



# 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

NONE

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

I, **Gary L. Neese**

Name of the Holding Company Director and Official

**Secretary**

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

**First National Bank Corp.**

Legal Title of Holding Company

**P O Box 248**

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

**Cloverdale**

**IN**

**46120**

City

State

Zip Code

**302 S. Main Street**

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

**Gary L. Neese**

**Secretary**

Name

Title

**7657954221**

Area Code / Phone Number / Extension

**7657954331**

Area Code / FAX Number

**garyn@fnb-bank.com**

E-mail Address

**www.fnb-bank.com**

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

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.

**11 37 529**

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 NATIONAL BANK CORP.**

**Form FRY-6**

**December 31, 2015**

1. The BHC does prepare an annual report for its shareholders.  
A copy of the annual report will be forwarded as soon as practicable.
- 2 (a). Organizational Chart-see below

**FIRST NATIONAL BANK CORP.**

***Cloverdale(State of Incorporation-Indiana)***

***Organization Chart***

State of Incorporation-Indiana

No LEI to Report

**First National Bank-100%**

First National Bank  
302 South Main Street  
P O Box 248  
Cloverdale, IN 46120  
(765) 795-4221  
Federal Charter  
No LEI to Report

**First Investment Services, LLC-100%(Managing Interest)**

First National Bank Corp-Managing  
302 South Main Street  
PO Box 248  
Cloverdale, IN 46120  
State of Incorporation-Indiana  
No LEI to Report

\*\*\*First National Insurance Services is an activity only, which is a part of the holding company

- 2 (b). Branch Verification submitted by email to [BranchReview@Chi.FRB.org](mailto:BranchReview@Chi.FRB.org)

Results: A list of branches for your depository institution: **FIRST NATIONAL BANK (ID\_RSSD: 60648)**.  
 This depository institution is held by **FIRST NATIONAL BANK CORP. (1137529) of CLOVERDALE, IN**.  
 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)	60648	FIRST NATIONAL BANK	302 SOUTH MAIN STREET	CLOVERDALE	IN	46120	PUTNAM	UNITED STATES	2837	0	FIRST NATIONAL BANK	60648	
OK		Full Service	2695866	1609 EAST US 40 BRANCH	1627 EAST US 40	CLAYTON	IN	46118	HENDRICKS	UNITED STATES	203039	5	FIRST NATIONAL BANK	60648	
OK		Full Service	2101451	STARDUST ROAD BRANCH	STARDUST HILLS ROAD	CLOVERDALE	IN	46120	PUTNAM	UNITED STATES	203035	1	FIRST NATIONAL BANK	60648	
OK		Full Service	2473840	STATE ROAD 75 AND HADLEY STREET BRANCH	4922 EAST US HIGHWAY 75	COATESVILLE	IN	46121	HENDRICKS	UNITED STATES	203038	4	FIRST NATIONAL BANK	60648	
OK		Full Service	1999679	STATE ROAD 44 & MILFORD DRIVE BRANCH	1701 EAST KING STREET	FRANKLIN	IN	46131	JOHNSON	UNITED STATES	203036	2	FIRST NATIONAL BANK	60648	
OK		Full Service	2355982	1128 INDIANAPOLIS BRANCH	1128 INDIANAPOLIS	GREENCASTLE	IN	46135	PUTNAM	UNITED STATES	203037	3	FIRST NATIONAL BANK	60648	
OK		Full Service	3493265	PLAINFIELD BRANCH	101 WEST MAIN STREET	PLAINFIELD	IN	46168	HENDRICKS	UNITED STATES	365787	7	FIRST NATIONAL BANK	60648	

Form FR Y-6

FIRST NATIONAL BANK CORP.  
 Cloverdale, IN  
 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 as of fiscal year ending 12-31-2014			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 12-31-2014		
(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
Jane E. Ernst Cloverdale, IN	USA	1,812-21.12%	NONE	NONE	NONE
Keith M. Ernst Cloverdale, IN	USA	2,484-28.95%			

FIRST NATIONAL BANK CORP.  
Cloverdale, IN  
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)
Jane E. Ernst Cloverdale, IN USA	Retired	Shareholder	None	None	21.12%	N/A	None
Keith M. Ernst Cloverdale, IN USA	Retired	Chairman of the Board/Director	Chairman of the Board/Director	None	28.95%	N/A	None
Kerry N. Prather Franklin, IN USA	Vice President of Franklin College	Vice Chairman/Director	Director	Franklin College	0.58%	N/A	None
Gary L. Neese Gosport, IN USA	President of First National Bank	Secretary/Director	President and CEO/Director	None	0.62%	N/A	None