



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

Nicolet Bankshares, Inc.

Legal Title of Holding Company

111 N Washington Street

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

Green Bay

WI

54301

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Jon Skroch

Accounting Manager

Name

Title

920-617-5377

Area Code / Phone Number / Extension

920-617-5594

Area Code / FAX Number

jskroch@nicoletbank.com

E-mail Address

www.nicoletbank.com

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

I, Robert Atwell

Name of the Holding Company Director and Official

Chairman & CEO

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

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.

3103603

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

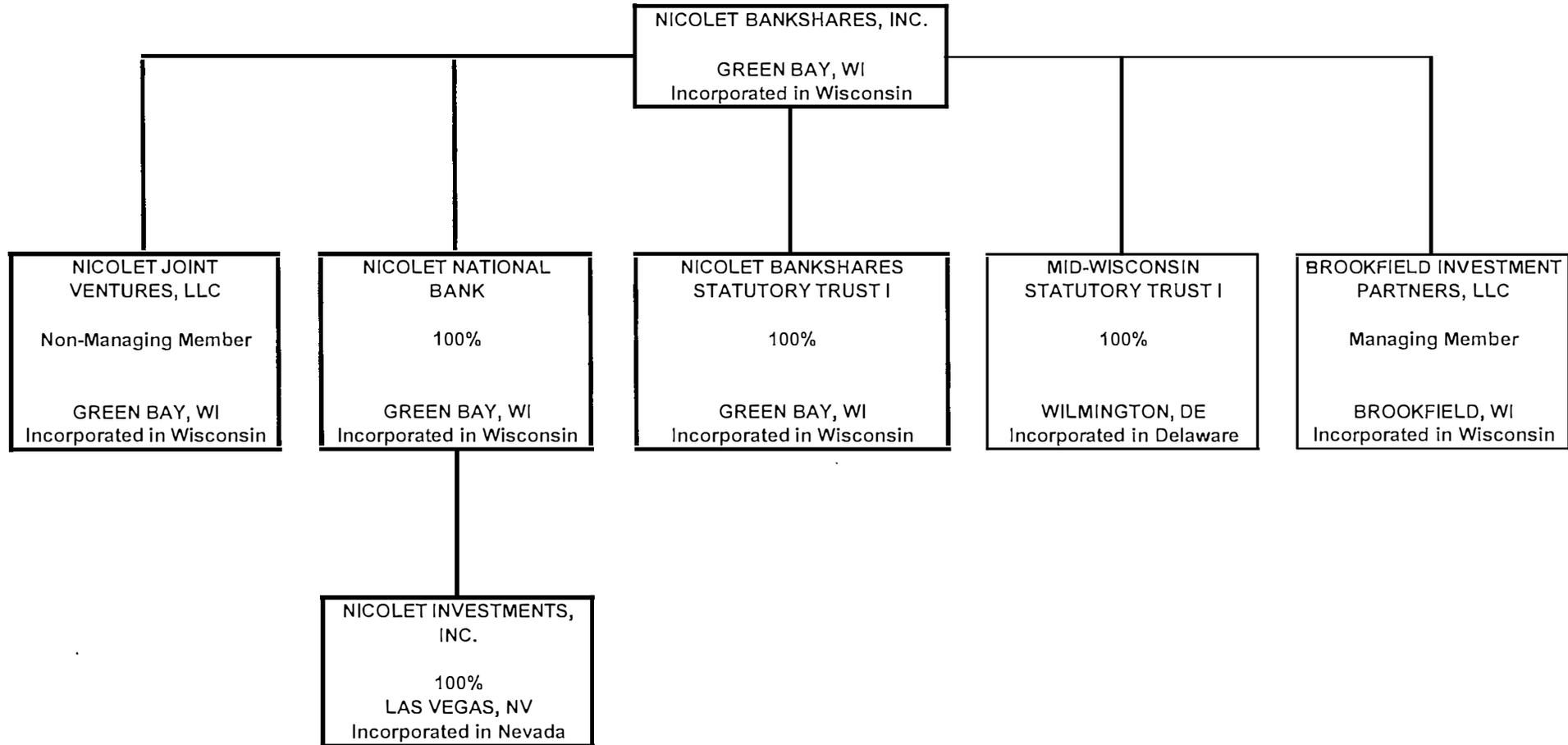
Yes Please identify the report items to which this request applies:

- 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:
Organization Chart

** NO LEI TO REPORT FOR ANY ENTITY NOTED



Results: A list of branches for your depository institution: NICOLET NATIONAL BANK (ID_RSSD: 2941068).
 This depository institution is held by NICOLET BANKSHARES, INC. (3103603) of GREEN BAY, WI.
 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>.

* FDICUNINUM, 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	FDICUNINUM*	Office Number*	Head Office	Head Office ID RSSD*	Comments
OK		Full Service (Head Office)	2941068	NICOLET NATIONAL BANK	1111 NORTH WASHINGTON STREET	GREEN BAY	WI	54301	BROWN	UNITED STATES	334440		0	NICOLET NATIONAL BANK	2941068
OK		Full Service	3512849	MENOMINEE BRANCH	1015 10TH AVENUE	MENOMINEE	MI	49858	MENOMINEE	UNITED STATES	264596		2	NICOLET NATIONAL BANK	2941068
OK		Full Service	2086811	ABBOTSFORD BRANCH	119 NORTH FIRST STREET	ABBOTSFORD	WI	54405	CLARK	UNITED STATES	242742		17	NICOLET NATIONAL BANK	2941068
OK		Full Service	3670440	APPLETON BRANCH	1900 WEST COLLEGE AVENUE	APPLETON	WI	54914	OUTAGAMIE	UNITED STATES	466305		5	NICOLET NATIONAL BANK	2941068
OK		Full Service	4365882	KENSINGTON BRANCH	12400 S KENSINGTON AVE SUITE 100	APPLETON	WI	54915	CALUMET	UNITED STATES	532158		10	NICOLET NATIONAL BANK	2941068
OK		Full Service	502471	COLBY BRANCH	1101 SOUTH FIRST STREET	COLBY	WI	54421	CLARK	UNITED STATES	11728		16	NICOLET NATIONAL BANK	2941068
OK		Full Service	3670459	CRIVITZ BRANCH	1315 US HWY 141N	CRIVITZ	WI	54114	MARINETTE	UNITED STATES	457302		4	NICOLET NATIONAL BANK	2941068
OK		Full Service	4158664	BELLEVUE BRANCH	12082 MONROE ROAD	DE PERE	WI	54115	BROWN	UNITED STATES	512338		8	NICOLET NATIONAL BANK	2941068
OK		Full Service	3512876	DE PERE BRANCH	11011 NORTH BROADWAY	DE PERE	WI	54115	BROWN	UNITED STATES	442460		3	NICOLET NATIONAL BANK	2941068
OK		Full Service	4158600	WEST DE PERE BRANCH	11610 LAWRENCE DRIVE	DE PERE	WI	54115	BROWN	UNITED STATES	512339		9	NICOLET NATIONAL BANK	2941068
OK		Full Service	3601145	EAGLE RIVER BRANCH	1325 WEST PINE STREET	EAGLE RIVER	WI	54521	VILAS	UNITED STATES	463064		22	NICOLET NATIONAL BANK	2941068
OK		Full Service	4158495	LASHWAUBENON BRANCH	12363 HOLMGREN WAY	GREEN BAY	WI	54304	BROWN	UNITED STATES	492385		6	NICOLET NATIONAL BANK	2941068
OK		Full Service	4158954	HOWARD BRANCH	2380 DUCK CREEK PARKWAY SUITE #100 & 200	GREEN BAY	WI	54303	BROWN	UNITED STATES	512335		7	NICOLET NATIONAL BANK	2941068
OK		Full Service	3248326	MARINETTE BRANCH	12009 HALL AVENUE	MARINETTE	WI	54143	MARINETTE	UNITED STATES	424735		1	NICOLET NATIONAL BANK	2941068
OK		Full Service	2179580	MEDFORD PLAZA BRANCH	1134 SOUTH EIGHTH STREET	MEDFORD	WI	54451	TAYLOR	UNITED STATES	229408		13	NICOLET NATIONAL BANK	2941068
OK		Full Service	3453410	MINOCQUA BRANCH	18744 HIGHWAY 51 NORTH, SUITE 4	MINOCQUA	WI	54548	ONEIDA	UNITED STATES	452500		21	NICOLET NATIONAL BANK	2941068
OK		Full Service	2532372	PHILLIPS BRANCH	1864 NORTH LAKE AVENUE	PHILLIPS	WI	54555	PRICE	UNITED STATES	229409		18	NICOLET NATIONAL BANK	2941068
OK		Full Service	32355	RHINELANDER BRANCH	12170 LINCOLN STREET	RHINELANDER	WI	54501	ONEIDA	UNITED STATES	229411		19	NICOLET NATIONAL BANK	2941068
OK		Full Service	461656	RIB LAKE BRANCH	717 MCCOMB AVENUE	RIB LAKE	WI	54470	TAYLOR	UNITED STATES	229407		12	NICOLET NATIONAL BANK	2941068
OK		Full Service	3453429	RIB MOUNTAIN BRANCH	3845 RIB MOUNTAIN DRIVE	WAUSAU	WI	54401	MARATHON	UNITED STATES	444956		20	NICOLET NATIONAL BANK	2941068
OK		Full Service	4538967	WAUSAU STEWART BRANCH	2100 STEWART AVENUE, SUITE 100	WAUSAU	WI	54401	MARATHON	UNITED STATES	Not Required	Not Required		NICOLET NATIONAL BANK	2941068

Nicolet Bankshares, Inc
 Green Bay, WI
 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
US Treasury Small Business Lending Fund	USA	12,200 - 100% Senior Noncumulative Perpetual Preferred Stock, Series C	N/A	N/A	N/A

12/31/2015

*KD updated % of shares in BHC from filed 10-K, 3-7-16

*KD updated Names of Other Co. if 25% or more from completed D&O Questionnaires

CLASS: COMMON STOCK

Name City, State		Title & Position with Bank Holding Company	Title & Position with Subsidiaries	Title & Position with Other Businesses	% of shares in Bank Holding Company	% of shares in Subsidiaries	Names of Other Companies if 25% or more
Robert B. Atwell Bay, WI	Green	Director, Chairman, President, & CEO	Chairman & CEO (Nicolet National Bank)	N/A	3.6%	None	N/A
Michael E. Daniels Bay, WI	Green	Director, Executive Vice President, & Secretary	President & COO (Nicolet National Bank)	N/A	3.7%	None	N/A
John N. Dykema Bay, WI	Green	Director	None	Owner, President and Chief Executive Officer - Campbell Wrapper Corporation and Circle Packaging Machinery, Inc.	1.9%	None	Campbell Wrapper (100%) Circle Packaging (100%) DNJH LLC (100%) Hassia Holdings LLC (100%) Eflytec Holdings LLC (100%) Eflytec USA LLC (100%) Junapack LLC (100%)
Gary L. Fairchild Bay, WI	Green	Director	None	President and Owner of Fairchild Equipment, Inc	< 1%	None	Fairchild Equipment (70%) F&O Partnership (100%) Cardinal/89LLC(100%) F&V (50%) Fairchilds Best Investments (25%)
Michael F. Felhofer Sturgeon Bay, WI		Director	None	Owner and President of Candleworks of Door County, Inc.	1.6%	None	Candleworks of Door County (100%)
Christopher J. Ghidorzi Wausau, WI		Director	None	Vice President of Property Development, C.A. Ghidorzi, Inc. and Affiliates (2007 – present). Previously: Director of Equity Trading, Robert W. Baird & Co. (2001 – 2007).	< 1%	None	N/A
Kim A. Gowey Medford, WI		Director	None	President and Director, Kim A. Gowey, DDS Ltd.	< 1%	None	N/A
Andrew F. Hetzel, Jr. Bay, WI	Green	Director	None	President/CEO of NPS Corp. and Managing Member of Hetzel Enterprises LLC	1.3%	None	Hetzel Enterprises (100%) Arkona Corp (100%) NPT Holdings Inc (94%)
Ann K Lawson Pere, WI	De	Chief Financial Officer	Chief Financial Officer (Nicolet National Bank)	N/A	< 1%	None	N/A
Donald J Long, Jr. Bay, WI	Green	Director	None	Former Owner and Chief Executive Officer of Century Drill & Tool Co., Inc.	2.3%	None	N/A
Susan Merkatoris WI	Brussels,	Director	None	Owner and President of Susan L. Merkatoris, CPA, SC, Owner Larboard Enterprises, LLC, Co-owner and Vice President, Midwest Stahl Inc.; Owner Sugar Creek Self Storage, LLC	2.4%	None	Susan L. Merkatoris, CPA SC (100%) Larboard Enterprises LLC (100%) Sugar Creek Self Storage LLC (100%)
Therese Pandl Bay, WI	Green	Director	None	President and Chief Executive Officer of the Hospital Sisters Health System's Division in Eastern Wisconsin; President and Chief Executive Officer of St. Mary's Hospital Medical Center, St. Vincent Hospital in Green Bay, and St. Clare Memorial in Oconto Falls.	< 1%	None	TAP Properties LLC (50%) Milwaukee Waterfront Deli (50%) Capitol Restaurants LLC (33%)
Randy J. Rose Green Bay, WI		Director	None	Retired President and CEO of Schwabe North America. Retired member of the Executive Strategic Committee for Dr. Willmar Schwabe GmbH and Co. KG, parent of Schwabe North America. Currently serves as Board member for Foth.	< 1%	None	N/A
Robert J. Weyers Bay, WI	Green	Director	None	Co-owner, Weyers Group, Commercial Horizons, Inc., and PBJ Holdings, LLC	2.6%	None	WB Investors (50%) Weyers Group (33%) Commercial Horizons (33%) PBJ Holdings (33%)

CLASS: PREFERRED STOCK

Name City, State		Title & Position with Bank Holding Company	Title & Position with Subsidiaries	Title & Position with Other Businesses	% of shares in Preferred Stock Class	% of shares in Subsidiaries	Names of Other Companies if 25% or more
Small Business Lending Fund		N/A	N/A	N/A	100%	N/A	N/A