



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):

July 31, 2015

Month / Day / Year

None

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

Reporter's Name, Street, and Mailing Address

Hoyne Savings, MHC

Legal Title of Holding Company

4786 N. Milwaukee Ave.

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

Chicago

IL

60630

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Sidney Corbett

First Vice President

Name

Title

773-202-3712

Area Code / Phone Number / Extension

773-283-0877

Area Code / FAX Number

chip.corbett@hoyne.com

E-mail Address

None

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

I, Ralph C. Carstensen

Name of the Holding Company Director and Official

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

8-13-15

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.

3293223

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

For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

Hoyne Financial Corporation

Legal Title of Subsidiary Holding Company

4786 N. Milwaukee Ave.

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

Chicago

IL

60630

City

State

Zip Code

Physical Location (if different from mailing address)

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State

Zip Code

Physical Location (if different from mailing address)

Form FR Y-6
Hoyne Savings, MHC
Fiscal Year Ending July 31, 2015

Report Item 1: Annual Report to Shareholders

Nothing to report

Report Item 2b: Domestic Branch Listing

Verified information, no changes to report
Emailed early on 8/13/15

Report Item 3: Securities Holders

Hoyne Savings, MHC - Nothing to report
Hoyne Financial Corporation - Nothing to report

Form FR Y-6
Fiscal Year Ending July 31, 2015
Report item 2A: Organization Chart

Hoyne Savings, MHC
Federal Mutual Holding Company
4786 N. Milwaukee Avenue Chicago, IL 60630
Owns 100% of Hoyne Financial Corporation stock

Hoyne Financial Corporation
Federal Stock Corporation
4786 N. Milwaukee Avenue Chicago, IL 60630
Owns 100% of Hoyne Savings Bank stock

Hoyne Savings Bank
Illinois Stock Savings Bank
Incorporated in State of Illinois
4786 N. Milwaukee Avenue Chicago, IL 60630
NAICS code 522120

Results: A list of branches for your holding company: HOYNE SAVINGS, MHC [3293223] of CHICAGO, IL.
 The data are as of 06/30/2015. Data reflects information that was received and processed through 07/06/2015.

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 FRY-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)	447070	HOYNE SAVINGS BANK	4786 NORTH MILWAUKEE AVENUE	CHICAGO	IL	60630	COOK	UNITED STATES	41581	0	HOYNE SAVINGS BANK	447070	
ok		Full Service	2420871	7001 WEST GRAND AVENUE BRANCH	7001 WEST GRAND AVENUE	CHICAGO	IL	60707	COOK	UNITED STATES	43142	100	HOYNE SAVINGS BANK	447070	
ok		Limited Service	3507359	MAIN OFFICE DRIVE-IN BRANCH	4729 NORTH MILWAUKEE AVENUE	CHICAGO	IL	60630	COOK	UNITED STATES	270366	101	HOYNE SAVINGS BANK	447070	
ok		Full Service	2420817	699 WEST DUNDEE ROAD BRANCH	699 WEST DUNDEE ROAD	WHEELING	IL	60090	COOK	UNITED STATES	42949	1	HOYNE SAVINGS BANK	447070	
ok		Full Service	2420901	400 SAINT JOHNS ROAD BRANCH	400 SAINT JOHNS ROAD	WOODSTOCK	IL	60098	MCHENRY	UNITED STATES	270367	102	HOYNE SAVINGS BANK	447070	

FR Y-6
Hoyne Savings, MHC
Chicago, IL
Fiscal Year Ending July 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 Holding Company	Title & Position with 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 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)
Paula Carstensen Chicago, IL USA	Attorney	Director	Director (Hoyne Financial Corporation)	Attorney (Bates & Carey, LLP)	None	None	N/A
John Wendt Park Ridge, IL USA	N/A	Director	Director (Hoyne Financial Corporation)	N/A	None	None	N/A
Janel Winningham Downers Grove, IL USA	Attorney	Director	Director (Hoyne Financial Corporation)	Attorney (Ginsberg Jacobs, LLC)	None	None	N/A
Tim Breems Palos Heights, IL USA	Attorney	Director	Director (Hoyne Financial Corporation)	Attorney (Rulf, Freud, Breems & Nelson Ltd.)	None	None	N/A
William Weldenaar Evergreen Park, IL USA	N/A	Director & Chairman	Director & Chairman (Hoyne Financial Corporation)	N/A	None	None	N/A
Ervin Wiemann Arlington Heights, IL USA	N/A	Director	Director (Hoyne Financial Corporation)	N/A	None	None	N/A
Ralph Carstensen Tower Lakes, IL USA	N/A	Director & President	Director & President (Hoyne Financial Corporation)	N/A	None	None	N/A
Theodore Wiemann Rolling Meadows, IL USA	N/A	Director & Vice President	Director & Vice President (Hoyne Financial Corporation)	N/A	None	None	N/A
Sidney Corbett Algonquin, IL USA	N/A	First Vice President	First Vice President (Hoyne Financial Corporation)	N/A	None	None	N/A
James Dentig Downers Grove, IL USA	N/A	Treasurer	Treasurer (Hoyne Financial Corporation)	N/A	None	None	N/A
Diane Latz Woodstock, IL USA	N/A	Corporate Secretary	Corporate Secretary (Hoyne Financial Corporation)	N/A	None	None	N/A

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Hoyne Financial Corporation
Chicago, IL
Fiscal Year Ending July 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 Holding Company	Title & Position with 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 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)
Paula Carstensen Chicago, IL USA	Attorney	Director	Director (Hoyne Savings Bank)	Attorney (Bates & Carey, LLP)	None	None	N/A
John Wendl Park Ridge, IL USA	N/A	Director	Director (Hoyne Savings Bank)	N/A	None	None	N/A
Janet Winningham Downers Grove, IL USA	Attorney	Director	Director (Hoyne Savings Bank)	Attorney (Ginsberg Jacobs, LLC)	None	None	N/A
Tim Breems Palos Heights, IL USA	Attorney	Director	Director (Hoyne Savings Bank)	Attorney (Ruff, Freud, Breems & Nelson Ltd.)	None	None	N/A
William Weidenaar Evergreen Park, IL USA	N/A	Director & Chairman	Director & Chairman (Hoyne Savings Bank)	N/A	None	None	N/A
Ervin Wiemann Arlington Heights, IL USA	N/A	Director	Director (Hoyne Savings Bank)	N/A	None	None	N/A
Ralph Carstensen Tower Lakes, IL USA	N/A	Director & President	Director & President (Hoyne Savings Bank)	N/A	None	None	N/A
Theodore Wiemann Rolling Meadows, IL USA	N/A	Director & Vice President	Director & Vice President (Hoyne Savings Bank)	N/A	None	None	N/A
Sidney Corbell Algonquin, IL USA	N/A	First Vice President	First Vice President (Hoyne Savings Bank)	N/A	None	None	N/A
James Derrig Downers Grove, IL USA	N/A	Treasurer	Treasurer (Hoyne Savings Bank)	N/A	None	None	N/A
Diane Latz Woodstock, IL USA	N/A	Corporate Secretary	Corporate Secretary (Hoyne Savings Bank)	N/A	None	None	N/A