



# 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

NA

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

Reporter's Name, Street, and Mailing Address

**Hometown Bancorp, Ltd**

Legal Title of Holding Company

**80 Sheboygan Street**

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

**Fond du Lac**

**Wisconsin**

**54935**

City

State

Zip Code

same

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

**Lynn M. Wehner**

**Chief Financial Officer**

Name

Title

**920-922-8660**

Area Code / Phone Number / Extension

**920-907-8707**

Area Code / FAX Number

**lwehner@htbwi.com**

E-mail Address

**HTBWI.com**

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

I, **Timothy J. McFarlane**

Name of the Holding Company Director and Official

**Director, CEO, President**

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

**3-24-2016**

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

**2628453**

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

Hometown Bancorp, Ltd.

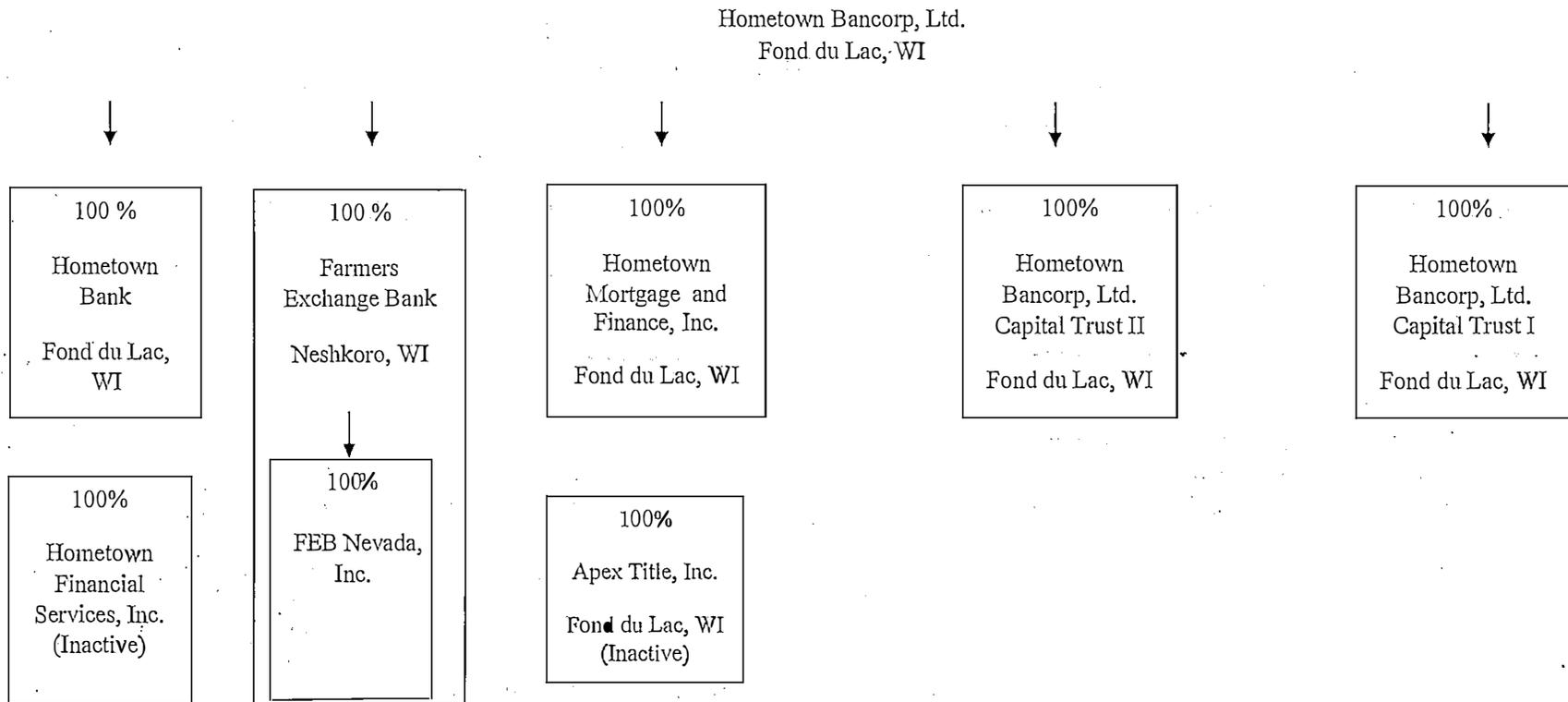
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Report Item

1:a The BHC is not required to prepare form 10K with the SEC

1:b The BHC does not prepare an annual report.

2: Organization Chart. State of Incorporation for all entities. NO LEI to report.



Result: A list of branches for your holding company: **HOMETOWN BANCORP, LTD. (2628453)** of **FOND DU LAC, WI**.  
 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
Change	2/20/2016	Full Service	229940	FARMERS EXCHANGE BANK	846 NORTH MAIN STREET	NESHKORO	WI	54960	MARQUETTE	UNITED STATES	9553	0	FARMERS EXCHANGE BANK	229940	Merged with Hometown Bank, No long Head Office
OK		Full Service	2931041	REDGRANITE BRANCH	300 EAST BANERMAN AVENUE	REDGRANITE	WI	54970	WAUSHARA	UNITED STATES	340730	1	FARMERS EXCHANGE BANK	229940	
Close	2/19/2016	Full Service	3503212	GOLF COURSE BRANCH	W7452 STATE ROAD 21 & 73	WAUTOMA	WI	54982	WAUSHARA	UNITED STATES	419157	2	FARMERS EXCHANGE BANK	229940	Closed
OK		Full Service (Head Office)	63742	HOMETOWN BANK	80 SHEBOYGAN STREET	FOND DU LAC	WI	54935	FOND DU LAC	UNITED STATES	8094	0	HOMETOWN BANK	63742	
OK		Full Service	3153390	APPLETON BRANCH	4190 BROADWALK COURT	APPLETON	WI	54914	OUTAGAMIE	UNITED STATES	365440	6	HOMETOWN BANK	63742	
OK		Full Service	3503016	FOND DU LAC BRANCH	245 NORTH PETERS AVENUE	FOND DU LAC	WI	54935	FOND DU LAC	UNITED STATES	227872	2	HOMETOWN BANK	63742	
OK		Full Service	3606823	SAINT CLOUD BRANCH	1200 MAIN STREET	SAINT CLOUD	WI	53079	FOND DU LAC	UNITED STATES	490143	12	HOMETOWN BANK	63742	
OK		Full Service	3503007	WAUTOMA BRANCH	105 PLAZA ROAD	WAUTOMA	WI	54982	FOND DU LAC	UNITED STATES	360455	4	HOMETOWN BANK	63742	

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Report Item 2b: Domestic Branch Listing. Submitted via email on March 24, 2016

Report Items 3: Securities Holders

(1)(a)(1)(b)(1)(c)(2)(a)(2)(b)(2)(c)

Current Shareholders with ownership, control, or holdings of 5% or more with power to vote as of 12-31-2015

Shareholders 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 ended 12-31-2015

(1)(a) Name & Address class of	(1)(b) Citizenship Percentage of	(1)(c) Address Citizenship Percentage of Voting Shares	(2)(a) Name & City, State or Incorporation	(2)(b) Country of Each class of City, State or Incorporation	(2)(c) Number & or Incorporation Each Voting Shares
Ralph Stayer and related entities Naples, FL	USA	848,567 Common Shares 28%	NA	NA	NA
Todd J. Lavey Fond du Lac, WI	USA	449,834 Common Shares 15%	NA	NA	NA
Thomas J. Gross Fond du Lac, WI	USA	220,000 Common Shares 7%	NA	NA	NA
Jeffrey J. Knauf Pewaukee, WI	USA	177,967 Common Shares 6%	NA	NA	NA

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Items 4: Insiders

(1)(2)(3)(a)(3)(b)(3)(c) and (4)(a)(4)(b)(4)(c)

(1)(a) Name & Address City, State	(2) Principal Occupation if other than with Bank Holding Co.	(3)(a) Title & Position with Bank Holding Co.	(3)(b) Title & Position with Subsidiaries including name of subsidiaries	(3)(c) Title & Position with other businesses including name	(4)(a) Percentage of Voting Shares in Bank Holding Co.	(4)(b) Percentage of Voting Shares in Subsidiaries including name	(4)(c) List name of other Co. including partnership, where more than 25% is owned, name & %
Timothy McFarlane Fond du Lac, WI	Chief Executive Officer Hometown Bank	CEO, President, Director	Chief Executive Officer, Hometown Bank Chairman of the Board/Director, Hometown Bank VP & Director, Hometown Mortgage & Finance, Inc	NA	2.06%	None	NA
Lynn Wehner Malone WI	SR VP, CFO Hometown Bank	VP, Treasurer, Secretary	CFO, Sr. VP, Secretary Hometown Bank Director & Pres, Hometown Mortgage & Finance, Inc, Director & Officer, Apex Title, Inc.	President – WI Wisconsin Electrical Services, Inc. VP - Helmer Electric, Inc. VP-E-Tan Transportation, LLC	3.88%	None	NA
Terry Schleif Fond du Lac, WI	Exec VP – Commercial Banking Hometown Bank	VP	Exec VP – Commercial Banking, Hometown Bank	NA	3.73%	None	NA
LouAnn Pilsner Mayville, WI	SR VP – Operations Hometown Bank	NA	SR VP - Operations, Hometown Bank	NA	0.77%	None	NA
Michael Bahrs Fond du Lac, WI	Exec VP – CCO Hometown Bank	NA	Exec VP – Chief Credit Officer, Hometown Bank	NA	0.87%	None	NA
Timothy J. Beno Green Bay	Exec VP Hometown Bank	NA	Exec VP – Hometown Bank	NA	NA	None	NA
Michael G. Kuechler and Kimberly L. Johnson as co-trustees of RFS 2010 Irrevocable Trust and Michael G. Kuechler and Lisa M. Reilly as co-trustees of Shelly A. Stayer 2010 Children's Trust*				NA	13.85%	None	NA
Ralph C. Stayer* Naples, FL	Director	NA	NA	CEO & Majority Owner Johnsonville Foods, Inc	10.60%	None	NA
Shelly A. Stayer* Entrepreneur		NA	NA	Various	1.19%	None	NA
Michael G. and Mary A. Kuechler*		NA	NA	Schenck & Associate, Shareholder, CPA	2.72%	None	NA
Todd Lavey Fond du Lac, WI	Director	NA	Director, Hometown Bank	Midwestern Financial Corporation, Inc President	15.04%	None	NA

\*When Stayer's Trusts are combined with his individual ownership the total is 24.45%. Additional related entities include Shelly A. Stayer (spouse) and Michael G. and Mary A. Kuechler (Trustee). Total ownership of all entities is 28.36%.

\*\*Mr. Lavey is the principal of Midwestern Financial Corporation, Inc. which is the holder of a note from Hometown Bancorp, Ltd.

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Items 4: Directors  
(1)(2)(3)(a)(3)(b)(3)(c) and (4)(a)(4)(b)(4)(c)

(1)(a) Name & Address City, State	(2) Principal Occupation if other than with Bank Holding Co.	(3)(a) Title & Position with Bank Holding Co.	(3)(b) Title & Position with Subsidiaries including name of subsidiaries	(3)(c) Title & Position with other businesses including name	(4)(a) Percentage of Voting Shares in Bank Holding Co.	(4)(b) Percentage of Voting Shares in Subsidiaries including name	(4)(c) List name of other Co. including partnership, where more than 25% is owned, name & %
Jeffrey Donovan Northcentral Construction Corp.		Director	Director, Hometown Bank Northcentral Construction Corp.	CEO & Majority Owner	0.83%	None	NA Cape Coral, FL
Thomas Gross WI Ahern-Gross, Inc.		Director	Director, Hometown Bank	President & Director Ahern Gross Director Venture Insurance	7.35%	None	NA Fond du Lac,
Todd Lavey Fond du Lac, WI	Midwestern Financial Corporation, Inc.	Director	Director, Hometown Bank	President Midwestern Financial Corporation, Inc.	15.04%	None	NA
George Prescott West Bend, WI	Retired	Director	None	GP Management Services, Inc. Principal West Bend Mutual Insurance, Director	1.76%	None	NA
Ralph Stayer* Naples, FL	Johnsonville Foods, Inc	None	None	CEO Johnsonville Foods, Inc	10.60%	None	NA
Jeffrey Knauf Pewaukee, WI	Beacon Hill Advisory Group, LLC	Director	Director, Hometown Bank	Managing Member Beacon Hill Advisory Group, LLC	5.95%	None	NA
Timothy McFarlane Fond du Lac, WI	CEO/President Hometown Bank	Director	Chief Executive Officer, Hometown Bank Chairman of the Board/Director, Hometown Bank VP & Director, Hometown Mortgage & Finance, Inc	NA	2.06%	None	NA

\*Mr. Stayer and related entities ownership totals 28.36%

\*\*Mr. Lavey is the principal of Midwestern Financial Corporation, Inc. which is the holder of a note from Hometown Bancorp, Ltd.