



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, James L. Tubbs

Name of the Holding Company Director and Official

Exec. Vice President and Secretary

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

03/17/2016

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 2336806
 C.I. _____

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2015

Month / Day / Year

5493005UHQKHGGL8A852

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

S.B.C.P. Bancorp, Inc.

Legal Title of Holding Company

1205 Main Street

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

<u>Cross Plains</u>	<u>WI</u>	<u>53528</u>
City	State	Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Michael Jolly AVP - Controller

Name Title

608-798-5298

Area Code / Phone Number / Extension

608-798-3591

Area Code / FAX Number

michael.jolly@crossplainsbank.com

E-mail Address

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

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

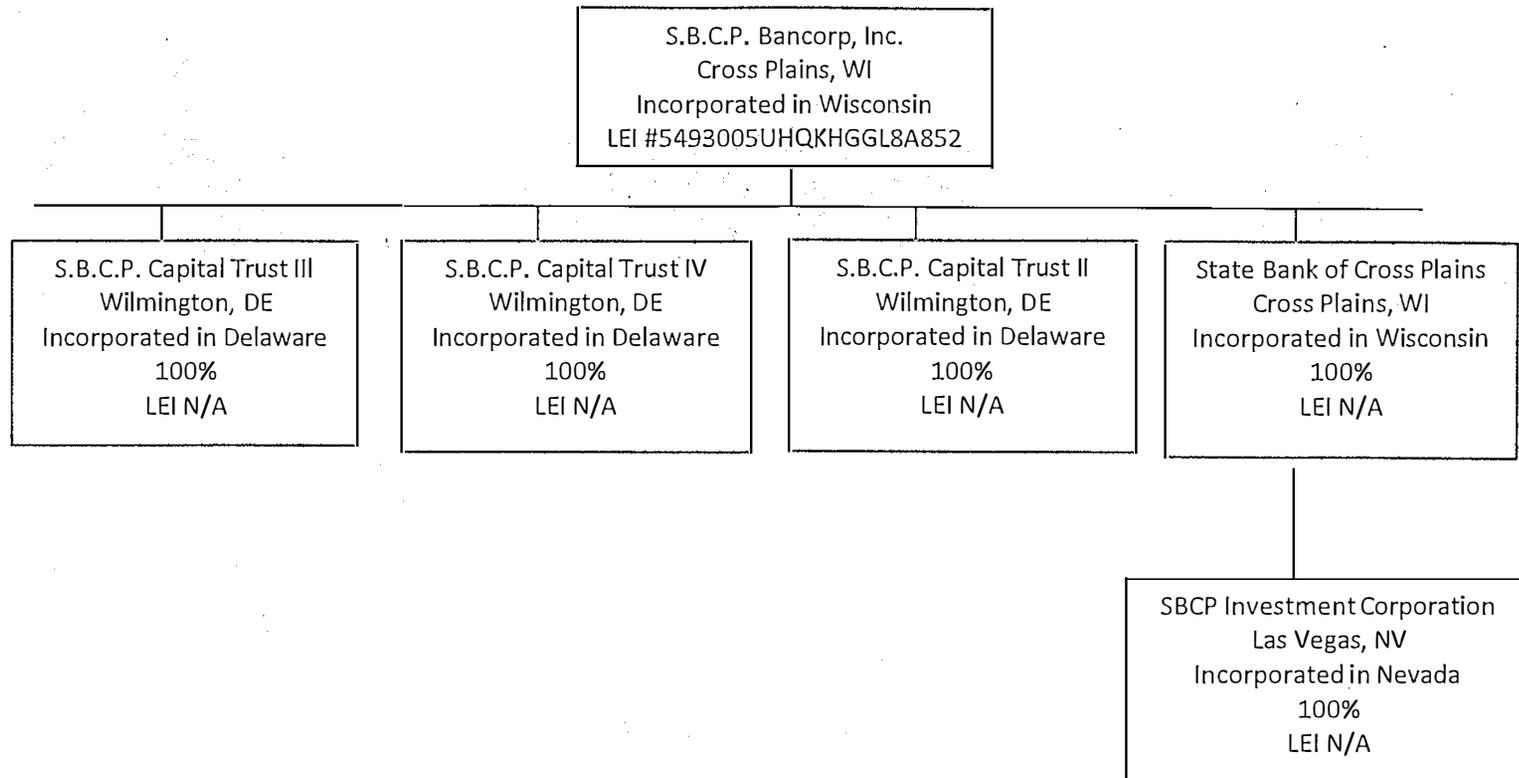
Yes Please identify the report items to which this request applies:

- 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

Report Item 2a:

SBCP Bancorp, Inc. Organizational Chart



Report Item 2b:

Results: A list of branches for Your depository Institution: STATE BANK OF CROSS PLAINS [ID_RSSD: 525549]. This depository Institution is held by S.B.C.P. BANCORP, INC. [2336806] of CROSS PLAINS, 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)	525549	STATE BANK OF CROSS PLAINS	11205 MAIN STREET	CROSS PLAINS	WI	53528	DANE	UNITED STATES	9468	0	STATE BANK OF CROSS PLAINS	525549	
OK		Full Service	33549	BLACK EARTH BRANCH	11080 MILLS STREET	BLACK EARTH	WI	53515	DANE	UNITED STATES	8100	9	STATE BANK OF CROSS PLAINS	525549	
OK		Full Service	2000442	2535 MAIN STREET BRANCH	12535 MAIN STREET	CROSS PLAINS	WI	53528	DANE	UNITED STATES	233209	2	STATE BANK OF CROSS PLAINS	525549	
OK		Full Service	3507096	MADISON BRANCH	1455 COUNTY ROAD M	MADISON	WI	53719	DANE	UNITED STATES	362068	4	STATE BANK OF CROSS PLAINS	525549	
OK		Full Service	2304739	8301 UNIVERSITY AVENUE BRANCH	8301 UNIVERSITY AVENUE	MIDDLETON	WI	53562	DANE	UNITED STATES	233210	3	STATE BANK OF CROSS PLAINS	525549	
OK		Full Service	2428411	MOUNT HOREB BRANCH	11740 BUSINESS HIGHWAY 18-151 EAST	MOUNT HOREB	WI	53572	DANE	UNITED STATES	233208	1	STATE BANK OF CROSS PLAINS	525549	
OK		Full Service	3301267	744 NORTH MAIN STREET BRANCH	1744 NORTH MAIN STREET	OREGON	WI	53575	DANE	UNITED STATES	430072	8	STATE BANK OF CROSS PLAINS	525549	
OK		Full Service	4147	108 NORTH MAIN STREET BRANCH	1108 NORTH MAIN STREET	VERONA	WI	53593	DANE	UNITED STATES	9506	7	STATE BANK OF CROSS PLAINS	525549	
OK		Full Service	878142	610 WEST MAIN STREET BRANCH	610 WEST MAIN STREET	WAUNAKEE	WI	53597	DANE	UNITED STATES	6893	5	STATE BANK OF CROSS PLAINS	525549	

S.B.C.P. Bancorp, Inc.
Cross Plains, 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
Thomas M. Tubbs <i>Sun Prairie, WI, USA</i>	USA	97,879 - 10.16% Common Stock	Not Applicable		
Mary L. Mirkes <i>Cross Plains, WI, USA</i>	USA	69,507 - 7.22% Common Stock			
GreatBanc Trust Company Trustee of S.B.C.P. Bancorp, Inc. ESOP <i>Lisle, IL, USA</i>	USA	72,934 - 7.57% Common Stock			
James L. Tubbs * <i>Cross Plains, WI, USA</i>	USA	23,195 - 2.40% Common Stock			
Jeffrey Tubbs * <i>Sun Prairie, WI, USA</i>	USA	4,500 - 0.47% Common Stock			
Julie A. Tubbs Luthy * <i>Shoreline, WA, USA</i>	USA	4,173 - 0.43% Common Stock			
John T. Tubbs * <i>Wausau, WI, USA</i>	USA	4,173 - 0.43% Common Stock			
Mary Lane * <i>Delafield, WI, USA</i>	USA	4,173 - 0.43% Common Stock			
Daniel T. Mirkes ** <i>Sheboygan, WI, USA</i>	USA	4,472 - 0.46% Common Stock			

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(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
David M. Mirkes Cross Plains, WI, USA	USA	4,142 - 0.43% Common Stock			

* Note: James L. Tubbs, Jeffrey Tubbs, Julie A. Tubbs Luthy, John T. Tubbs, and Mary Lane are listed due to the familial relationship to Thomas M. Tubbs (children).

** Note: Daniel T. Mirkes and David M. Mirkes are listed due to the familial relationship to Mary L. Mirkes (children).

S.B.C.P. Bancorp, Inc.
 Cross Plains, WI
 Fiscal Year Ending December 31, 2015

Report Item 4: Insiders

(1)(a)(b)(c) and (2)(a)(b)(c)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name & Address (City, State, Country)	Principal Occupation if other than with Holding Company	Title & Position with Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Securities in Holding Company	Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	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 F. Kuehn Madison, WI, USA	General Counsel	Director	Director	General Counsel (Plastic Ingenuity, Inc.)	0.20%	N/A	N/A
Charles L. Saeman Middleton, WI, USA	Retired	Chairman, President	Chairman	N/A	4.50%	N/A	N/A
William Saeman Cross Plains, WI, USA	Retired	Director	Director	N/A	1.42%	N/A	N/A
Vernon W. Wendt Mazomanie, WI, USA	Retired	Director	Director	N/A	1.60%	N/A	N/A
Troy A. Schwenn Verona, WI, USA	President	Director	Director	President and Owner (Automation Components Inc.)	0.07%	N/A	N/A
Daniel N. Rashke Madison, WI, USA	Owner and CEO	Director	Director	Owner and CEO (TASC)	0.08%	N/A	N/A
Michael Schutz Cross Plains, WI, USA	Retired	Director	Director	N/A	0.57%	N/A	N/A
Vernon J. Jesse Middleton, WI, USA	Attorney	Director	Director	Attorney and Partner (Murphy Desmond S.C.)	0.12%	N/A	N/A

S.B.C.P. Bancorp, Inc.
 Cross Plains, WI
 Fiscal Year Ending December 31, 2015

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

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name & Address (City, State, Country)	Principal Occupation if other than with Holding Company	Title & Position with Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Securities in Holding Company	Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	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)
Mark DeBiasio <i>Middleton, WI, USA</i>	N/A	Treasurer	Executive Vice President, CFO	N/A	0.06%	N/A	N/A
Thomas M. Tubbs * <i>Sun Prairie, WI, USA</i>	Banker	N/A	N/A	Chairman (BOSP Bancshares)	10.16%	N/A	N/A
Mary L. Mirkes ** <i>Cross Plains, WI, USA</i>	Retired	N/A	N/A	N/A	7.22%	N/A	N/A
James L. Tubbs <i>Cross Plains, WI, USA</i>	N/A	Director & Executive Vice President	President & CEO	N/A	2.40%	N/A	N/A
Julie A. Tubbs Luthy *** <i>Shoreline, WA, USA</i>	Teacher	N/A	N/A	N/A	0.43%	N/A	N/A
John T. Tubbs *** <i>Wausau, WI, USA</i>	Banker	N/A	N/A	Banker (BMO Harris)	0.43%	N/A	N/A
Mary Lane *** <i>Delafield, WI, USA</i>	Teacher	N/A	N/A	N/A	0.43%	N/A	N/A
Jeffrey Tubbs *** <i>Sun Prairie, WI, USA</i>	Contractor	N/A	N/A	Partner (J.H. Findorff & Son Inc.)	0.47%	N/A	N/A

* Note: Although Thomas M. Tubbs is not a director or officer of the bank holding company, information must be provided because he is considered a "principal securities holder" of the bank holding company. This definition can be found in the FR Y-6 instructions.

** Note: Mary Mirkes is listed due to the familial relationship to Thomas M. Tubbs (sister).

*** Note: Julie A. Tubbs Luthy, John T. Tubbs, Mary Lane, and Jeffrey Tubbs are listed due to the familial relationship to Thomas M. Tubbs (children).