br>22.41%   | None   |   |   |
| Claire C. Johannesen Trust<br>Claire C. Johannesen Trustee<br>Elgin, IL USA   | U.S.A.  | 10,864<br>2.42%   |  |   |   |
| Thomas M. Johannesen, Jr.<br>Chicago, IL USA  | U.S.A.  | 4,400<br>0.98%  |  |   |   |
| Mary C. Johannesen Schmidt<br>Palatine IL USA   | U.S.A.  | 800<br>0.18%  |  |   |   |
| Mary C. Johannesen Schmidt<br>Timothy P. Schmidt<br>Palatine IL USA   | U.S.A.  | 580<br>0.13%  |  |   |   |
| Kathleen J. Tomei<br>Elmhurst IL USA  | U.S.A.  | 1,400<br>0.31%  |  |   |   |
| Francis F. Callahan<br>Houston TX USA   | U.S.A.  | 3,450<br>0.77%  |  |   |   |
| Barbara Johannesen Trust<br>Barbara Johannesen Trustee<br>Hinsdale IL USA   | U.S.A.  | 17,500<br>3.89%   |  |   |   |

First Community Financial Corporation  
Elgin IL  
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 Bank Holding Company | Title & Position with Bank 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 Bank 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)  |
| Charles H. Bumldge<br>Elgin, Illinois U.S.A.       | Retired Architect  | Director                                   | Director<br>First Community Bank, Elgin                            | Director<br>Valley Creek of Elgin, Inc.   | Common - 2.59%   | N/A   | N/A  |
| Charles P. Dunning<br>West Dundee, Illinois U.S.A. | Auctioneer   | Vice Chairman & Director                   | Vice Chairman & Director<br>First Community Bank, Elgin            | President<br>Dunning's, Inc.  | Common - 2.10%   | N/A   | Dunning's, Inc.<br>% of ownership equal to or greater than 25%   |
| Richard L. Heimberg<br>Elgin, Illinois U.S.A.      | Attorney   | Director                                   |  | Partner<br>Brady & Jensen   | Common - 1.98%   | N/A   | Home Mountain Limited Partnership<br>% of ownership equal to or greater than 25%   |
| William A. Hoffer<br>Elgin, Illinois U.S.A.        | President,<br>Hoffer Plastics Corporation                    | Director                                   | Director<br>First Community Bank, Elgin                            | President<br>Hoffer Plastics Corporation  | Common - 1.02%   | N/A   | Hoffer Plastics Corporation<br>% of ownership equal to or greater than 25%   |
| K. Richard Jakle<br>Elgin, Illinois U.S.A.         | Chairman & President<br>Fox Valley Broadcasting Co., Inc.    | Director                                   | Director<br>First Community Bank, Elgin                            | Chairman & President<br>Fox Valley Broadcasting Co., Inc.<br>Chairman & President<br>Big Broadcasting Co., Inc.<br>Chairman & President<br>Las Vegas Radio Co., Inc.<br>Chairman & President<br>Las Vegas Radio Land Co., Inc.<br>Chairman & President<br>Radio Shopping Show, Inc. | Common - 3.09%   | N/A   | Fox Valley Broadcasting Co., Inc.<br>% of ownership equal to or greater than 25%<br>Big Broadcasting Co., Inc.<br>% of ownership equal to or greater than 25%<br>Las Vegas Radio Co., Inc.<br>% of ownership equal to or greater than 25%<br>Las Vegas Radio Land Co., Inc.<br>% of ownership equal to or greater than 25%<br>Radio Shopping Show, Inc.<br>% of ownership equal to or greater than 25% |
| Thomas M. Johannesen<br>Elgin, Illinois U.S.A.     | Chairman / CEO<br>First Community Bank                       | Chairman/Director<br>President & CEO       | Chairman / CEO<br>First Community Bank, Elgin                      | Manager<br>FCF Lenders, LLC   | Common - 22.41%<br>In addition, Johannesen's wife & adult children/spouses & grandchildren collectively owns 19,444 common shares (4.32%). | N/A   | FCF Lenders, LLC<br>37.04%   |
| Michael J. Kenyon<br>South Elgin, IL U.S.A.        | Farmer   | Director                                   | Director<br>First Community Bank, Elgin                            | Treasurer<br>Kenyon Brothers Co.  | Common - 4.35%   | N/A   | Kenyon Brothers Co.<br>% of ownership equal to or greater than 25%   |
| Brian Ziegler<br>Elgin, Illinois U.S.A.            | Retired Retailer   | Director                                   | Director<br>First Community Bank, Elgin                            | Chairman of the Board<br>Z Hardware   | Common - 2.26%   | N/A   | N/A  |
| Claire C. Johannesen<br>Elgin, IL U.S.A.           | Retired  | None                                       | None   | N/A   | Common - 2.42%   | N/A   | N/A  |
| Thomas M. Johannesen, Jr<br>Chicago, IL U.S.A.     | Businessman  | None                                       | None   | Partner<br>Ernst & Young  | Common - 0.98%   | N/A   | N/A  |

Form FR Y-6

First Community Financial Corporation  
 Elgin IL  
 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 Bank Holding Company | Title & Position with Bank 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 Bank 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) |
| Mary C. Johannesen Schmidt Palatine, IL U.S.A. | Educator   | None                                       | None   | N/A  | Common - 0.31%  | N/A   | N/A   |
| Kathleen J. Tomei Elmhurst, IL U.S.A.          | Educator   | None                                       | None   | N/A  | Common - 0.31%  | N/A   | N/A   |
| Francis F. Callahan Houston, TX U.S.A.         | Businesswoman  | None                                       | None   | Alumni Executive Director Lamar High School                                | Common - 0.77%  | N/A   | N/A   |
| Barbara Johannesen Hinsdale, IL U.S.A.         | Retired  | None                                       | None   | N/A  | Common - 3.89%  | N/A   | N/A   |