



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, Dennis Eckhardt

Name of the Holding Company Director and Official

President / CEO & Director

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

2/24/14

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 1209396
 C.I. _____

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)

Reporter's Name, Street, and Mailing Address

First Port Byron Bancorp, Inc.

Legal Title of Holding Company

124 North Main St.; P.O. Box 627

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

<u>Port Byron</u>	<u>IL</u>	<u>61275</u>
City	State	Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

<u>Roger E. Reed</u>	<u>CFO</u>
Name	Title

309-523-2161

Area Code / Phone Number / Extension

309-523-3304

Area Code / FAX Number

roger.reed@pbsb1863.com

E-mail Address

www.pbsb1863.com

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

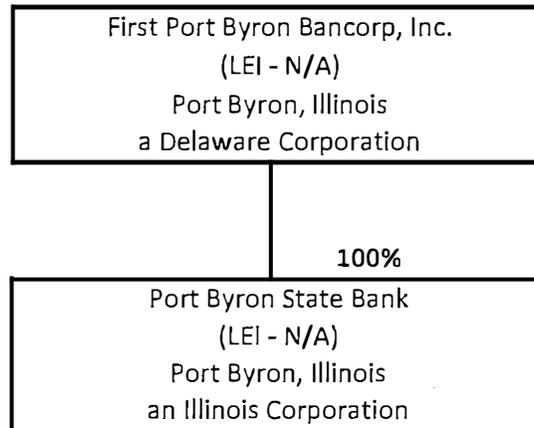
Does the reporter request confidential treatment for any portion of this submission?

- 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

Form FR Y-6
First Port Byron Bancorp, Inc.
Port Byron, Illinois
Fiscal Year Ending December 31, 2015

Report Item 1: First Port Byron Bancorp, Inc. does not normally create an annual report for shareholders. An annual report is not prepared.

Report Item 2(a): Organizational Chart



Report Item 2(b): Domestic Branch Verification
submitted via email February 18, 2016.

Results: A list of branches for your depository institution: PORT BYRON STATE BANK (ID_RSSD: 747846).
 This depository institution is held by FIRST PORT BYRON BANCORP, INC. (1269396) of PORT BYRON, 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>.

* FDICUNINUM, 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)	747846	PORT BYRON STATE BANK	124 NORTH MAIN STREET	PORT BYRON	IL	61275	ROCK ISLAND	UNITED STATES	8805		0	PORT BYRON STATE BANK	747846
OK		Full Service	3466184	301 WEST 1ST AVENUE OFFICE	301 WEST 1ST AVENUE	COAL VALLEY	IL	61240	ROCK ISLAND	UNITED STATES	453975		2	PORT BYRON STATE BANK	747846
OK		Full Service	2946803	801 1ST STREET OFFICE	801 1ST STREET	COLONA	IL	61241-974	HENRY	UNITED STATES	442318		3	PORT BYRON STATE BANK	747846

First Port Byron Bancorp, Inc.
Port Byron, 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 as of fiscal year ending 12-31-2015

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 12-31-2015

(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 (Common Stock)		(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 (Common Stock)
Judie A. Dalley Moline, IL USA	USA (voting rights assigned by proxy to Edward C. Simpson)	1,317	5.44%	NONE	NONE	NONE
Earhart Revocable Trust Donald Earhardt Trustee Dated 3/17/96 Hillsdale, IL USA	USA (voting rights assigned by proxy to Edward C. Simpson)	1,800	7.43%			
Garrison Investments, LLC (related interest to Randal W. Garrison) Port Byron, IL USA	USA	2,181	9.00%			
Randal W. Garrison Port Byron, IL USA	USA	1,120	4.62%			
Randal W. Garrison Ernie G. Seggerbruch Family Trust (by proxy)		20				
Seggerbruch Living Trust (by proxy)		342				
June A. Sutton (by proxy)		258				
Sutton Living Trust (by proxy)		200				
		300				
Delbert D. Searl Revocable Trust, Delbert D. Searl, Trustee (related interest to Delbert D. Searl) Port Byron, IL USA	USA (1380 voting rights assigned by proxy to Roger Curry)	1,455	6.01%			
Delbert D. Searl Port Byron, IL USA	USA (20 voting rights assigned by proxy to Roger Curry)	20	0.08%			
Delbert D. Searl		20				

First Port Byron Bancorp, Inc.
Port Byron, IL
Fiscal Year Ending December 31, 2015

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(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 (Common Stock)		(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 (Common Stock)
Roger Curry Port Byron, IL USA	USA	6,791	28.03%			
Roger Curry		525				
Anita Carter Trust (by proxy)		420				
Shella Pettersen Trust (by proxy)		280				
Shella Pettersen (by proxy)		140				
Douglas or Alane M. Curry (by proxy)		26				
Wallace J. Woodburn Trust B (by proxy)		1,100				
Mildred R. Woodburn, Trustee (by proxy)		340				
Constance Curry (by proxy)		590				
Samuel L. Woodburn Trust (by proxy)		760				
Stanley W. Woodburn (by proxy)		160				
Colleen Woodburn (by proxy)		160				
Wayne R. and Catherine E. Lotz Living Trust (by proxy)		20				
Tom Woodburn (by proxy)		140				
Carol Strandlund (by proxy)		140				
David Woodburn (by proxy)		140				
Anne Woodburn (by proxy)		140				
Mark Woodburn (by proxy)		140				
Cathy Lotz (by proxy)		140				
Craig Searl (by proxy)		30				
Delbert D. Searl Revocable Trust, Delbert D. Searl, Trustee (by proxy)		1,380				
Delbert D. Searl (by proxy)		20				
Edward C. & Barbara J. Simpson Revocable Trust, Edward C. Simpson and Barbara Simpson, Trustees (related interest to Edward C. Simpson) Port Byron, IL USA	USA	2,043	8.43%			
Edward C. Simpson Port Byron, IL USA	USA	4,279	17.66%			
Edward C. Simpson		20				
Sandra K. Andrews (by proxy)		40				
Eleanor L. Wake Trust (by proxy)		200				
Eleanor L. Wake or Kenneth E. Wake (by proxy)		50				
Eleanor L. Wake or Richard D. Wake (by proxy)		25				
Charles Tanner or Ruby Tanner (by proxy)		100				
Earhart Revocable Trust (by proxy)		1,800				
Susan Lorfeld (by proxy)		40				
John D. Dalley (by proxy)		360				
Julie A. Dalley (by proxy)		1,317				
Milton Chaney (by proxy)		20				
Milton Chaney Jr. & Janice J. Chaney Revocable Trust (by proxy)		80				
Diana K. Bull (by proxy)		20				
Kelth Johnson (by proxy)		200				
Bonnie Hanna (by proxy)		7				
Mildred R. Woodburn, Trustee UTA (related interest to Wallace J. Woodburn Trust B, Mildred R. Woodburn, Trustee) Port Byron, IL USA	USA	340	1.40%		(voting rights assigned by proxy to Roger Curry)	
Wallace J. Woodburn Trust B, Mildred R. Woodburn, Trustee Port Byron, IL USA	USA	1,100	4.54%		(voting rights assigned by proxy to Roger Curry)	

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First Port Byron Bancorp, Inc
Port Byron, 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)
Roger Curry Port Byron, IL 61275	Retired	Director/Chairman of the Board	Director/Chairman of the Board Port Byron State Bank	N/A	28.03%	0%	N/A
Randal Garrison Port Byron, IL 61275	Business Owner	Director	Director, Port Byron State Bank	Owner, Quality Repair, Inc.; Owner, Quality Trucking Inc.; Owner, Quality Landscape, Inc.; Co-owner, Life's Little Miracles Garrison Investments, LLC Trustee/President, Rapids City Fire Protection District	13.63%	0%	Quality Repair, Inc. - 50% (plus 50% ownership by spouse) Quality Trucking, Inc. - 50% (plus 50% ownership by spouse) Quality Landscape, Inc. - 50% (plus 50% ownership by spouse) Life's Little Miracles - 25% (plus 25% ownership by spouse) Garrison Investments, LLC - 50% (plus 50% ownership by spouse)
Brian Nelf Coal Valley, IL USA	CPA	Director	Director Port Byron State Bank	Partner- Carpenter, Mitchell, Goddard & Co., LLC Trustee, Brian J. Nelf Revocable Trust Owner- Carpenter and Partners, Inc. Co-owner- SBS (Investing firm) Director- Valley View Country Club	0%	0%	Carpenter, Mitchell, Goddard & Co., LLC- 33% Brian J. Nelf Revocable Trust- 100% Carpenter and Partners, Inc.- 100%
Edward Simpson Port Byron, IL 61275	Retired	Director	Director, Port Byron State Bank	President, E&B Properties; President, SwinePro, LLC; Trustee, Edward C. Simpson and Barbara J. Simpson Revocable Trust	26.10%	0%	E&B Properties - 50% (plus 50% ownership by spouse) SwinePro, LLC - 50% (plus 50% ownership by spouse) Edward C. Simpson and Barbara J. Simpson Revocable Trust - 50% (Co-Trustee with spouse - 50%)
Roger E. Reed Bettendorf, IA 52722	Chief Financial Officer	Treasurer	Chief Financial Officer, Port Byron State Bank	n/a	1.95%	0%	n/a
Dennis Eckhardt Bettendorf, IA 52722	President/CEO, Director	President/CEO, Director, Secretary	President/CEO, Director, Port Byron State Bank	n/a	0.98%	0%	n/a