

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, Jane A. Schachtsiek  
Name of the Holding Company Director and Official  
Vice Chairman  
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.

Jane Schachtsiek  
Signature of Holding Company Director and Official

3-23-16  
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. \_\_\_\_\_

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  
Illini Corporation 1209761  
Legal Title of Holding Company  
PO Box 13257

(Mailing Address of the Holding Company) Street / P.O. Box  
Springfield IL 62791  
City State Zip Code  
3200 West Iles, Springfield, IL 62711

Physical Location (if different from mailing address)  
Person to whom questions about this report should be directed:  
Deann Wilson Finance Manager  
Name Title

217-787-5111 2233  
Area Code / Phone Number / Extension  
217-547-9659  
Area Code / FAX Number

dwilson@illinibank.com  
E-mail Address  
illinibank.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

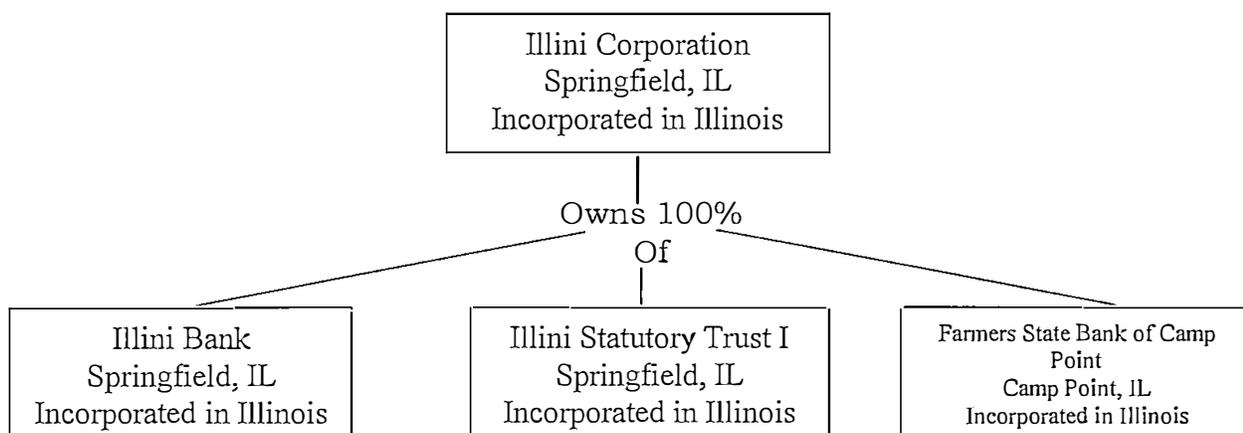
**Form FR Y-6**  
**Illini Corporation 7395**  
**Springfield, IL**  
**Fiscal Year Ending December 31, 2015**

Report Item 1

The bank holding company prepares an annual report for its shareholders.  
Two copies enclosed.

Report Item 2

2a: Organization chart - There is no LEI to report for Illini Corporation or its entities.



2b: Required list emailed 3/02/16 and also is attached

Report Item 3

Required list is attached.

Report Item 4

Required list is attached.

Results: A list of branches for your depository institution: ILLINI BANK (ID\_RSSD: 588441).  
 This depository institution is held by ILLINI CORPORATION (1209761) of SPRINGFIELD, 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>.

\* FDIC UNINUM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is not required.

Action	Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	ID_RSSD*	Comments
OK		Full Service (Head Office)	588441	ILLINI BANK	3200 WEST ILES AVENUE	SPRINGFIELD	IL	62711	SANGAMON	UNITED	13720	0	ILLINI BANK	588441	
OK		Full Service	671736	AUBURN FACILITY	ROUTE 4 AND JEFFERSON	AUBURN	IL	62615	SANGAMON	UNITED	15574	2	ILLINI BANK	588441	
OK		Full Service	783433	DIVERNON FACILITY	133 WEST DODD STREET	DIVERNON	IL	62530	SANGAMON	UNITED	12785	5	ILLINI BANK	588441	
OK		Full Service	734033	ELKHART OFFICE	120 GOVERNOR OGLESBY	ELKHART	IL	62634	LOGAN	UNITED	14315	18	ILLINI BANK	588441	
OK		Full Service	2103147	HUDSON BRANCH	103 WEST FRANKLIN	HUDSON	IL	61748	MCLEAN	UNITED	257549	17	ILLINI BANK	588441	
OK		Full Service	2325725	LINCOLN BRANCH	2201 WOODLAWN ROAD	LINCOLN	IL	62656	LOGAN	UNITED	257550	19	ILLINI BANK	588441	
OK		Full Service	885243	MECHANICSBURG FACILITY	600 WEST MAIN STREET	MECHANICSBURG	IL	62545	SANGAMON	UNITED	16383	6	ILLINI BANK	588441	
OK		Full Service	237543	SHERMAN FACILITY	120 ILLINI BOULEVARD	SHERMAN	IL	62684	SANGAMON	UNITED	526141	22	ILLINI BANK	588441	
Close	8/1/2015	Full Service	2870953	615 WEST JEFFERSON STREET OFFICE	615 WEST JEFFERSON STREET	SPRINGFIELD	IL	62702	SANGAMON	UNITED	250073	20	ILLINI BANK	588441	
OK		Full Service	249845	CHATHAM ROAD FACILITY	120 SOUTH CHATHAM ROAD	SPRINGFIELD	IL	62704	SANGAMON	UNITED	14430	7	ILLINI BANK	588441	
OK		Full Service	2113847	NORTENDER MONEY CENTER FACILITY	12120 PEORIA ROAD	SPRINGFIELD	IL	62702	SANGAMON	UNITED	255747	4	ILLINI BANK	588441	
OK		Full Service	266543	STONINGTON BRANCH	108 EAST THIRD	STONINGTON	IL	62567	CHRISTIAN	UNITED	15285	11	ILLINI BANK	588441	

Results: A list of branches for your depository institution: FARMERS STATE BANK OF CAMP POINT (ID\_RSSD: 611246).  
 This depository institution is held by ILLINI CORPORATION (1209761) of SPRINGFIELD, 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.  
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\* FDIC UNINUM, Office Number, and ID\_RSSD columns are for reference only. Verification of these values is not required.

Action	Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*
OK		Full Service (Head Office)	611246	FARMERS STATE BANK OF CAMP POINT	206 EAST WOOD STREET	CAMP	IL	62320	ADAMS	UNITED	7682	0	FARMERS STATE BANK OF CAMP POINT	611246

Form FR Y-6  
 Illini Corporation  
 Springfield, IL

Fiscal Year Ending December 31, 2015

Report Item 3: Securities Holders

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

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-15			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 City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Huls LTD Partnership LLP Dorothy M. Huls Mgr Scottsdale, AZ 85258	USA	98,756 - 22.49% Common Stock	N/A	N/A	N/A
D. Marlene H. Huls TR UW, Ernest H. Huls Family Trust Scottsdale, AZ 85258	USA	23,077 - 5.25% Common Stock			
D. Marlene H. Huls 1992 DMH Trust Scottsdale, AZ 85258	USA	1,500 - 0.34% Common Stock			
Thomas R. Kowalski Kowalski Partnership LLLP Centennial, CO 80112	USA	23,280 - 5.30% Common Stock			
Thomas R. Kowalski Administrator Respond Corporation 401 K Plan Centennial, CO 80112	USA	16,800 - 3.83% Common Stock			
Raymond Anilionis TTEE The Kowalski Illini Tr Centennial, CO 80112	USA	24,500 - 5.58 Common Stock			
Siena Capital Management LLC Chicago, IL 60606	USA	23,185 - 5.28 Common Stock			
B3101 The Private Bank Chicago, IL 60602	USA	23,185 - 5.28 Common Stock			

Form FR Y-6  
 Illini Corporation  
 Springfield, IL  
 Fiscal Year Ending December 31, 2015

Report Item 4: Insiders  
 (1) (2) (3)(a)(b)(c) and (4)(a)(b)(c)

(1) Name City, State, Country	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries (Include names of Subsidiaries)	(3)(c) Title & Position with other Businesses (Include names of other businesses)	(4)(a) Percentage of Voting Securities in Bank Holding Company	(4)(b) Percentage of Voting Securities in Subsidiaries (Include names of subsidiaries)	(4)(c) 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)
Greg Birky Williamsville, IL 62693	N/A	President, CEO, Director	President, Director	N/A	0.17%	None	N/A
Cynthia A. Davis Springfield, IL 62707	President Resource One	Director	Director (Illini Bank)	Officer- Legendary Partners	0.10%	None	Resource One 51.00% Legendary Partners 25.00%
Dennis B. Guthrie Springfield, IL 62711	N/A	Sr. Vice President, Chief Financial Officer	Sr. Vice President Chief Financial Officer (Illini Bank)	N/A	0.02%	None	N/A
Huls LTD Partnership LLP Dorothy M Huls Mgr Scottsdale, AZ 85258	N/A	N/A	N/A	N/A	22.49%	None	N/A
D. Marlene H. Huls TR UW, Ernest H. Huls Family Trust Scottsdale, AZ 85258	N/A	N/A	N/A	N/A	5.25%	None	N/A
D. Marlene H. Huls 1992 DMH Trust Scottsdale, AZ 85258	N/A	N/A	N/A	N/A	0.34%	None	N/A
Anthony F. Liberatore Springfield, IL 62711	Director of MBA Millikin University	Director	Director (Illini Bank)	President/Consultant- Quality by Design	0.81%	None	Quality by Design 100.00%
Gaylon E. Martin Springfield, IL 62711	N/A	Director	Director (Illini Bank & Farmers State Bank of Camp Point)	N/A	0.60%	None	N/A
R. Neil Richardson Urbana, IL 61802	Kemper CPA Group	Employee	N/A	President- Richardson Conveyor Truck Service, Inc. Manager- Five Point Realty LLC	0.16%	None	Richardson Conveyor Truck Services, Inc. 50.00% Five Points Realty LLC 25.00%
Jane A. Schachtsiek Springfield, IL 62704	Retired	Vice Chairman, Director	Chairman, Director (Illini Bank)	N/A	0.10%	None	N/A