



# 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. Gary Hested

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

01/25/2016

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 1247905  
 C.I. \_\_\_\_\_

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

Mid America Banks, Inc.

Legal Title of Holding Company

104 Main Street, P.O. Box 340

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

Collins IA 50055

City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Allison Appel Treasurer

Name Title

515-232-5060

Area Code / Phone Number / Extension

515-232-5068

Area Code / FAX Number

aappel@esb1.com

E-mail Address

www.esb1.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

COMPARATIVE FINANCIAL STATEMENTS  
MID AMERICA BANKS, INC. (PARENT ONLY)

(1) BALANCE SHEET  
IN THOUSANDS OF DOLLARS (000)

<u>ASSETS</u>	12/31/2015	12/31/2014
CASH AND CDS	\$115	\$83
EQUITY INVESTMENT IN EXCHANGE		
STATE BANK COLLINS, IA	\$10,124	\$9,743
GOODWILL	\$636	\$636
TOTAL ASSETS	\$10,875	\$10,462
<u>LIABILITIES</u>		
TRUST PREFERRED	\$3,000	\$3,000
NOTE PAYABLE	\$1,070	\$1,268
ACCRUED INTEREST PAYABLE	\$4	\$3
CAPITAL	\$6,875	\$6,300
FAS 115 ADJUSTMENT	(\$74)	(\$109)
TOTAL LIABILITIES & CAPITAL	\$10,875	\$10,462

(2) INCOME STATEMENT

<u>INCOME</u>	12/31/14 to 12/31/15 twelve months
DIVIDEND FROM SUBSIDIARY	\$875
UNDISTRIBUTED INCOME (LOSS) OF SUBSIDIARY	\$345
TOTAL INCOME	\$1,220
<u>EXPENSE</u>	
TRUST PREFERRED	\$95
INTEREST EXPENSE	\$50
TOTAL EXPENSE	\$145
NET OPERATING INCOME	\$1,075

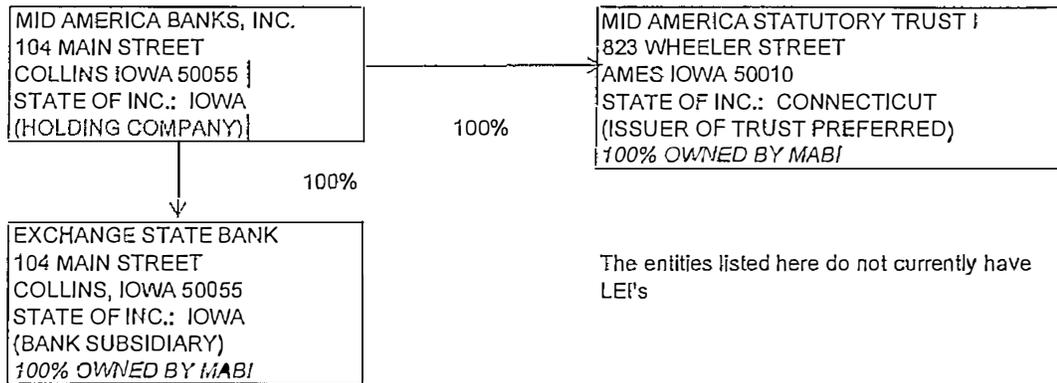
(3) STATEMENT OF CHANGES  
IN STOCKHOLDER'S EQUITY

12-31-14 EQUITY	\$6,300
PLUS:	
NET INCOME	\$1,075
LESS:	
DIVIDEND PAID	(\$500)
12-31-15 EQUITY	\$6,875

(4) SOURCES AND USES OF FUNDS  
12-31-14 TO 12-31-15

SOURCES:	
DIVIDEND FROM SUBSIDIARY	\$875
<hr/>	
TOTAL SOURCES	\$875
USES:	
TRUST PREFERRED	\$95
INTEREST EXPENSE	\$50
DIVIDENDS PAID	\$500
CASH	\$32
NOTE PRINCIPAL REDUCTION	\$198
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TOTAL USES	\$875

REPORT ITEM 2 / ORGANIZATIONS CHART



REPORT ITEM 3 / SHAREHOLDERS over 5%

NAME/ADDRESS	COUNTRY OF CITIZENSHIP	NUMBER OF SHARES	PERCENT OF SHARES
Gary D. Hested Revocable Trust Gary Hested Trustee Story City, IA 50248	USA	812	17.69%
J.C. Van Ginkel Atlantic, IA 50022	USA	1137	24.78%
James Van Ginkel Atlantic, IA 50022	USA	900	19.61%
Ronald Amundson Wheatland, WY 82201	USA	232	5.06%
Roseann Amundson Jewell, IA 50130	USA	232	5.06%
Marci Cohron Atlantic, IA 50022	USA	603	13.14%
<b>TOTAL</b>		<b>3916</b>	<b>62.08%</b>

3 (2) - List any shareholders & TARP warrants not listed above that owned or controlled 5 percent or more of any class of voting securities in the bank holding company during the fiscal year for which the report is being filed.

NONE

Results: A list of branches for your depository institution: EXCHANGE STATE BANK (ID\_RSSD: 805045).  
 This depository institution is held by MID AMERICA BANKS, INC. (1247905) of COLLINS, IA.  
 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)	805045	EXCHANGE STATE BANK	104 MAIN STREET	COLLINS	IA	50055	STORY	UNITED STATES	6484	0	EXCHANGE STATE BANK	805045	
OK		Full Service	3169973	823 WHEELER SUTIE 32 OFFICE	823 WHEELER SUITE 32	AMES	IA	50010	STORY	UNITED STATES	366030	3	EXCHANGE STATE BANK	805045	
OK		Full Service	681744	EXIRA EXCHANGE BRANCH	207 EAST WASHINGTON	EXIRA	IA	50076	AUDUBON	UNITED STATES	8610	2	EXCHANGE STATE BANK	805045	

Report Item 4: Insiders

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

(1) Address (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 Shares In Bank Holding Company	4(b) Percentage of voting shares 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 are held)
Gary D. Hested Revocable Trust Gary Hested Trustee Story City, IA, USA	n/a	Director, and President	Director, Chairman (Exchange State Bank, Collins, Iowa)	n/a	17.69%	none	n/a
Gary Hested				President, (Hillcrest Corp, Ames, IA)		none	n/a
Gary Hested				Manager, (Hested- Cornwell LC, Ames, IA)		none	n/a
Gary Hested				Gen Partner (Bird-Dog One Ames, IA)		none	n/a
Gary Hested				Member, (Faga Pork L.C. Story City, IA)		none	Faga Pork LC 33.5%
James Van Ginkel Atlantic, IA, USA	Retired	n/a	n/a	n/a	19.61%	none	n/a
				Gen. Partner, (Bird Dog One, Ames, IA)		none	n/a
Allison Appel Webster City, IA, USA	n/a	Director, and Treasurer	Vice President (Exchange State Bank, Collins, Iowa)	n/a	0.22%	none	n/a
Allison Appel				Member/Manager, (Carbin Farms LLC Webster City, IA)		none	Carbin Farms LLC 50%
Allison Appel				Manager, (Apple Golf Webster City, IA)		none	Apple Golf 50%
Marci Cohron Atlantic, IA, USA	Retired	n/a	n/a	n/a	13.14%	none	n/a
				Owner, (Cohron Investment Co. Atlantic, IA)		none	Cohron Investment 60.3%

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

(1) Address (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 Shares in Bank Holding Company	4(b) Percentage of voting shares 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 are held)
J.C. Van Ginkel Atlantic, IA, USA	Attorney	Director, VP and Secretary	Director (Exchange State Bank, Collins, Iowa)	n/a	24.78%	none	n/a
J.C. Van Ginkel				Secretary, (Hilcrest Corp. of Ames; Ames, IA)		none	n/a
J.C. Van Ginkel				Gen. Partner, (Bird Dog One, Ames, IA)		none	n/a
J.C. Van Ginkel				Chairman, (Wireless Com- Inc., Atlantic, IA)		none	Wireless Comm. 56%
J.C. Van Ginkel				President, (Cohron Investment Co. Atlantic, IA)		none	Cohron Investment 30%
J.C. Van Ginkel				Gen Partner, (Van Ginkel Law Office, Atlantic, IA)		none	Van Ginkel Law 100%
J.C. Van Ginkel				Member, (Orion Partners LC Ames, IA)		none	n/a
J.C. Van Ginkel				President(Wireless Broadcasting Atlantic, IA)		none	Wireless Broad 56%
J.C. Van Ginkel				Owner(4606 Ontario Coop Housing Corp, Ames, IA)		none	n/a
J.C. Van Ginkel				Owner(3000 Regency Coop Housing Corp, Ames, IA)		none	n/a
J.C. Van Ginkel				Owner(Compound Capital Corp Atlantic, IA)		none	Compound Capital Corp 90%