



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

N/A

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

I. Patrick Kaveney

Name of the Holding Company Director and Official

EVP & Director

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

First Eagle Bancshares, Inc.

Legal Title of Holding Company

1201 West Madison

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

Chicago

IL

60607

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:

Pam Tennant

VP/Cashier

Name

Title

630-893-3800

Area Code / Phone Number / Extension

630-893-4038

Area Code / FAX Number

ptennant@febank.com

E-mail Address

www.febank.com

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

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.

1492956

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

FIRST EAGLE BANCSHARES, INC.
 HANOVER PARK, ILLINOIS
 December 31, 2015

Report Item

- 1) Annual Report to Shareholders

The BHC does not prepare an annual report for its shareholders.

- 2) (a) Organizational Chart

See attached.

- (b) Branch Verification

Submitted via e-mail on March 10, 2016

- 3) Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12/31/15:

<u>Name & Address/ Country of Citizenship</u>	<u>Shares</u>	<u>% Ownership</u>
Lorabelle Salk Revocable Trust Lorabelle Salk, Trustee Chicago, IL. 60611 U.S. Citizenship	11,021	6.72% *
GST Trust for Andrew Salk Andrew Salk, Trustee Chicago, IL. 60611 U.S. Citizenship	27,236	16.62% *
GST Trust for Ellen Salk Ellen Salk, Trustee Chicago, IL. 60611 U.S. Citizenship	27,237	16.62% *
GST Trust for Scott Salk Scott Salk, Trustee Chicago, IL. 60611 U.S. Citizenship	26,236	16.01% *
Andrew Salk Chicago, IL 60614 U.S. Citizenship	14,106	8.60%

*Andrew Salk has voting proxy.

Shareholders not listed above that had ownership control or holdings of 5% or more with power to vote during the fiscal year ending 12/31/15:

None.

- 4) Insiders

See attached.

Report Item 2: Organizational Chart

FIRST EAGLE BANCSHARES, INC.

(LEI) NA
1201 West Madison Street
Chicago, IL 60607
Incorporated in Delaware

FIRST EAGLE BANK

100% Owned by Holding Company
(LEI) NA
1201 West Madison Street
Chicago, IL 60607
Incorporated in Illinois

Results: A list of branches for your depository institution: **FIRST EAGLE BANK (ID_RSSD: 759045)**.

This depository institution is held by **FIRST EAGLE BANCSHARES, INC. (1492956)** of CHICAGO, 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)	759045	FIRST EAGLE BANK	1201 WEST MADISON	CHICAGO	IL	60607	COOK	UNITED STATES	32126	0	FIRST EAGLE BANK	759045	
OK		Full Service	3508150	HANOVER PARK BRANCH	1040 EAST LAKE	HANOVER PARK	IL	60133	DUPAGE	UNITED STATES	362391	1	FIRST EAGLE BANK	759045	

Form FRY-6

First Eagle Bancshares, Inc.
Hanover Park, IL
12/31/15

Report Item 4: Insiders

<u>Name & Address</u>	<u>Principal Occupation if other than Bank HC</u>	<u>Title or Position with Bank HC</u>	<u>Title or Position w/ Subsidiary of H/C</u>	<u>Title or Position with Other Businesses</u>	<u>% of Voting Shares in BHC</u>	<u>Companies In which 25%+ Voting Securities are held</u>
Joel Salk Chicago, IL. 60611	NA	Chairman & Director	Vice Chairman/Director First Eagle Bank	NA	0.62%	NONE
Andrew Salk Chicago, IL. 60614	NA	Vice Chairman & Director	President/Director First Eagle Bank	NA	8.60%	NONE
Andrew Salk ** Chicago, IL. 60614	NA	NA	NA	NA	55.97%	NONE
Patrick Kaveney Cary, IL. 60013	NA	EVP & Director	Exec. V.P./CFO Director First Eagle Bank	NA	0.59%	NONE
Rose Wageman Cary, IL. 60013	NA	EVP & Director	Exec. V.P./CLO Director First Eagle Bank	NA	0.57%	NONE
James Field Highland Park , IL. 60035	Attorney	Director	Director First Eagle Bank	Partner, Field & Goldberg LLC	0.76%	FG II, LLC 50% FG VIA 50% FIELD & GOLDBERG LLC 50%
Gilbert W. Bassett Jr. Western Springs , IL 60558	Professor	Director	Director First Eagle Bank	Prof.of Finance & Assoc. Dean of Business, University of Illinois at Chicago	0.004%	NONE
Adam Winick Highland Park , IL 60035	Real Estate Management	Director	Director First Eagle Bank	Principal, ICM Properties, Inc	0.004%	ICM PROPERTIES , INC 40% SAWBILL PROPERTIES, INC 99% 1801-03 W BRYON LLC 33% 4814 N WOLCOTT LLC 62% 525 W Barty No 1 LLC 33% Lill Street Prop LLC 49 %

** Andrew Salk has the voting proxy for the 4 trust accounts listed in Item 3.