



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

Marengo Bancshares, Inc.

Legal Title of Holding Company

P.O. Box 255

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

Marengo IL 60152

City State Zip Code

800 W Grant Hwy, Marengo, IL 60152

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Brad Miller Treasurer

Name Title

815-568-4100

Area Code / Phone Number / Extension

815-568-4138

Area Code / FAX Number

bmiller@prairiecommunitybank.com

E-mail Address

n/a

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

I, **Dianna Torman**

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

03/30/2016

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 2598378
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."

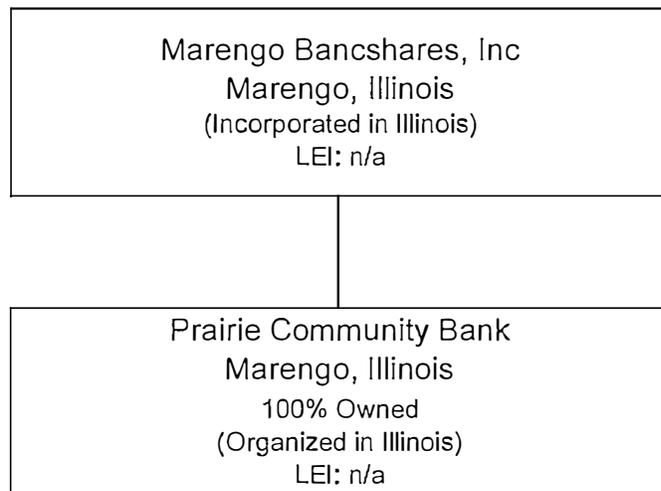
No

Form FR Y-6

Marengo Bancshares, Inc.
Marengo, Illinois 60152
Fiscal Year Ending December 31, 2015

Item 1. Annual Report to Shareholders is included with this report.

Item 2(a). Organizational Chart



Item 2(b). Office/Branch Verification

The branches for ID 2598396 was e-mailed to the FRB on February 16, 2016.

Item 3. Securities Holders
See attached

Item 4. Insiders
See attached.

Result: A list of branches for your depository institution: **PRAIRIE COMMUNITY BANK (ID_RSSD: 2598396)**.
 This depository institution is held by **MARENGO BANCSHARES, INC. (2598378)** of **MARENGO, 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)	2598396	PRAIRIE COMMUNITY BANK	800 WEST GRANT HIGHWAY	MARENGO	IL	60152	MCHENRY	UNITED STATES	59033	0	PRAIRIE COMMUNITY BANK	2598396	
OK		Full Service	3641927	UNION BANKING CENTER	18001 JEFFERSON STREET	UNION	IL	60180	MCHENRY	UNITED STATES	451895	1	PRAIRIE COMMUNITY BANK	2598396	

FR Y-6
Marengo Bancshares, Inc
Marengo, IL
Fiscal Year Ending December 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.			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.		
(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
Philip J. Timyan Western Springs, IL USA	USA	50,000 (5.36%) Common Stock	None		

Marengo Bancshares, Inc
Marengo, IL
Fiscal Year Ending December 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)
Christine M. Blum Marengo, IL USA	N/A	Secretary	Vice President Prairie Community Bank	CFO Progressive Control Systems	<1%	None	Progressive Control Systems (26%)
Brian Cunat McHenry, IL USA	Real Estate Investment & Mgmt	Director	Director Prairie Community Bank	Officer & Director BMNA, LLC Brian G Cunat, LLC Brian G Cunat Family, LLC Carpentry Development Co. Cunat Capital Management, LLC Cunat Payroll, Inc Cunat Corporate Services, Inc Cunat Development Group, LLC Cunat Growth & Equity Ltd Pt Cunat Portfolio AW, LLC Cunat Portfolio SG, LLC Cunat Premium Vineyards, LLC Cunat, Inc Elm St. Place Central Ltd Pt Elm Street West, LLC Fawn Ridge Ltd Pt Heritage Pointe Estates, LLC Highlands of Kensington Manor, LLC Irish Prairie Development Corp Irish Prairie Ltd Pt Longhway-Cunat Corp Northfield Corp Northfield Court Ltd Pt Prairie Lakes of McHenry, LLC Prairie Point Manors Ltd Pt Shamrock Health & Fitness Co The Paths at Fawn Ridge Trails, LLC The Paths at Prairie Lakes, LLC The Paths of Walnut Ridge, LLC The Pointe at Cedar Rapids, LLC Villas of Patriot Estates, LLC Walnut Ridge, LLC Westside Crest Ltd Pt Willow Brooke Apartments, LLC Woodstock Commons, LP	2.4%	None	BMNA, LLC (100%) Brian G Cunat, LLC (80%) Brian G Cunat Family, LLC (100%) Carpentry Development Co. (50%) Cunat Capital Management, LLC (50%) Cunat Payroll, Inc (50%) Cunat Corporate Services, Inc (50%) Cunat Development Group, LLC (33%) Cunat Portfolio AW, LLC (50%) Cunat Portfolio SG, LLC (50%) Cunat Premium Vineyards, LLC (50%) Cunat, Inc (50%) Elm St. Place Central Ltd Pt (50%) Elm Street West, LLC (50%) Fawn Ridge Ltd Pt (45%) Heritage Pointe Estates, LLC (50%) Highlands of Kensington Manor, LLC (50%) Irish Prairie Development Corp (50%) Irish Prairie Ltd Pt (50%) Longhway-Cunat Corp (50%) Northfield Corp (50%) Northfield Court Ltd Pt (50%) Prairie Lakes of McHenry, LLC (50%) Prairie Point Manors Ltd Pt (50%) Shamrock Health & Fitness Co (50%) The Paths at Fawn Ridge Trails, LLC (50%) The Paths at Prairie Lakes, LLC (50%) The Paths of Walnut Ridge, LLC (50%) The Pointe at Cedar Rapids, LLC (50%) Villas of Patriot Estates, LLC (50%) Walnut Ridge, LLC (50%) Westside Crest Ltd Pt (50%) Willow Brooke Apartments, LLC (50%)
Thomas Dickerson Marengo, IL USA	Greenhouse	Director	Director Prairie Community Bank	Owner Growers Outlet	4.0%	None	Hubbs Greenhouse (100%) Growers Outlet (100%) Dickerson Investments (50%)

FR Y-6
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Marengo, IL
Fiscal Year Ending December 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)
Michael A Galante Marengo, IL USA	Consultant & Developer	Director	Director Prairie Community Bank	N/A	1.6%	None	MA Galante Inc (100%) 709 N Hale LLC (50%) 1448 Claremont LLC (33%) KMJ Properties LLC (33%) 2701 West Belmont Ave LLC (25%)
Annette Hammortree Marengo, IL USA	Registered Financial Consultant	Director	Director Prairie Community Bank	President Hammortree Financial Services	2.0%	None	Hammortree Financial (100%) Hammor LLC (50%) 2701 West Belmont Ave LLC (25%)
Bradley H. Miller Yorkville, IL USA	N/A	Treasurer	Senior Vice President Prairie Community Bank	N/A	0%	None	N/A
Dianna K Torman Marengo, IL USA	N/A	President Director	President & CEO Prairie Community Bank	N/A	<1%	None	N/A
Timothy R Young Union, IL USA	Food Processing	Chairman	Chairman Prairie Community Bank	President Dorina So-Good, Inc. Managing Member Perfect Pack Food Products LLC Managing Member YouConn LLC	2.2%	None	Dorina So Good Inc (100%) Perfect Pack Food Products LLC (50%) YouConn LLC (50%)