



COPY

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

N/A

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

Reporter's Name, Street, and Mailing Address

LWCBancorp, Inc.

Legal Title of Holding Company

1000 East Lincoln Highway

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

New Lenox

IL

60451

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Jeff Baker

CFO

Name

Title

815-717-3202

Area Code / Phone Number / Extension

815-462-4369

Area Code / FAX Number

j.baker@lwcbank.com

E-mail Address

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

I, Mark Stevens

Name of the Holding Company Director and Official

President & CEO and 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]
Signature of Holding Company Director and Official
3-21-16

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.

3802278

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
LWCBancorp, Inc.
New Lenox, Illinois
Fiscal Year Ending December 31, 2015

Report item:

1. N/A - The BHC does not prepare an annual report for its shareholders.

2(a). Organizational Chart:

LWCBancorp, Inc. – Parent - Incorporated in Delaware
LincolnWay Community Bank (100% owned by parent) – Incorporated in Illinois
(Both entities are located at 1000 East Lincoln Highway in New Lenox, Illinois)
LEI Statement: Our organization has no LEI to report.

2(b). Domestic Branch Listing/Verification

Branch List emailed to BranchReview@chi.frb.org on 3/23/16.

3(1). Securities Holders: Current shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2015

<u>Name, City & State</u>	<u>Citizen of</u>	<u>Shares/%</u>
Robert Biedron Naperville, IL	US Citizen	111,428 shares (4.902%) 4,500 vested options (.198%)
Ronald Pierson Palos Park, IL	US Citizen	133,963 shares (5.894%) 4,500 vested options (.198%)
Terrence Ruettiger New Lenox, IL	US Citizen	143,214 shares (6.301%) 7,500 vested options (.330%)
James Hearn Morris, IL	US Citizen	178,010 shares (7.831%) 9,000 vested options (.396%)
Greg Steil Hinsdale, IL	US Citizen	232,624 shares (10.234%) 4,500 vested options (.198%)

3(2). Securities Holders: Security Holders not listed in 3(1) that had ownership, control, or holdings of 5% or more with power to vote *during* the fiscal year ending 12-31-2015.

- None -

Results: A list of branches for your depository institution: **LINCOLNWAY COMMUNITY BANK (ID_RSSD: 3376733)**.
 This depository institution is held by **LWCBANCORP, INC. (3802278) of NEW LENOX, 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.

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)	3376733	LINCOLNWAY COMMUNITY BANK	1000 EAST LINCOLN HIGHWAY	NEW LENOX	IL	60451	WILL	UNITED STATES	432827	0	LINCOLNWAY COMMUNITY BANK	3376733	
OK		Full Service	4844725	MOKENA BRANCH	19102 SOUTH 88TH AVENUE	MOKENA	IL	60448	WILL	UNITED STATES	Not Required	Not Required	LINCOLNWAY COMMUNITY BANK	3376733	

4. **Insiders:** Principal shareholders (>10%), directors, executive officers, etc.

(1) Name, City, State, Country – **George Alexenko**, Lisle, IL, USA
(2) Principal Occupation if other than with the Holding Company – Executive Officer of LincolnWay Community Bank
(3)(a) Title & Position with Holding Company – VP, Secretary and Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries) – Executive Officer and Director of LincolnWay Community Bank
(3)(c) Title & Position with Other Businesses (include names of other businesses) – N/A
(4)(a) Percentage of Voting Shares in Holding Company – **2.359%**
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) – N/A
(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) – N/A

(1) Name, City, State, Country – **Jeff Baker**, Lemont, IL, USA
(2) Principal Occupation if other than with the Holding Company – Executive Officer of LincolnWay Community Bank
(3)(a) Title & Position with Holding Company – Vice President & Treasurer
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries) – Executive Officer of LincolnWay Community Bank
(3)(c) Title & Position with Other Businesses (include names of other businesses) – N/A
(4)(a) Percentage of Voting Shares in Holding Company – **2.640%**
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) – N/A
(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) – N/A

(1) Name, City, State, Country – **Mark Stevens**, Mokena, IL, USA
(2) Principal Occupation if other than with the Holding Company – President & CEO of LincolnWay Community Bank
(3)(a) Title & Position with Holding Company – President & CEO and Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries) – President & CEO and Director of LincolnWay Community Bank
(3)(c) Title & Position with Other Businesses (include names of other businesses) – N/A
(4)(a) Percentage of Voting Shares in Holding Company – **2.993%**
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) – N/A
(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) – N/A

(1) Name, City, State, Country – **Robert Biedron**, Naperville, IL, USA
(2) Principal Occupation if other than with the Holding Company - Retired
(3)(a) Title & Position with Holding Company - Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries) – Director of LincolnWay Community Bank
(3)(c) Title & Position with Other Businesses (include names of other businesses) – N/A
(4)(a) Percentage of Voting Shares in Holding Company – **5.100%**
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) – N/A
(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) – N/A

(1) Name, City, State, Country – **James Hearn**s, Morris, IL, USA
(2) Principal Occupation if other than with the Holding Company - Retired
(3)(a) Title & Position with Holding Company - Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries) – Director of LincolnWay Community Bank
(3)(c) Title & Position with Other Businesses (include names of other businesses) – N/A
(4)(a) Percentage of Voting Shares in Holding Company – **8.227%**
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) – N/A
(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) – 71 Orchards LLC (80% owner of apple orchard), Teresa’s Orchards (80%), Essex Farm General Partnership (99%), R-J-K Farm LLC (25%), Manteno Property 180 LLC (26%),

(1) Name, City, State, Country – **Keith Hearn**s, New Lenox, IL, USA
(2) Principal Occupation if other than with the Holding Company – Partner – Hearn

s & Associates Accounting Firm
(3)(a) Title & Position with Holding Company - Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries) – Director of LincolnWay Community Bank
(3)(c) Title & Position with Other Businesses (include names of other businesses) – N/A
(4)(a) Percentage of Voting Shares in Holding Company – **1.505%**
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) – N/A
(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) – James E Hearn

s & Associates LLC (50%), Mokena Properties LLC (33.3%), Pheasant Ridge Farms LLC (100%), RJK Farms LLC (50%)

(1) Name, City, State, Country – **Ronald Pierson**, Palos Park, IL, USA
(2) Principal Occupation if other than with the Holding Company – President and Owner of Norwalk Tank Company
(3)(a) Title & Position with Holding Company - Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries) – Director of LincolnWay Community Bank
(3)(c) Title & Position with Other Businesses (include names of other businesses) – N/A
(4)(a) Percentage of Voting Shares in Holding Company – **6.092%**
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) – N/A
(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) – Norwalk Tank Company and Norwalk Sales Company (100%), Ronald K Pierson LLC (100%)

(1) Name, City, State, Country – **Terrence Ruettiger**, New Lenox, IL, USA
(2) Principal Occupation if other than with the Holding Company - Retired
(3)(a) Title & Position with Holding Company – Director and Chairman of the Board
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries) – Chairman of the Board of LincolnWay Community Bank
(3)(c) Title & Position with Other Businesses (include names of other businesses) – N/A
(4)(a) Percentage of Voting Shares in Holding Company – **6.631%**
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) – N/A
(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) – True North LLC (35%)

(1) Name, City, State, Country – **Greg Steil**, Hinsdale, IL, USA
(2) Principal Occupation if other than with the Holding Company – President of ATI Physical Therapy
(3)(a) Title & Position with Holding Company - Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries) – Director of LincolnWay Community Bank
(3)(c) Title & Position with Other Businesses (include names of other businesses) – N/A
(4)(a) Percentage of Voting Shares in Holding Company – **10.432%**
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries) – N/A
(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) – The Outdoor Group (38%), Ameri-Fit Corporation (100%), Whitetail Aviation LLC (99%), Peak Aviation LLC (99%)

- END -