

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, **Jeffrey P. Mozena**

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.

Reporter's Name, Street, and Mailing Address

Premier Financial Corp.

Legal Title of Holding Company

2625 NW Arterial/PO Box 420

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

Dubuque

IA

52002-0420

City

State

Zip Code

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:

Patrick J Niemer

CFO

Name

Title

563-588-1000

Area Code / Phone Number / Extension

563-588-0383

Area Code / FAX Number

pniemer@premierbanking.com

E-mail Address

www.premierbanking.com

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

Signature of Holding Company Director and Official

03/28/2016

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

C.I.

268 7124

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."

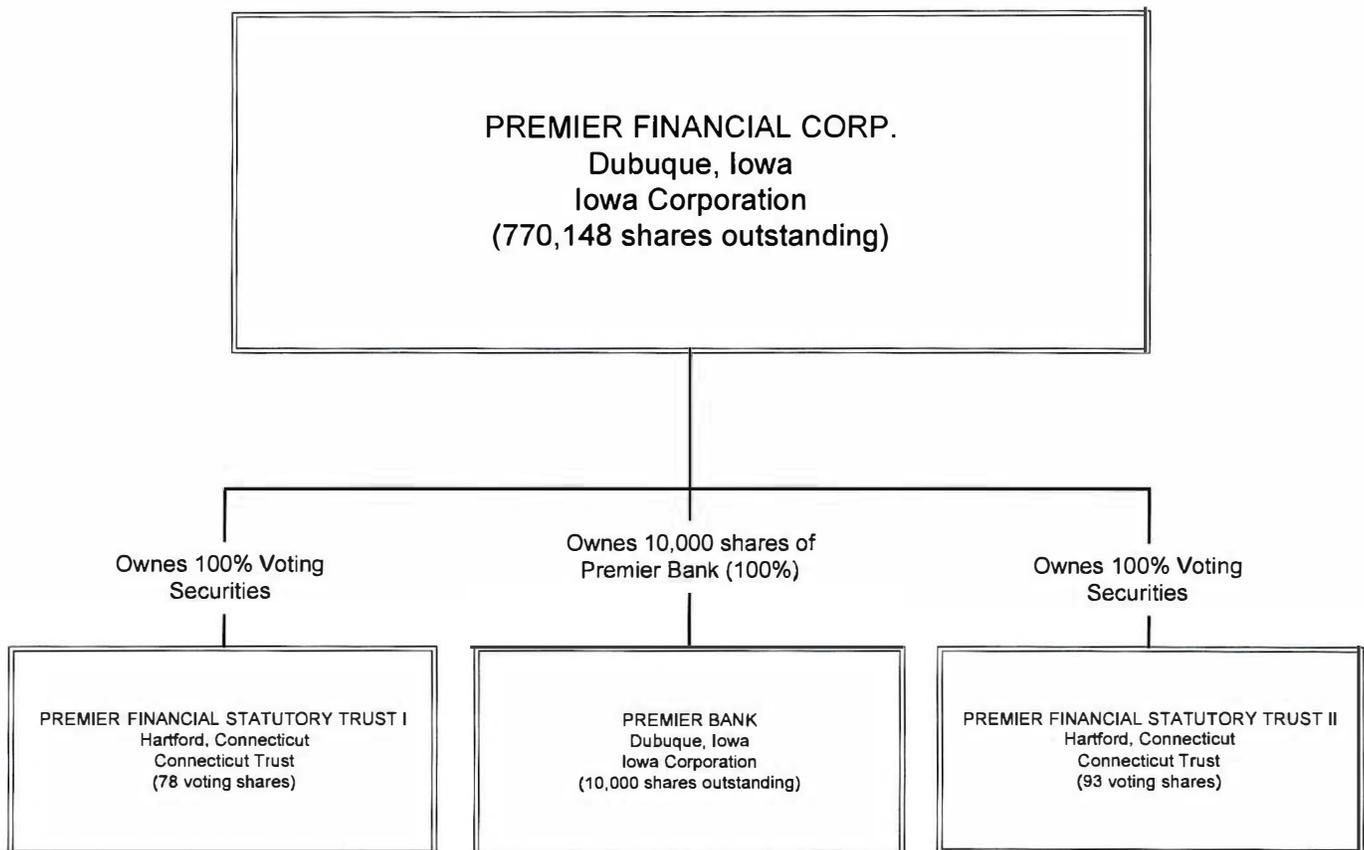
No

PREMIER FINANCIAL CORP.

1. Annual Report to Shareholders

Consolidated financial statements as of December 31, 2015 and 2014, and for the years then ended are attached to this report. Condensed financial information of the Parent Company is included in the notes to the consolidated financial statements.

2a. Organization Chart



2b. Domestic Branch Listing

There are no changes in office listings as submitted to BranchReview@chi.frb.org.

Note: No LEI for the above entities.

Results: A list of branches for your holding company: PREMIER FINANCIAL CORP. (2687124) of DUBUQUE, IA.
The data are as of 12/31/2015. Data reflects information that was received and processed through 04/05/2016.

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)	2687133	PREMIER BANK	2625 NORTH WEST ARTERIAL	DUBUQUE	IA	52002-04	DUBUQUE	UNITED STATES	61808	0	PREMIER BANK	2687133	
ok		Full Service	3435180	JFK BRANCH	1975 JOHN F KENNEDY ROAD	DUBUQUE	IA	52002	DUBUQUE	UNITED STATES	447377	3	PREMIER BANK	2687133	
ok		Full Service	3050725	NINTH STREET BRANCH	9TH AND IOWA STREETS	DUBUQUE	IA	52001	DUBUQUE	UNITED STATES	360812	1	PREMIER BANK	2687133	

3(1) Security Holders

Listing of security holder that directly or indirectly own, control or hold with the power to vote 5% or more of any class of voting securities of the bank holding company as of the fiscal year ending December 31, 2015.

<u>Security Holder</u>	<u>City</u>	<u>Country of Citizenship</u>	<u>Shares Owned</u>	<u>Percentage</u>	<u>Pro Forma Shares Owned</u>	<u>Pro Forma Percentage</u>
Jeff Mozena Family						
Jeff Mozena	Dubuque, Iowa	U.S.A	50,344 (*)	6.54%	57,594 (**)	7.08%
Nicholas Mozena Trust	Dubuque, Iowa	U.S.A	13,995	1.82%	13,995	1.72%
Alanna Mozena	Dubuque, Iowa	U.S.A	<u>9,600</u>	<u>1.25%</u>	<u>9,600</u>	<u>1.18%</u>
Total Jeff Mozena Family			<u>73,939</u>	<u>9.60%</u>	<u>81,189</u>	<u>9.98%</u>
Darryl Mozena Family						
Darryl Mozena	Dubuque, Iowa	U.S.A	22,337	2.90%	22,337	2.75%
Terry K. Mozena	Dubuque, Iowa	U.S.A	9,357	1.21%	9,357	1.15%
Andrew Mozena	Dubuque, Iowa	U.S.A	7,700	1.00%	16,287	2.00%
Amy Mozena	Dubuque, Iowa	U.S.A	16,338	2.12%	16,338	2.01%
Benjamin Mozena	Iowa City, Iowa	U.S.A	5,000	0.65%	5,000	0.61%
Emily Mozena	Iowa City, Iowa	U.S.A	7,172	0.93%	7,172	0.88%
Jonathan Mozena	Fredericksburg, VA	U.S.A	8,073	1.05%	8,073	0.99%
Anna Mitis-Mozena	Fredericksburg, VA	U.S.A	5,000	0.65%	5,000	0.61%
Christopher Mozena	St. Louis Park, MN	U.S.A	<u>12,973</u>	<u>1.68%</u>	<u>12,973</u>	<u>1.59%</u>
Total Darryl Mozena Family			<u>93,950</u>	<u>12.20%</u>	<u>102,537</u>	<u>12.60%</u>
Daniel William Mozena Family						
Daniel William Mozena	Silver Springs, MD	U.S.A	13,925	1.81%	13,925	1.71%
Anne Mozena	Oceanside, CA	U.S.A	447	0.06%	447	0.05%
Mark Mozena	Washington, DC	U.S.A	<u>447</u>	<u>0.06%</u>	<u>447</u>	<u>0.05%</u>
Total Daniel William Mozena Family			<u>14,819</u>	<u>1.92%</u>	<u>14,819</u>	<u>1.82%</u>
Terry L. Mozena Family						
Terry L. Mozena	Dubuque, Iowa	U.S.A	14,425	1.87%	14,425	1.77%
Terry L. and Angela Mozena	Dubuque, Iowa	U.S.A	1,500	0.19%	1,500	0.18%
Gabriel Mozena Trust (Terry Trustee)	Dubuque, Iowa	U.S.A	447	0.06%	447	0.05%
Jacob Mozena Trust (Terry Trustee)	Dubuque, Iowa	U.S.A	447	0.06%	447	0.05%
Noah Mozena Trust (Terry Trustee)	Dubuque, Iowa	U.S.A	<u>447</u>	<u>0.06%</u>	<u>447</u>	<u>0.05%</u>
Total Terry L. Mozena Family			<u>17,266</u>	<u>2.24%</u>	<u>17,266</u>	<u>2.12%</u>
Martin McNamer Family						
Martin McNamer and Nancy Comer McNamer	Dubuque, Iowa	U.S.A	68,432	8.89%	68,432	8.41%
Jason McNamer	Dubuque, Iowa	U.S.A	1,447	0.19%	1,447	0.18%
Joseph McNamer	Dubuque, Iowa	U.S.A	<u>1,447</u>	<u>0.19%</u>	<u>1,447</u>	<u>0.18%</u>
Total Martin McNamer Family			<u>71,326</u>	<u>9.26%</u>	<u>71,326</u>	<u>8.77%</u>
Total Mozena and McNamer			<u>271,300</u>	<u>35.23%</u>	<u>287,137</u>	<u>35.29%</u>
Phillip Ruppel Family						
Phillip Ruppel Trust, Phillip Ruppel Trustee	Dubuque, Iowa	U.S.A	16,500	2.14%	16,500	2.03%
Judy Ruppel Trust, Judy Ruppel Trustee	Dubuque, Iowa	U.S.A	35,500	4.61%	35,500	4.36%
Steven and Tamara Ryan	Dubuque, Iowa	U.S.A	250	0.03%	250	0.03%
Steven Ryan	Dubuque, Iowa	U.S.A	774	0.10%	774	0.10%
Tamara Ryan	Dubuque, Iowa	U.S.A	1,000	0.13%	1,000	0.12%
Jeffrey Ruppel	Dubuque, Iowa	U.S.A	<u>1,250</u>	<u>0.16%</u>	<u>1,250</u>	<u>0.15%</u>
Total Phillip Ruppel Family			<u>55,274</u>	<u>7.18%</u>	<u>55,274</u>	<u>6.79%</u>
Premier Financial Corp. Employee Stock Ownership Plan	Dubuque, Iowa	N/A	65,936	8.56%	65,936	8.10%

(*) Includes 39,964 shares owned by Premier Financial Corp. Employee Stock Ownership Plan that are allocated to Mr. Mozena.

(**) Includes the pro forma ownership assuming the exercise of all 43,475 stock options that are outstanding.

4. Insiders

Listing of bank holding company principal security holders, directors, trustees, partners, executive officers or persons exercising similar functions, regardless of title or compensation.

(1) Name and address:	Darryl K. Mozena Dubuque, IA 52001	Martin J. McNamer Dubuque, IA 52003
(2) Principal occupation:	Retired	Executive
(3) Title or position with:		
(a) The bank holding company:	Director	Director
(b) All subsidiaries of the bank holding company: Premier Bank	Director	Director
(c) Any other business McNamer Construction Co Harvest Development Group, LLC		President Secretary/Treasurer
(4) Number of shares and percentage of each class of voting securities held with power to vote.		
(a) The bank holding company:	22,337 shares (2.90%)	68,432 shares (8.89%)
(b) All subsidiaries of the bank holding company: Premier Bank	None	None
(c) Any other business McNamer Construction Co		100%

4. Insiders

Listing of bank holding company principal shareholders, directors, trustees, partners, executive officers or persons exercising similar functions, regardless of title or compensation.

(1) Name and address:	Phillip A. Ruppel Dubuque, IA 52003	Scott J. Taylor Dubuque, IA 52001
(2) Principal occupation:	Retired	Executive
(3) Title or position with:		
(a) The bank holding company:	Director	Director, Secretary and Treasurer
(b) All subsidiaries of the bank holding company: Premier Bank	Director	Director
(c) Any other business Ruppel Illinois, LLC Cartegraph Systems, Inc.	Manager	President
(4) Number of shares and percentage of each class of voting securities held with power to vote.		
(a) The bank holding company:	16,500 shares (2.14%)	27,690 shares (3.60%)
(b) All subsidiaries of the bank holding company: Premier Bank	None	None
(c) Any other business Ruppel Illinois, LLC Cartegraph Systems, Inc.	25.0%	72.5%

4. Insiders

Listing of bank holding company principal shareholders, directors, trustees, partners, executive officers or persons exercising similar functions, regardless of title or compensation.

(1) Name and address:	Jeffrey P. Mozena Dubuque, IA 52001	Thomas N. Woodward Dubuque, IA 52003
(2) Principal occupation:	Banker	Executive
(3) Title or position with:		
(a) The bank holding company:	President, CEO, and Director	Director
(b) All subsidiaries of the bank holding company: Premier Bank	President, CEO, and Director	Director
(c) Any other business Ken Mo Farms Sustainable Capital Management, LLC	Treasurer	Member
(4) Number of shares and percentage of each class of voting securities held with power to vote.		
(a) The bank holding company:	(**) 50,344 shares (6.54%)	13,411 shares (1.74%)
(b) All subsidiaries of the bank holding company: Premier Bank	None	None
(c) Any other business Sustainable Capital Management, LLC	None	100%

(**) Mr. Jeffrey Mozena's pro forma ownership of shares would be 57,594 assuming the exercise of his options over 7,250 shares and his pro forma ownership would be 7.08% assuming the exercise of all 43,475 options.

4. Insiders

Listing of bank holding company principal shareholders, directors, trustees, partners, executive officers or persons exercising similar functions, regardless of title or compensation.

(1) Name and address:	Kim A. Kunkel Dubuque, IA 52001	Brad R. Pinchuk Dubuque, IA 52003
(2) Principal occupation:	Executive	Executive
(3) Title or position with:		
(a) The bank holding company:	Director	Director
(b) All subsidiaries of the bank holding company: Premier Bank	Director	Director
(c) Any other business		
Kunkel & Associates, Inc.	President	
Kunkel Properties, LLC	Member	
Hirschbach Motor Lines, Inc.		President
(4) Number of shares and percentage of each class of voting securities held with power to vote.		
(a) The bank holding company:	12,587 shares (1.63%)	12,587 shares (1.63%)
(b) All subsidiaries of the bank holding company: Premier Bank	None	None
(c) Any other business		
Kunkel & Associates, Inc.	100%	
Kunkel Properties, LLC	100%	
Hirschbach Motor Lines, Inc.		50%

Mozena Family
FR Y-6 Question #4 Information

Name	Jeffrey Mozena		Dan Wm. Mozena		
	Son Nicholas Mozena Trust	Daughter Alanna Mozena	Self Dan Wm. Mozena	Daughter Anne Mozena	Son Mark Mozena
Principal Occupation	Investor	Student	Diplomat	Investor	Investor
Title or position with:					
Bank Holding company	none	none	none	none	none
Subsidiaries	none	none	none	none	none
Any other business (if they are an executive officer)			none	none	none
Number of shares and % of each class of voting securities					
Bank Holding company	13,995 shrs (1.82%)	9,600 shrs (1.25%)	13,925 shrs (1.81%)	447 shrs (0.06%)	447 shrs (0.06%)
Subsidiaries	none	none	none	none	none
Any other business if 25% or more of voting securities owned					
Half Door Records, LLC					

Mozena Family
FR Y-6 Question #4 Information

Name	Terry L. Mozena					Martin J. McNamer	
	Self Terry L. Mozena	Wife Angela Mozena	Son Gabriel Mozena Trust	Son Noah Mozena Trust	Son Jacob Mozena Trust	Son Jason McNamer	Son Joseph McNamer
Principal Occupation	Banker	Real Estate	Student	Student	Student	Investor	Investor
Title or position with:							
Bank Holding company	none	none	none	none	none	none	none
Subsidiaries	none	none	none	none	none	none	none
Any other business (if they are an executive officer)	none	none	none	none	none	none	none
Number of shares and % of each class of voting securities							
Bank Holding company	14,425 shrs (1.87%)	1,500 shrs (0.19%)	447 shrs (0.06%)	447 shrs (0.06%)	447 shrs (0.06%)	1,447 shrs (0.19%)	1,447 shrs (0.19%)
Subsidiaries	none	none	none	none	none	none	none
Any other business if 25% or more of voting securities owned							
Half Door Records, LLC							