

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)

I, **Charles D. Eastman**

Name of the Holding Company Director and Official

Chairman & Director

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Peoples Financial Corp. of Illinois, Inc.

Legal Title of Holding Company

207 N. Tremont Street

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

Kewanee IL 61443

City State Zip Code

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.

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:

Randy Carton **Treasurer**

Name Title

1-309-853-3333

Area Code / Phone Number / Extension

309-853-1708

Area Code / FAX Number

carton@pnb-kewanee.com

E-mail Address

www.pnb-kewanee.com

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

Signature of Holding Company Director and Official

03/18/2016

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 **1491801**
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

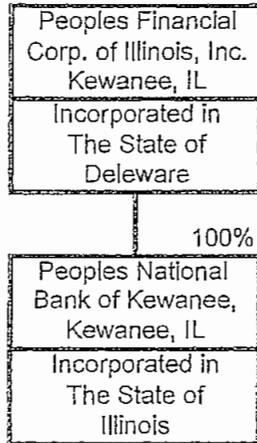
Form FR Y-6

Peoples Financial Corp. of Illinois, Inc.
Kewanee, Illinois
Fiscal Year Ending December 31, 2015

Report Item

- 1 The BHC does prepare an annual report for its shareholders.
Enclosed are two copies of the annual report

- 2a Organizational Chart



Peoples Financial Corp. of Illinois has no LEI to report.

Report Item 26.

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)	823133	PEOPLES NATIONAL BANK OF KEWANEE	207 NORTH TREMONT	KEWANEE	IL	61443	HENRY	UNITED STATES	601	0	PEOPLES NATIONAL BANK OF KEWANEE	823133	
OK		Full Service	3712715	ANNAWAN BANKING CENTER	111 NORTH CANAL STREET	ANNAWAN	IL	61234	HENRY	UNITED STATES	471475	6	PEOPLES NATIONAL BANK OF KEWANEE	823133	
OK		Full Service	398435	BRADFORD BRANCH	179 WEST MAIN STREET	BRADFORD	IL	61421	STARK	UNITED STATES	9233	2	PEOPLES NATIONAL BANK OF KEWANEE	823133	
OK		Limited Service	2098586	SOUTH TENNEY FACILITY	737 SOUTH TENNEY STREET	KEWANEE	IL	61443-37	HENRY	UNITED STATES	186672	1	PEOPLES NATIONAL BANK OF KEWANEE	823133	
OK		Full Service	258136	MANLIUS BANKING CENTER	109 WEST MAPLE AVENUE	MANLIUS	IL	61338	BUREAU	UNITED STATES	2372	7	PEOPLES NATIONAL BANK OF KEWANEE	823133	
OK		Full Service	2694403	SHEFFIELD BANKING CENTER	238 WEST RAILROAD STREET	SHEFFIELD	IL	61361	BUREAU	UNITED STATES	186673	3	PEOPLES NATIONAL BANK OF KEWANEE	823133	
OK		Full Service	533843	TAMPICO BANKING CENTER	112-120 MAIN STREET	TAMPICO	IL	61283	WHITESIDE	UNITED STATES	10688	8	PEOPLES NATIONAL BANK OF KEWANEE	823133	

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Peoples Financial Corp. of Illinois, Inc.
 Kewanee, Illinois
 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 as of fiscal year ending 12-31-2015			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 during the fiscal year ending 12-31-2015		
(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
Charles D. Eastman Kewanee, IL 61443	USA	7,488 (27.03%)	None		
Bernice Eastman Revocable Trust Kewanee, IL 61443 Charles D. Eastman - Trustee	USA	2,330 (8.41%)	None		
Bernice Eastman Irrevocable Trust Kewanee, IL 61443 Charles D. Eastman - Trustee	USA	1,450 (5.23%)	None		

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Peoples Financial Corp. of Illinois, Inc.
Kewanee, Illinois
Fiscal Year Ending December 31, 2015Report Item 4: Insiders
(1)(a)(b)(c) and (2)(a)(b)(c)

(1) Names & 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 Securities in Bank Holding Company	(4)(b) Percentage of Voting Securities 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 held)
Charles D. Eastman Kewanee, IL 61443		Director & Chairman	President & Director	President, Charles D. Eastman P.C. Law Firm	27.03	N/A	CD Eastman Law Firm (100%)
Robert Eastman Kewanee, IL 61443	IT Consultant	Director	Director	IT Consultant	2.85	N/A	N/A
Randy Carton Kewanee, IL 61443		Director & Treasurer	VP / Cashier	N/A	0.16	N/A	N/A
Robert VerHeecke Kewanee, IL 61443	Retired	Director Secretary	Director	Owner	1.55	N/A	VerHeecke Christmas Tree Farm (100%)
Reynolds Everett, Jr. Galva, IL 61434	Attorney	Director	Director	Barash & Everett, PC	1.07	N/A	B&E (50%)
James Rinella St. Pete Beach, FL 33706	Retired	Director	Director	N/A	0.66	N/A	N/A
John Spets Kewanee, IL 61443	Retailer Real Estate	Director	Director	Chairman, Spets Bros, Inc.	0.23	N/A	Spets (55%)
George Guzzardo Kewanee, IL 61443	Retailer	Director	Director	President, Guzzardos, Inc.	0.39	N/A	Guzzardos (62%)
Charles D. Eastman Kewanee, IL 61443 As Trustee for 2 Trusts - See below Bernice Eastman Revocable Trust Bernice Eastman Irrevocable Trust		Director & Chairman	President & Director	President, Charles D. Eastman P.C. Law Firm	13.64	N/A	CD Eastman Law Firm (100%)