



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):

October 31, 2015

Month / Day / Year

E0KSF7PFQ210NWI8Z391

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

I. Michael Mack

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.

Reporter's Name, Street, and Mailing Address

John Deere Capital Corporation

Legal Title of Holding Company

6400 NW 86th Street

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

Johnston IA 50131

City State Zip Code

One East First St Suite 600 Reno NV 89501

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Rachel Russell Accountant

Name Title

515-267-4690

Area Code / Phone Number / Extension

Area Code / FAX Number

RussellRachelN@JohnDeere.com

E-mail Address

www.deere.com

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

Michael Mack

Signature of Holding Company Director and Official

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. _____

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

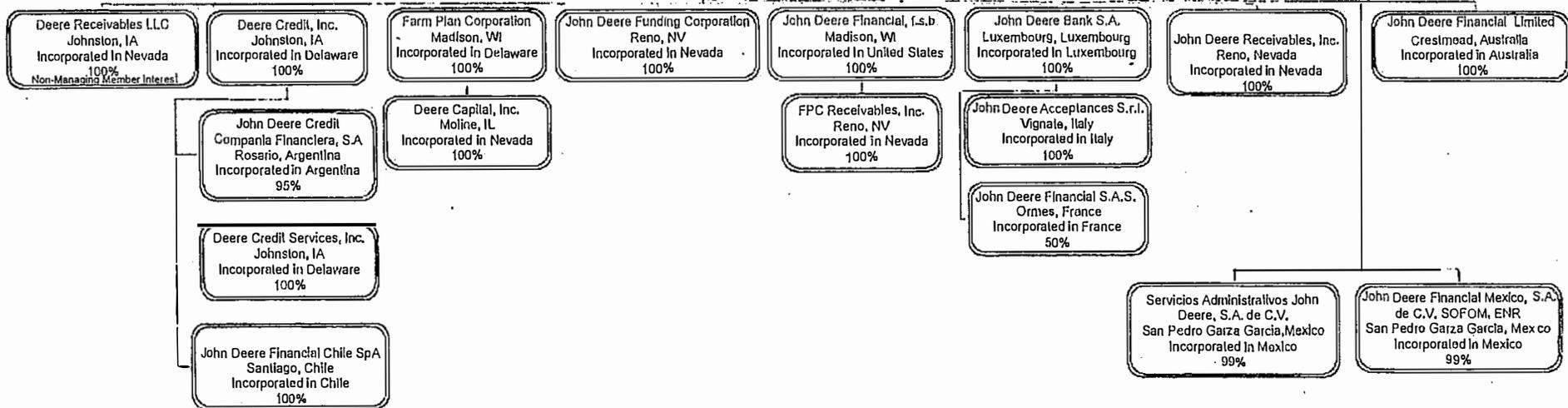
- In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
- The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

Report Item 2a: Organizational Chart

Form FR Y-6
 John Deere Capital Corporation
 Fiscal Year Ending October 31, 2015

John Deere Capital Corporation
 Reno, NV
 Incorporated in Delaware



Results: A list of branches for your depository institution: JOHN DEERE FINANCIAL, F.S.B. (ID_RSSD: 2992547). This depository institution is held by JOHN DEERE CAPITAL CORPORATION (3843075) of RENO, NV. The data are as of 09/30/2015. 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		FullService (Head Office)	2992547	JOHN DEERE FINANCIAL, F.S.B.	8402 EXCELSIOR DRIVE	MADISON	WI	53717	DANE	UNITED STATES	76794	0	JOHN DEERE FINANCIAL, F.S.B.	2992547	

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John Deere Captial Corporation
 Johnston, IA
 Fiscal Year Ending October 31, 2015

Report Item 3: Securities Holders

Current Securities Holders with ownership, control or holdings of 5% or more with power to vote <u>as-of</u> fiscal year end October 31, 2015.			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 <u>during</u> the fiscal year October 31, 2015.		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
John Deere Financial Services, Inc. Johnston, IA, USA	USA	2,500 - 100% Common Stock	N/A	N/A	N/A

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John Deere Capital Corporation
Johnston, IA
Fiscal Year Ending October 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)	List names of other companies (Includes partnerships) If 25% or more of
John Deere Financial Services, Inc. Johnston, IA USA	N/A	N/A	N/A	N/A	100%	N/A	N/A
Samuel R. Allen Bettendorf, IA USA	N/A	Chairman, Chief Executive Officer & Director	Deere Capital, Inc., Director Deere Credit Services, Inc., Director Farm Plan Corporation, Director	Deere & Company, Chairman, Chief Executive Officer, President & Director Deere Payroll Services, Inc., President & Director John Deere Financial Services, Inc., Chairman & Director John Deere Foundation, Chairman & Director John Deere Leasing Company, Director John Deere Shared Services, Inc., President & Director Timberlark Corporation, Director Council on Competitiveness, Chairman Whirlpool Corporation, Director	None	None	None
Michael J. Mack Jr. Bettendorf, IA USA	N/A	President & Director	Deere Capital, Inc., President & Director Deere Credit Services, Inc., President & Director Deere Credit, Inc., President & Director Deere Receivables LLC, Senior Vice President & Manager (Director) Farm Plan Corporation, President & Director John Deere Funding Corporation, Senior Vice President & Director John Deere Receivables, Inc., Senior Vice President & Director	Deere & Company, Group President, John Deere Financial Services, Global Human Resources and Public Affairs John Deere Construction & Forestry Company, Vice President, Financial Services John Deere Financial Services, Inc., President & Director John Deere Foundation, Director John Deere Leasing Company, President & Director Molores John Deere S.A. de C.V., Director Financial Services Roundtable, Director	None	None	None
Matthew Haney Clive, IA USA	N/A	Senior Vice President & Chief Counsel	Deere Capital, Inc., Senior Vice President & Chief Counsel Deere Credit Services, Inc., Senior Vice President & Chief Counsel Deere Credit, Inc., Senior Vice President & Chief Counsel Farm Plan Corporation, Senior Vice President & Chief Counsel	Deere & Company, Vice President & Deputy General Counsel, Senior Vice President & Chief Counsel, John Deere Financial Inc. John Deere Construction & Forestry Company, Vice President, Financial Services John Deere Financial Services, Inc., Senior Vice President & Chief Counsel John Deere Leasing Company, Senior Vice President & Chief Counsel	None	None	None
Rajesh Kalathur Bettendorf, IA USA	N/A	Senior Vice President & Principal Financial Officer & Director	Deere Capital, Inc., Senior Vice President & Director Deere Credit Services, Inc., Senior Vice President & Director Deere Credit, Inc., Vice President Deere Receivables LLC, President & Manager (Director) Farm Plan Corporation, Senior Vice President & Director John Deere Funding Corporation, President & Director John Deere Receivables, Inc., President & Director	Deere & Company, Senior Vice President & Chief Financial Officer Deere Payroll Services, Director John Deere Construction & Forestry Company, Director John Deere Financial Services, Inc., Senior Vice President & Director John Deere Foundation, Director John Deere Leasing Company, Senior Vice President & Director John Deere Shared Services, Inc., Director John Deere Technologies International, Inc., Director Timberlark Corporation, Treasurer	None	None	None
Michael Matera Clive, IA USA	N/A	Senior Vice President & Director	Deere Credit Services, Inc., Senior Vice President Deere Credit, Inc., Senior Vice President & Director John Deere Bank S.A., Director John Deere Financial Chile SpA, Director John Deere Financial Mexico, S.A. de C.V. SDFOM, ENR, Alternate Director John Deere Financial S.A.S., Director Servicios Administrativos John Deere S.A. de C.V., Alternate Director	Deere & Company, Senior Vice President, International Finance, John Deere Financial John Deere Credit OY, Director John Deere Credit Vostok, LLC, Manager (Director) John Deere Finance Lease Co., Ltd, Director John Deere Financial India Private Limited, Director John Deere Financial Services, Inc., Senior Vice President & Director John Deere Leasing (Thailand) Limited, Director Limited Liability Company John Deere Financial, Director	None	None	None
David C. Gilmore Geneseo, IL USA	N/A	Senior Vice President & Director	Deere Capital, Inc., Senior Vice President & Director Deere Credit Services, Inc., Senior Vice President & Director Deere Credit, Inc., Senior Vice President & Director	Deere & Company, Senior Vice President, Region 4- John Deere Financial John Deere Canada Funding Inc., Chairman & Director John Deere Financial, Inc., Chairman & Director John Deere Financial Limited, Chairman & Director John Deere Financial Services, Inc., Senior Vice President & Director John Deere Leasing Company, Senior Vice President & Director Iowa FFA Foundation, Director ILLOWA FCA, Director	None	None	None
Lawrence W. Skidwell Des Moines, IA USA	N/A	Senior Vice President & Director	Deere Capital, Inc., Senior Vice President Deere Credit Services, Inc., Senior Vice President Deere Credit, Inc., Senior Vice President & Director Farm Plan Corporation, Senior Vice President & Director FPC Receivables, Inc., Director John Deere Financial, f.s.b., Director	Deere & Company, Senior Vice President, Global Credit and Risk - John Deere Financial John Deere Financial Services, Inc., Senior Vice President & Director John Deere Leasing Company, Senior Vice President	None	None	None
John C. May LeClaire, IA USA	N/A	Director	N/A	Deere & Company, Chief Information Officer & President, Agricultural Solutions John Deere Financial Services, Inc., Director John Deere Special Technologies Group, Inc., Director	None	None	None

Max A. Guinn Bettendorf, IA USA	N/A	Director	N/A	Deere & Company, President, Worldwide Construction & Forestry Division, Global Labor Relations and Security Deere Payroll Services, Inc., Vice President & Director Fort Smith Timber & Land Company, President, Vice President & Director John Deere Colleyville Works Inc., Director John Deere Construction & Forestry Company, President & Director John Deere Construction Holdings, Inc., President & Director John Deere Financial Services, Inc., Director John Deere Forestry Group LLC, President, Manager (Director) John Deere Shared Services, Inc., Vice President & Director John Deere Technologies International, Inc., President, Director & Chairman Nortrax, Inc., Assistant Treasurer Timberlark Corporation, Director	None	None	None
James M. Field Bettendorf, IA USA	N/A	Director	N/A	Deere & Company, President, Agriculture & Turf Division - Americas, Australia and Global Harvesting & Turf Platforms John Deere Agricultural Holdings, Inc., Director John Deere Financial Services, Inc., Director John Deere Foundation, Director John Deere Shared Services, Inc., Vice President & Director	None	None	None
Mathwart von Pentz Heidelberg Germany	N/A	Director	John Deere Bank S.A., Director	Deere & Company, President Agriculture & Turf Division - Europe, Asia, Africa and Global Tractor Platform John Deere Financial Services, Inc., Director John Deere GmbH, General Manager John Deere S.A., Vice President John Deere Thibodaux, Inc., Director VDMA (German Equipment Manufacturer Association), Member Deutsche Bank AG, Regional Advisory Board	None	None	None
Thomas C. Spitzfaden Moline, IL USA	N/A	Vice President & Treasurer	Deere Capital, Inc., Vice President & Treasurer Deere Credit Services, Inc., Vice President & Treasurer Deere Credit, Inc., Vice President & Treasurer Deere Receivables LLC, Vice President, Treasurer & Director Farm Plan Corporation, Vice President & Treasurer John Deere Bank S.A., Authorized Representative EMIN/CP/ FX Trader/IR Trader & Director John Deere Funding Corporation, Vice President & Treasurer John Deere Receivables, Inc., Vice President & Treasurer	Deere & Company, Vice President & Treasurer Deere Payroll Services, Inc., Treasurer John Deere Agricultural Holdings, Inc., Treasurer John Deere Canada Funding, Inc., Vice President John Deere Cash Management S.A., Director John Deere Colleyville Works Inc., Treasurer John Deere Construction & Forestry Company, Treasurer John Deere Electrical Solutions, Inc., Treasurer John Deere Financial Inc., Vice President John Deere Financial Services, Inc., Vice President & Treasurer John Deere Funding, S.A., Director John Deere Indemnity, Inc., Treasurer John Deere Leasing Company, Vice President & Treasurer John Deere Shared Services, Inc., Treasurer John Deere Special Technologies Group, Inc., Treasurer John Deere Technologies International, Inc., Treasurer John Deere Warranty, Inc., Treasurer NavCom Technology, Inc., Treasurer Nortrax, Inc., Treasurer Waratah Forestry Equipment Canada Ltd., Assistant Treasurer	None	None	None
Andrew C. Traeger Johnston, IA USA	N/A	Senior Vice President & Controller	Deere Capital, Inc., Senior Vice President & Controller Deere Credit Services, Inc., Senior Vice President & Controller Deere Credit, Inc., Senior Vice President & Controller Farm Plan Corporation, Senior Vice President & Controller FPC Receivables, Inc., Treasurer & Director John Deere Financial, I.S.B., Treasurer & Director John Deere Funding Corporation, Assistant Secretary John Deere Receivables, Inc., Assistant Secretary	Deere & Company, Vice President, John Deere Financial John Deere Construction & Forestry Company, Vice President, Financial Services John Deere Financial Services, Inc., Senior Vice President & Controller John Deere Indemnity, Inc., Chief Financial Officer John Deere Leasing Company, Senior Vice President & Controller John Deere Warranty, Inc., Chief Financial Officer Ronald McDonald House Charities of Central Iowa, Board Member Greater Des Moines Partnership, Board Member	None	None	None