

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
549300FDJT2WEFOJP085

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

I, **Robert R. Yohanan**

Reporter's Name, Street, and Mailing Address

Name of the Holding Company Director and Official

First Evanston Bancorp, Inc.

Chairman & CEO

Legal Title of Holding Company

Title of the Holding Company Director and Official

820 Church Street

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.

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

Evanston **IL** **60201**
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:

John R. Lynch **Managing Director-CFO**

Name Title

847-733-7400

Area Code / Phone Number / Extension

847-733-7400

Area Code / FAX Number

jlynch@firstbt.com

E-mail Address

www.firstbt.com

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

Signature of Holding Company Director and Official

03/22/2016

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 2339656
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

First Evanston Bancorp, Inc.
Annual Report of Bank Holding Companies

The following information regarding First Evanston Bancorp, Inc. is being submitted in order to complete the Annual Report of Bank Holding Companies (FRY-6) filing requirement. In addition to the information contained, the 2015 First Evanston Bancorp, Inc. Annual Report has been attached. All information is as of December 31, 2015.

REPORT ITEMS

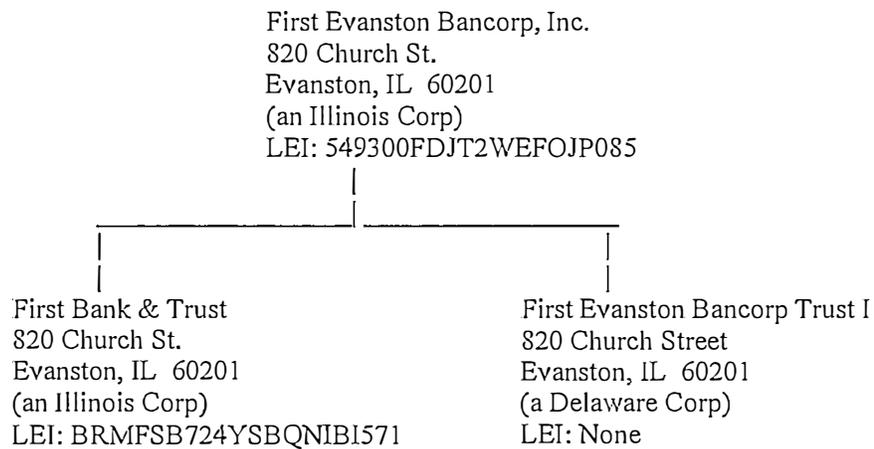
Report Item 1a. Form 10-K filed with the SEC

None.

Report Item 1b. Annual Reports to Shareholders

See Attached.

Report Item 2a. Organization Chart:



Note: First Evanston Bancorp, Inc. owns 100% of First Bank & Trust and First Evanston Bancorp Trust I.

Results: A list of branches for your holding company: FIRST EVANSTON BANCORP, INC. (2339636) of EVANSTON, 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://f10online.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)	2333298	FIRST BANK & TRUST	820 CHURCH STREET	EVANSTON	IL	60201	COOK	UNITED STATES	36139	0	FIRST BANK & TRUST	2333298	
OK		Full Service	2609153	2925 CENTRAL STREET OFFICE	2925 CENTRAL STREET	EVANSTON	IL	60201	COOK	UNITED STATES	3576251	2	FIRST BANK & TRUST	2333298	
OK		Full Service	3964680	741 MAIN STREET OFFICE	741 MAIN STREET	EVANSTON	IL	60202	COOK	UNITED STATES	4782777	5	FIRST BANK & TRUST	2333298	
OK		Limited Service	3544420	824 EMERSON STREET OFFICE	824 EMERSON STREET	EVANSTON	IL	60201	COOK	UNITED STATES	452313	3	FIRST BANK & TRUST	2333298	
OK		Full Service	4227850	ITASCA BRANCH	1250 NORTH ARLINGTON HEIGHTS ROAD	ITASCA	IL	60143	DUPAGE	UNITED STATES	510543	6	FIRST BANK & TRUST	2333298	
OK		Full Service	4419833	55 SHUMAN BOULEVARD BRANCH	55 SHUMAN BOULEVARD, SUITE 100	NAPERVILLE	IL	60563	DUPAGE	UNITED STATES	Not Required	Not Required	FIRST BANK & TRUST	2333298	
OK		Full Service	4371436	4007 DEANSTER STREET BRANCH	4007 DEANSTER STREET	SKOKIE	IL	60076	COOK	UNITED STATES	Not Required	Not Required	FIRST BANK & TRUST	2333298	
OK		Full Service	3604146	8047 SKOKIE BOULEVARD OFFICE	8047 SKOKIE BOULEVARD	SKOKIE	IL	60077-2929	COOK	UNITED STATES	460987	4	FIRST BANK & TRUST	2333298	
OK		Full Service	3391277	1100 GREEN HAY ROAD OFFICE	1100 GREEN HAY ROAD	WINNETKA	IL	60093	COOK	UNITED STATES	294915	1	FIRST BANK & TRUST	2333298	

Report Item 2b.

See Attached. \

Report Item 3.

(1) List of Shareholders that directly or indirectly owns, controls or holds with power to vote 5 percent or more of any class of voting securities of the bank holding company:

Robert R. Yohanan	229,325	Common Shares Owned
Kenilworth, IL 60043	<u>96,900</u>	Options to Purchase Common Shares
U.S. Citizen	326,225	Total Shares and Options (17.09%)
Simon P. Yohanan	7,920	Common Shares Owned
Evanston, IL 60201	<u>7,850</u>	Options to Purchase Common Shares
U.S. Citizen	15,770	Total Shares and Options (.83%)
Howard I. Kain	101,949	Common Shares Owned
Evanston, IL 60203	<u>2,700</u>	Options to Purchase Common Shares
U.S. Citizen	104,649	Total Shares and Options (5.48%)
Owen E. Beacom	64,950	Common Shares Owned
River Forest, IL 60305	<u>45,500</u>	Options to Purchase Common Shares
U.S. Citizen	110,450	Total Shares and Options (5.79%)

The total number of shares used to calculate the individual percentage of shares controlled is 1,908,385 and is as follows:

Number of Shares Issued and Outstanding	1,656,665
Number of Options Issued and Outstanding	<u>251,720</u>
Total Number of Common Shares	1,908,385

(2) List of Shareholders not listed in section 3(1) that owned or controlled 5 percent or more of any class of voting securities of the bank holding company during the fiscal year for which the report is being filed:

None.

Report Item 4.

Directors and Officers:

- 1) Robert R. Yohanan
Kenilworth, IL 60043
Total Shares Controlled: 326,225
Percentage of Shares Issued
and Outstanding: 17.09%

-Managing Director, Chairman and Chief Executive Officer, First Evanston Bancorp, Inc.
and First Bank & Trust
-Board Member, Evanston Inventure, Greater North Michigan Avenue Association, U.S.
Naval Academy Alumni Association
- 2) Howard I. Kain
Evanston, IL 60203
Total Shares Controlled: 104,649
Percentage of Shares Issued
and Outstanding: 5.48%

-Managing Director, First Evanston Bancorp, Inc. and First Bank & Trust
-Board Member, Evmark
-Advisory Director, Evanston Arts Council
- 3) James C. Lytle
Evanston, IL 60201
Total Shares Controlled: 55,060
Percentage of Shares Issued
and Outstanding: 2.89%

-Director, First Evanston Bancorp, Inc. and First Bank & Trust
-Director, Research Park, Inc., Future Evanston, Community Works, Turning Point
Behavioral Center, Three Crowns Park Advisory Council
-Advisory Director, Leadership Evanston
- 4) Owen E. Beacom
River Forest, IL 60305
Total Shares Controlled: 110,450
Percentage of Shares Issued
and Outstanding: 5.79%

-Managing Director and SLO, First Evanston Bancorp, Inc. and First Bank & Trust
-Director, Federal Home Loan Bank of Chicago
- 5) Beth Boosalis Davis
Evanston, IL 60202
Total Shares Controlled: 10,685
Percentage of Shares Issued
and Outstanding: .56%

-Attorney
-Director, Steppenwolf Theater, Carleton College
-Director, First Evanston Bancorp, Inc. and First Bank & Trust
- 6) Caroline Grossinger
Glencoe, IL 60022
Total Shares Controlled: 57,220
Percentage of Shares Issued
and Outstanding: 3.00%

