



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):

**December 31, 2015**

Month / Day / Year

None

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

Reporter's Name, Street, and Mailing Address

Illinois National Bancorp, Inc.

Legal Title of Holding Company

322 East Capitol Avenue

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

Springfield

IL

62701

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Brett M. Tiemann

Executive VP & CFO

Name

Title

217-747-5501

Area Code / Phone Number / Extension

217-747-5555

Area Code / FAX Number

btiemann@illinoisnationalbank.com

E-mail Address

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

I, Patrick T. Phalen

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

03/17/2016

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

1208054

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

**Form FR Y-6**

**Illinois National Bancorp, Inc.**

**Springfield, Illinois**

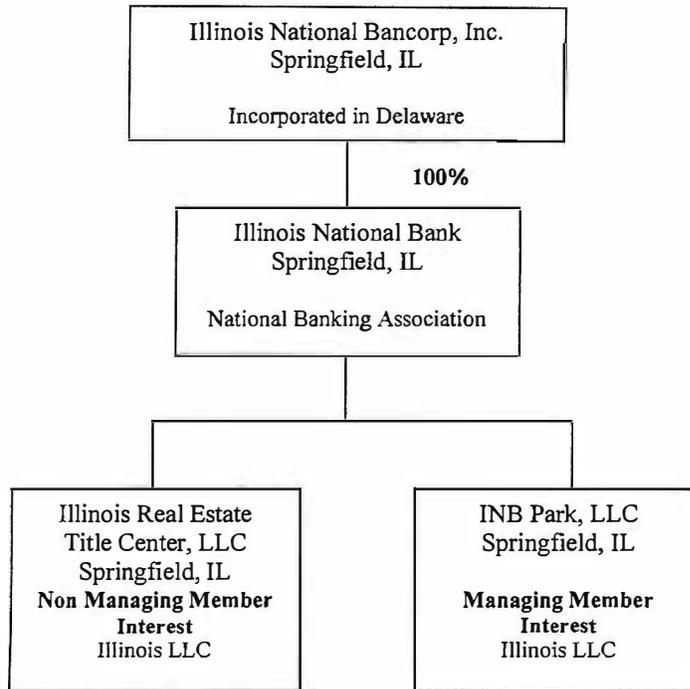
**Fiscal Year Ending December 31, 2015**

**Report Item**

1: The BHC does not prepare an annual report for its shareholders.

2a: Organizational Chart

\*Illinois National Bancorp, Inc. has no Legal Entity Identifier (LEI) to report.



\*Illinois Real Estate Title Center, LLC is not reportable on the FR Y-10.

\*All entities do not have a Legal Entity Identifier (LEI).

2b: Domestic Branch Listing

Emailed to the Federal Reserve Bank of Chicago mailbox [Branch\\_Review@chi.frb.org](mailto:Branch_Review@chi.frb.org)

Dated 2/25/16

**Results:** A list of branches for your depository institution: **ILLINOIS NATIONAL BANK (ID\_RSSD: 925037)**.  
 This depository institution is held by **ILLINOIS NATIONAL BANCORP, INC. (1208054)** of **SPRINGFIELD, IL**.  
 The data area 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)	925037	ILLINOIS NATIONAL BANK	322 EAST CAPITOL	SPRINGFIELD	IL	62701	SANGAMON	UNITED STATES	2341	0	ILLINOIS NATIONAL BANK	925037	
OK		Full Service	3745535	CHATHAM BRANCH	100 EAST PLUMMER BLVD	CHATHAM	IL	62629	SANGAMON	UNITED STATES	226338	6	ILLINOIS NATIONAL BANK	925037	
OK		Full Service	2836584	FAIRMOUNT BRANCH	109 MAIN STREET	FAIRMOUNT	IL	61841	VERMILION	UNITED STATES	201709	1	ILLINOIS NATIONAL BANK	925037	
OK		Full Service	966245	MOUNT PULASKI BRANCH	205 EAST JEFFERSON STREET	MOUNT PULASKI	IL	62548	LOGAN	UNITED STATES	2381	13	ILLINOIS NATIONAL BANK	925037	
OK		Full Service	3745553	PEORIA BRANCH	7535 NORTH KNOXVILLE AVENUE	PEORIA	IL	61614	PEORIA	UNITED STATES	465585	12	ILLINOIS NATIONAL BANK	925037	
OK		Full Service	3157138	106 WEST MAIN OFFICE	106 WMAIN	PLEASANT PLAINS	IL	62677	SANGAMON	UNITED STATES	223049	7	ILLINOIS NATIONAL BANK	925037	
OK		Full Service	996840	409 NORTH 7TH STREET OFFICE	409 NORTH 7TH STREET	RIVERTON	IL	62561	SANGAMON	UNITED STATES	13239	9	ILLINOIS NATIONAL BANK	925037	
OK		Full Service	2877961	2601 CHATHAM ROAD OFFICE	2801 CHATHAM ROAD	SPRINGFIELD	IL	62704	SANGAMON	UNITED STATES	201711	3	ILLINOIS NATIONAL BANK	925037	
OK		Full Service	3513332	NORTH DIRKSEN BRANCH	2450 NORTH DIRKSEN PARKWAY	SPRINGFIELD	IL	62702	SANGAMON	UNITED STATES	363643	5	ILLINOIS NATIONAL BANK	925037	
OK		Limited Service	3745544	SEASONS PINE CREEK BRANCH	3201 CONIFER DRIVE	SPRINGFIELD	IL	62711	SANGAMON	UNITED STATES	453053	11	ILLINOIS NATIONAL BANK	925037	
OK		Full Service	3513060	SOUTH 6TH STREET BRANCH	2849 SOUTH 6TH STREET	SPRINGFIELD	IL	62703	SANGAMON	UNITED STATES	363599	4	ILLINOIS NATIONAL BANK	925037	
OK		Full Service	3513314	WEST WABASH BRANCH	3150 WEST WABASH	SPRINGFIELD	IL	62704	SANGAMON	UNITED STATES	442285	10	ILLINOIS NATIONAL BANK	925037	
Add	1/14/2014	Full Service		BLOOMINGTON BRANCH	1603 TULLAMORE AVE.	BLOOMINGTON	IL	61704	MCCLEAN	UNITED STATES	557402	15	ILLINOIS NATIONAL BANK	925037	

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December 31, 2015

**Report Item 3: Shareholders**

(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 12-31-15			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 ending 12-31-15		
(1)(a.) Name & Address (City, State, Country)	(1)(b.) Country or Citizen- ship or Incorporation	(1)(c.) Number and Percentage of Each Class of Voting Securities	(2)(a.) Name & Address (City, State, Country)	(2)(b.) Country of Citizen- ship or Incorporation	(2)(c.) Number and Percentage of Each Class of Voting Securities
James P. Bruner Springfield, IL, US	USA	22,801 - 5.60% Common Stock	None	None	None
Richard H. Levi Springfield, IL, US	USA	85,539 - 21.02% Common Stock			
Donna Joan Robbins as Trustee of the Charles E. Robbins Marital Trusts Springfield, IL, US	USA	62,274 - 15.30% Common Stock			
Illinois National Bank as Trustee of the Illinois National Bancorp, Inc. 401(k) Retirement Plan (ESOP) Springfield, IL, US	USA	34,008 - 8.36% Common Stock			

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**Illinois National Bancorp, Inc.**  
**December 31, 2015**

**Report Item 4: Insiders**  
**(1), (2), (3)(a)(b)(c), and (4)(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 Shares in Bank Holding Company	Percentage of Voting shares 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)

J. Brummel Continued

Director  
 (Brandt Export Sales, Inc.)  
 Director  
 (Land & Garden  
 Products, Inc.)  
 Director  
 (Trademark Nitrogen, Inc.)  
 Director  
 (Brandt Spain LLC)  
 Director  
 (Brandt South  
 America, LLC)  
 Director  
 (Moon River, LLC)  
 Director  
 (Precision Tank and  
 Equipment Company)  
 Director  
 (Innovation Hammer, LLC)

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

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James P. Bruner Jacksonville, IL USA	Road Construction	Director Chairman of the Board	Director (Illinois National Bank)	Director (United Contractors Midwest, Inc.) President & Director (State Highway Construction Co.)	5.60	None	N/A
William K Cavanagh Washington DC USA	Insurance Co.	Director	Director (Illinois National Bank)	President (Ullico Casualty Group) Vice President, Sales (ULLICO, Inc.) Of Counsel (Cavanagh & O'Hara)	1.47	None	N/A

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Julianna M. Cellini Springfield, IL USA	Free-lance Journalist	Director	N/A	Shareholder (Northlake Development Company) Member/Partner (Portfolio Strategies LLC) Director (NFD2 Co.) Director (St. Patrick School Board) Director/Trustee (The Hope Institute Foundation) Trustee (Downtown Springfield, Inc.) Trustee (Cellini Family Fund Trust) Secretary of Board (Abraham Lincoln Presidential Library & Museum Foundation)	2.28	None	N/A

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J. Cellini Continued				Vice President, Secretary & Treasurer (Lincoln Hotel Corp) Vice President, Secretary & Treasurer (Barrier Free Living, Inc.)			
Richard H. Levi Springfield, IL USA	Data Processing & MIS	Director	Director (Illinois National Bank)	President & CEO (Levi, Ray and Shoup, Inc.) Director (Central Illinois Security)	21.02	None	Levi, Ray & Shoup, Inc. (100%)
Timothy J. Nicoud Springfield, IL USA	Insurance Agency	Director	Director (Illinois National Bank)	Chairman of Board (T.J. Nicoud & Co.) Director (River City Distributing Co.)	0.98	None	N/A

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T. Nicoud Continued				President (Nicoud Cost Savings Advisors)			
Sergio Pecori Springfield, IL USA	Engineer	Director	Director (Illinois National Bank)	Director, President & CEO (Hanson Professional Services, Inc.) Director, President & CEO (Hanson Group, Inc) Director, President & Treasurer (Hanson Architects & Engineers, P.C.) Director, President & Treasurer (Hanson Engineers Commonwealth of Northern Mariana Islands)	0.62	None	N/A

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**Report Item 4: Insiders**

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

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S. Pecori Continued

Director, Asst. Secretary  
(Abraham Lincoln  
Presidential Library  
& Museum Foundation)  
Member, Secretary  
& Treasurer  
(Design Professional  
Coalition)  
Director  
(Memorial Health  
Systems)  
Partner  
(GAP of Illinois, LLC)  
Partner  
(GAP II of Illinois, LLC)  
Director & President  
(Hanson Professional  
Services of Michigan)  
Director & President  
(Hanson Professional  
Services of Massachusetts)

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**Illinois National Bancorp, Inc.**  
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**Report Item 4: Insiders**

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

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Patrick T. Phalen Springfield, IL USA	N/A	Director President & CEO	Director Executive Vice-President & Trust Officer (Illinois National Bank and INB Park, LLC)	Board Member (Friend-in-Deed) Board Member (SPARC Endowment) Treasurer (RSSCC)	0.48	None	N/A
Sarah C. Phalen Springfield, IL USA	N/A	Director Executive Vice-President	Director President & CEO (Illinois National Bank and INB Park, LLC)	Director & Treasurer (The Hope Institute - Executive Committee) Director & Treasurer (Abraham Lincoln Presidential Library Foundation) Director (HSHS Foundation Board)	0.48	None	N/A

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**Illinois National Bancorp, Inc.**  
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**Report Item 4: Insiders**

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

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DonnaJoan Robbins as Trustee of the Charles E. Robbins Marital Trusts Springfield, IL	N/A	N/A	N/A	Member (AC Building, LLC) Member (ACGC, LLC) Member (Capitol Complex, LLC) Member (CER Property Management, LLC) Member (Charles E. Robbins, LLC) Beneficiary (Charles E. Robbins Marital Trust A d/b/a 2060 Hill Meadows) Beneficiary (Charles E. Robbins Marital Trust B d/b/a Fourth & Adams Prop.) Shareholder (Charles Robbins Real Estate, Inc.) Member (Decatur Properties, LLC)	15.30	None	AC Building, LLC (61.9%) ACGC, LLC (62.5%) Capitol Complex, LLC (50%) CER Property Mgmt, LLC (100%) Charles E. Robbins, LLC (100%) Charles E. Robbins Marital Trust A d/b/a 2060 Hill Meadows (100%) Charles E. Robbins Marital Trust B d/b/a Fourth & Adams Property (100%) Charles E. Robbins Real Estate, Inc. (100%) Decatur Properties, LLC (50%) Dirksen Parkway Ventures, LLC (50%) 2040 Hill Meadows, LLC (50%) Jefferson Terrace, LLC (100%) Manor Hill Phase II (50%) Mansion View Devel, LLC (100%)

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D. Robbins as Trustee Continued				Member (Dirksen Parkway Ventures, LLC) Member (2040 Hill Meadows, LLC) Member (Jefferson Terrace, LLC) Partner (Manor Hill Phase II) Member (Mansion View Development, LLC) Member (Mill Creek Estates, LLC) Member (Paragon Building, LLC) Member (Seppi-Robbins Ventures, LLC) Member (Southwest I-72 Business Park, LLC) Member (Stevenson Drive, LLC)			Mill Creek Estates, LLC (80%) Paragon Building, LLC (50%) Seppi-Robbins Vent, LLC (50%) Southwest I-72 Business Park, LLC (50%) Southwest Plaza Development (100%) Stevenson Drive, LLC (75%) SW Plaza I & II, LLC (75%) SWP Wabash Prop. I, LLC (55%) SWP Wabash Prop. II, LLC (55%) SW Plaza III, LLC (42.2%) The Yard (100%) Tres Amigos Prop., LLC (50%)

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

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D. Robbins as Trustee Continued

Member  
(SW Plaza I & II, LLC)  
Member  
(SWP Wabash Properties I, LLC)  
Member  
(SWP Wabash Properties II, LLC)  
Member  
(SW Plaza III, LLC)  
Owner  
(The Yard)  
Member  
(Tres Amigos, LLC)

Brett M. Tiemann  
Chatham, IL USA

N/A

Executive  
Vice-President  
& CFO

Executive  
Vice-President  
& CFO  
(Illinois National  
Bank and INB  
Park, LLC)

Chairman  
(IL Real Estate  
Title Center)

N/A

None

N/A

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Tom Gihl Springfield, IL USA	N/A	Executive Vice-President & COO	Executive Vice-President & COO (Illinois National Bank and INB Park, LLC)	Vice Chairman (Chamber of Commerce) Director (Downtown Community Development Corp) Director (Illinois Bankers Association - for Profit)	N/A	None	N/A
John W. Wilson Sherman, IL USA	N/A	Executive Vice-President & CLO	Executive Vice-President & CLO (Illinois National Bank and INB Park, LLC)	Deacon & Treasurer (Williamsville Christian Church)	N/A	None	N/A