

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 6(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, Doyle L. Hoyer

Name of the Holding Company Director and Official
PRESIDENT/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.

Doyle L. Hoyer

Signature of Holding Company Director and Official
02/01/2016

Date of Signature

For holding companies not registered with the SEC—
Indicate status of Annual Report to Shareholders:

- is included with the FR Y-8 output
- will be sent under separate cover
- is not prepared

For Federal Reserve Bank Use Only

RSSD ID
C.I.

1357037

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

Fort Madison Financial Company

Legal Title of Holding Company

P.O. Box 329

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

Fort Madison IA 52627

City State Zip Code

717 St. and Avenue G/838 Avenue G

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Matthew C. Morris President/CEO

Name Title

319-372-5164

Area Code / Phone Number / Extension

319-376-1227

Area Code / FAX Number

matmorris@fortmadisonbank.com

E-mail Address

www.fortmadisonbank.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

FORT MADISON FINANCIAL COMPANY

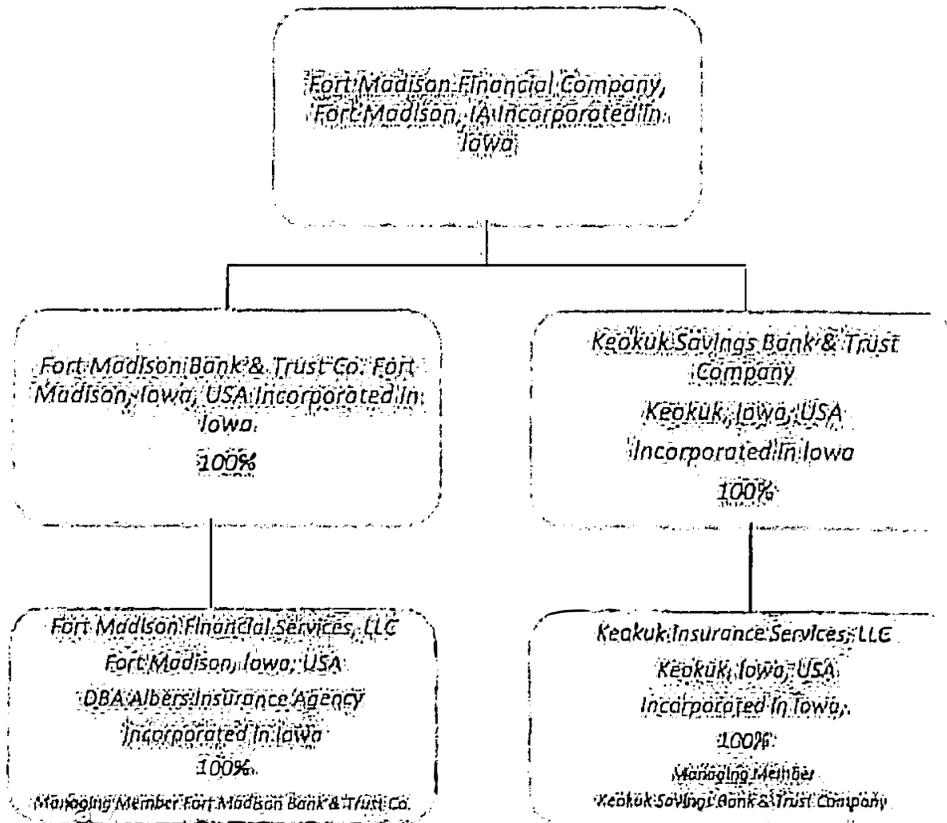
Fort Madison, Iowa

Fiscal Year Ending December 31, 2015

Report Item

1: Not applicable.

2a: Organizational Chart



*Our organization has no LEI to report.

2b: Domestic Branch Listing provided to the Federal Reserve Bank.

Results: A list of branches for your depository institution: **KEOKUK SAVINGS BANK AND TRUST COMPANY (ID_RSSD: 745646)**.
 This depository institution is held by **FORT MADISON FINANCIAL COMPANY (1357037) of FORT MADISON, IA**.
 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)	745646	KEOKUK SAVINGS BANK AND TRUST COMPANY	501 MAIN STREET	KEOKUK	IA	52632	LEE	UNITED STATES	1234	0	KEOKUK SAVINGS BANK AND TRUST COMPANY	745646	
OK		Full Service	2098177	PARKING LOT BRANCH	1606 MAIN	KEOKUK	IA	52632	LEE	UNITED STATES	190229	2	KEOKUK SAVINGS BANK AND TRUST COMPANY	745646	
OK		Full Service	2099473	MONTROSE BRANCH	35 SOUTH FIRST STREET	MONTROSE	IA	52639	LEE	UNITED STATES	190228	1	KEOKUK SAVINGS BANK AND TRUST COMPANY	745646	

1357037

Results: A list of branches for your depository institution: FORT MADISON BANK & TRUST CO. (ID_RSSD: 624246).
 This depository institution is held by FORT MADISON FINANCIAL COMPANY (1357037) of FORT MADISON, IA.
 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.

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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)	624246	FORT MADISON BANK & TRUST CO.	7TH STREET & AVENUE G	FORT MADISON	IA	52627	LEE	UNITED STATES	623		0	FORT MADISON BANK & TRUST CO.	624246
OK		Full Service	4265414	HY-VEE BRANCH	3140 AGENCY STREET, SUITE 100	BURLINGTON	IA	52601	DES MOINES	UNITED STATES	419537		4	FORT MADISON BANK & TRUST CO.	624246
OK		Full Service	2043645	RIVER HILLS BRANCH	48TH STREET & AVENUE L	FORT MADISON	IA	52627	LEE	UNITED STATES	186737		1	FORT MADISON BANK & TRUST CO.	624246

3: Securities Holders

1)

<u>Name, City, State, Country</u>	<u>Country of Citizenship</u>	<u>Number and Percentage of Each Class of Voting Securities</u>
Bertha G. Hoyer Residuary Trust Fort Madison, IA, USA Doyle L. Hoyer, Trustee	USA	998 – 19.31% Voting 0 – 0% Non-voting
Bertha G. Hoyer, Marital Trust Fort Madison, IA USA Doyle L. Hoyer, Trustee	USA	938 – 18.150% Voting 0 – 0% Non-voting
James A. & Linda S. Baier, Fort Madison, IA, USA	USA	2,584 – 50% Voting 1,473 – 50% Non-voting
Doyle L. Hoyer, Fort Madison, IA USA	USA	648 – 12.54% Voting 1,473 – 50% Non-voting

2) N/A

a) N/A

b) N/A

c) N/A

4: Insiders

Report Item 4. Directors and Officers

List each principal shareholder (10% or more), director, trustee, partner, executive officer, or person exercising similar functions, regardless of title or compensation, of the bank holding company, showing the following:

1) Name and address (city and state/country):

Doyle L. Hoyer, Fort Madison, Iowa, United States

2) Principal Occupation, if other than with the bank holding company:

None

- 3) Title or position with:
- a) the bank holding company:
 - President and Director
 - b) all subsidiaries of the bank holding company:
 - Director
 - c) Title or position with any other business company in which the person is a director, trustee, partner, or principal officer:
 - Chairman – Glasgow Clothiers, Inc., Fort Madison, Iowa
 - Partner – D & J Farms, LLC
 - Member of Executive Management Committee – Great River Entertainment
 - Director – Riverside Casino and Golf Resort
- 4) Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote in:
- a) The bank holding company:

648	12.54%	Voting
<u>1,473</u>	<u>50%</u>	Non-Voting
2,121	62.54%	Total Voting
 - b) Subsidiaries of the bank holding company: None
 - c) any other business company, if more than 25% of its outstanding voting securities are held:
 - Glasgow Clothiers, Inc. – 40.0%
 - D & J Farms – 50.0%

Report Item 4. Directors and Officers

List each principal shareholder (10% or more), director, trustee, partner, executive officer, or person exercising similar functions, regardless of title or compensation, of the bank holding company, showing the following:

- 1) Name and address (city and state/country):
 - A. Bertha Hoyer Residuary Trust, Fort Madison, Iowa, United States
-Doyle L. Hoyer, Trustee
 - B. Bertha Hoyer Marital Trust, Fort Madison, Iowa, United States
-Doyle L. Hoyer, Trustee

- 2) Principal Occupation, if other than with the bank holding company:

None

- 3) Title or position with:
 - a) the bank holding company:

None

 - b) all subsidiaries of the bank holding company:

None

 - c) Title or position with any other business company in which the person is a director, trustee, partner, or principal officer:

None

- 4) Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote in:
 - a) The bank holding company:

998	19.31%	Voting
<u>938</u>	<u>18.150%</u>	Voting
1,936	37.46%	Total Voting

 - b) Subsidiaries of the bank holding company:

None

 - d) any other business company, if more than 25% of its outstanding voting securities are held:

None

Report Item 4. Directors and Officers

List each principal shareholder (10% or more), director, trustee, partner, executive officer, or person exercising similar functions, regardless of title or compensation, of the bank holding company, showing the following:

- 1) Name and address (city and state/country):
James A. Baier & Linda S. Baier, Fort Madison, Iowa, United States
- 2) Principal occupation, if other than with the bank holding company:
Owner, automobile dealership
- 3) Title or position with:
 - a) the bank holding company:
Chairman, Treasurer, and Director
 - b) all subsidiaries of the bank holding company:
Director
 - c) Title or position with any other business company in which the person is a director, trustee, partner, or principal officer:
Partner – D & J Farms, LLC
Treasurer and Chairman – Jim Baier, Inc., Fort Madison, Iowa
- 4) Number of shares and percentage of each class of voting securities owned, controlled, or held with power to vote in:
 - a) The bank holding company:

2,584	50% Voting
<u>1,473</u>	<u>50%</u> Non Voting
4,057	50.00% Total Voting
 - b) subsidiaries of the bank holding company:
 - c) any other business company, if more than 25% of its outstanding voting securities are held:
James A. Baier: