



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)

I, James Burns Jr.

Reporter's Name, Street, and Mailing Address

Name of the Holding Company Director and Official

Portage County Bancshares, Inc.

Chairman of the Board

Legal Title of Holding Company

Title of the Holding Company Director and Official

1155 County Road D

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.

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

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.

Almond

WI

54909-9777

City

State

Zip Code

n/a

Physical Location (if different from mailing address)

James Burns Jr.
Signature of Holding Company Director and Official

Person to whom questions about this report should be directed:

Sandy La Porte

Administrative Assistant

Name

Title

715-366-4311

Area Code / Phone Number / Extension

715-366-8791

Area Code / FAX Number

sandy@portagecountybank.com

E-mail Address

n/a

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

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 1141133
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

Report FRY-6

Portage County Bancshares, Inc.
1155 County Road D
Almond, Wisconsin 54909-9777

Fiscal Year Ending December 31, 2014

Report Item

- 1: The bank holding company prepares an annual report for its shareholders, two copies are enclosed.
- 2: Organizational Chart

Portage County Bancshares, Inc.
Almond, Wisconsin 54909-9777

Incorporated Wisconsin

100%

Portage County Bank
Almond, Wisconsin 54909-9777

Incorporated Wisconsin

100%

Bancroft State Bank
Bancroft, Wisconsin 54921

Incorporated Wisconsin

All entities do not have a LEI

Results: A list of branches for your holding company: PORTAGE COUNTY BANCSHARES, INC. (1141133) of ALMOND, 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>.

* 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)	570745	BANCROFT STATE BANK	5496 COUNTY ROAD W	BANCROFT	WI	54921	PORTAGE	UNITED STATES	7850	0	BANCROFT STATE BANK	570745	
OK		Full Service	3507229	HANCOCK BRANCH	220 WEST NORTH LAKE STREET	HANCOCK	WI	54943	WAUSHARA	UNITED STATES	356716	3	BANCROFT STATE BANK	570745	
OK		Full Service	3153372	PLAINFIELD BRANCH	123 WEST NORTH STREET	PLAINFIELD	WI	54966	WAUSHARA	UNITED STATES	365860	4	BANCROFT STATE BANK	570745	
OK		Full Service	2085131	KELLNER BRANCH	3821 80TH STREET	WISCONSIN RAPIDS	WI	54494	PORTAGE	UNITED STATES	226863	1	BANCROFT STATE BANK	570745	
OK		Full Service	2030805	SARATOGA BRANCH	9031 HIGHWAY 13 SOUTH	WISCONSIN RAPIDS	WI	54494	WOOD	UNITED STATES	226864	2	BANCROFT STATE BANK	570745	
OK		Full Service (Head Office)	12647	PORTAGE COUNTY BANK	1155 COUNTY ROAD D	ALMOND	WI	54909-977	PORTAGE	UNITED STATES	6401	0	PORTAGE COUNTY BANK	12647	
OK		Full Service	3180163	PLAINFIELD BRANCH	809 WEST NORTH STREET	PLAINFIELD	WI	54966	WAUSHARA	UNITED STATES	365859	2	PORTAGE COUNTY BANK	12647	
OK		Full Service	2427094	PLOVER BRANCH	2520 POST ROAD	PLOVER	WI	54467	PORTAGE	UNITED STATES	221692	1	PORTAGE COUNTY BANK	12647	
OK		Full Service	3692974	STEVENS POINT BRANCH	5417 VERN HOLMES DRIVE, SUITE 1	STEVENS POINT	WI	54482	PORTAGE	UNITED STATES	469744	4	PORTAGE COUNTY BANK	12647	
OK		Full Service	3158256	TRIG'S BRANCH	1600 ACADEMY DRIVE	STEVENS POINT	WI	54481	PORTAGE	UNITED STATES	366003	3	PORTAGE COUNTY BANK	12647	

Form FR Y-6
Portage County Bancshares, Inc.
Almond, WI
Fiscal Year Ending December 31, 2015

Report Item 3: Shareholders
(1)(a)(b)(c) and (2)(a)(b)(c)

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
Daniel Burns Stevens Point, WI	USA	2,340 - 16.40% Common Stock	N/A	N/A	N/A
Edward Burns, LLC	USA	750 - 5.20% Common Stock	N/A	N/A	N/A
James Burns Jr. Almond, WI	USA	3,575 - 25.10% Common Stock	N/A	N/A	N/A
Richard Pavelski Naples, FL	USA	1,410 - 9.90% Common Stock	N/A	N/A	N/A
Robert Zimpel Plainfield, WI	USA	1,250 - 8.80% Common Stock	N/A	N/A	N/A

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Portage County Bancshares, Inc.
Almond, WI
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders
(1)(a)(b)(c) and (2)(a)(b)(c)

(1)(a) Names & Address (City, State, Country)	(2) a 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 held)
Daniel Burns Stevens Point, WI	Retired	Director	Director	n/a	16.40%	n/a	n/a
James Burns Jr. Almond, WI	Farming James Burns & Sons Farms, Inc.	President, Chairman & Director	Director Chairman	Sec/Treas James Burns & Sons Farms, Inc.	25.10%	n/a	James Burns & Sons Farms, Inc. 50%
Norman Fletcher Plover, WI	Farming Fletcher Farms, Inc.	Director	Director	President & Director Fletcher Farms, Inc. President Jubilee Produce Member NORVON INV. LLC Vice President Satellite Ent. Inc. Secretary	4.20%	n/a	Fletcher Farms, Inc. 33% Jubilee Produce 25% NORVON INV. LLC 100% Satellite Ent., Inc. 100% 100%
Dennis Freund Plover, WI	Retired	Director	Director	Partner	1.40%	n/a	Plover Development Ent. 33%

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Portage County Bancshares, Inc.
Almond, WI
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders
(1)(a)(b)(c) and (2)(a)(b)(c)

(1)(a) Names & Address (City, State, Country)	(2) a 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)
Jonathan Rose Stevens Point	The Portage County Bank	Director	Director & President of The Portage County Bank	n/a	0.20%	n/a	n/a
Richard Pavelski Naples, FL	Hearland Farms	n/a	n/a	n/a	9.90%	n/a	n/a
Robert Zimpel Plainfield, WI	TH Agri-Chemicals	Director	Director	President Owner Hillcrest Orchard	8.80%	n/a	Hillcrest Orchard 100%
Alan Pagel Almond, WI	Road Construction	Director	Director	n/a	2.10%	n/a	n/a
Keith Helmrick Plover, WI	Manager Moodie Trucking Co.	Director	Director	Partner Helmrick/Moodie	0.20%	n/a	Helmrick/Moodie 50%