



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, **Dennis R. Smith**

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

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 1398991
 C.I. _____

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

Piper Bankshares, Inc.

Legal Title of Holding Company

4 East Peoria Street

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

Piper City IL 60959
 City State Zip Code

N/A

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Dennis R. Smith President

Name Title

815-686-2258

Area Code / Phone Number / Extension

815-686-2783

Area Code / FAX Number

wvb91@iwon.com

E-mail Address

N/A

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

FORM FR Y-6
Piper Bankshares, Inc.
Piper City, Illinois
Fiscal Year Ending December 31, 2015

Report Item 1a: Form 10-K Filed With The SEC

The Bank Holding Company is not registered with the SEC.

Report Item 1b: Annual Report to Shareholders

The Bank Holding Company (parent company only) financial statements are filed separately as part of this Annual Report. Consolidated financial statements are not normally prepared and certified financial statements are not required.

Report Item 2a: Organization Chart

Piper Bankshares, Inc.
Piper City, Illinois
Incorporated in Delaware

PIPER BANKSHARES INC DOES NOT HAVE AN EXISTING LEI DATA TO REPORT

Vermilion Valley Bank
Formerly – State Bank of Piper City
B.H.C. owns 20,000 (100%) issued and
outstanding shares of capital stock
Piper City, Illinois
Incorporated in Delaware

During 2015, Bank Holding Company did not directly or indirectly own, control or hold with power to vote 5% or more of the outstanding shares of any company other than its subsidiary, Vermilion Valley Bank.

Report Item 2b: Branch Verification

Submitted to the Federal Reserve via e-mail on 01/12/2016.

Results: A list of branches for your depository institution: VERMILION VALLEY BANK (ID_RSSD: 666844).
 This depository institution is held by PIPER BANKSHARES, INC. (1398991) of PIPER CITY, 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	FDICUNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	666844	VERMILION VALLEY BANK	4 EAST PEORIA	PIPER CITY	IL	60959	FORD	UNITED STATES	7455		0 VERMILION VALLEY BANK		666844
OK		Full Service	3671577	CHATSWORTH BRANCH	509 SOUTH FOURTH	CHATSWORTH	IL	60921	LIVINGSTON	UNITED STATES	451656		4 VERMILION VALLEY BANK		666844
OK		Full Service	363138	111 WEST HACK STREET OFFICE	111 WEST HACK STREET	CULLOM	IL	60929	LIVINGSTON	UNITED STATES	2323		1 VERMILION VALLEY BANK		666844
OK		Full Service	1934335	KEMPTON BRANCH	203 MAIN STREET	KEMPTON	IL	60946	FORD	UNITED STATES	10558		2 VERMILION VALLEY BANK		666844
OK		Full Service	751740	136 EAST GREEN OFFICE	136 EAST GREEN STREET	ROBERTS	IL	60962	FORD	UNITED STATES	7886		3 VERMILION VALLEY BANK		666844

FORM FR Y-6
Piper Bankshares, Inc.
Piper City, Illinois
Fiscal Year Ending December 31, 2015

Report Item 3: Security Holders

Report Item 3(1):

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12/31/2015:

<u>Name and Address</u>	<u>Citizenship</u>	<u>Shares Owned</u>
Dennis R. Smith Piper City, IL 60959	USA	6,218 18.43%
Edna Branch Estate Piper City, IL 60959	USA	3,600 10.67%
Gordon M. Kinate Fairbury, IL 61739	USA	2,664 7.90%
Daniel Rogers Piper City, IL 60959	USA	2,000 5.93%
C. H. Walters Estate Piper City, IL 60959	USA	2,400 7.11%
Charles Kerchenfaut Piper City, IL 60959	USA	3,960 11.74%
Gary M. Read Roberts, IL 60962	USA	1,825 5.41%

Report Item 3(2):

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

Name and Address	Principal Occupation	Title or Position			Percentage of Voting Shares in		
		Bank Holding Company	Subsidiary	Other Businesses	Bank Holding Company	Subsidiary	Other Businesses
Raymond Froelich Piper City, Illinois, USA	Retired real estate and insurance agent	Director	Director - Vermillion Valley Bank	Froelich Insurance & Real Estate - Principal	2.34%	None	None
Charles Kerchenfaut Piper City, Illinois, USA	Farmer	Director	Director - Vermillion Valley Bank	None	11.74%	None	None
Gordon M. Kinale Fairbury, Illinois, USA	Attorney	Director	Director - Vermillion Valley Bank	Kinale & Morgan Attorneys at Law - Partner	7.90%	None	None
Dennis R. Smith Piper City, Illinois, USA	CEO, President, Director Vermillion Valley Bank	Chairman of Board, CEO, President and Director	Chairman of Board, CEO President and Director - Vermillion Valley Bank	None	18.43%	None	None
Edna Branch Estate Piper City, Illinois, USA	Retired	Stockholder	None	None	10.67%	None	None
Gary M. Read Roberts, Illinois, USA	Farmer	Stockholder	None	None	5.41%	None	None
John T. Zick Hinsdale, Illinois, USA	Retired	Director	Director - Vermillion Valley Bank	None	0.63%	None	None