

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.

I, Edward J. Madden

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

03/10/2016

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 1204609  
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

Schaumburg Bancshares, Inc.

Legal Title of Holding Company

1535 W. Schaumburg Road

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

Schaumburg IL 60194  
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Michael Casey Holding Co. Operations

Name Title

847-524-4004 30

Area Code / Phone Number / Extension

847-524-6000

Area Code / FAX Number

mcasey@hbschaumburg.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?

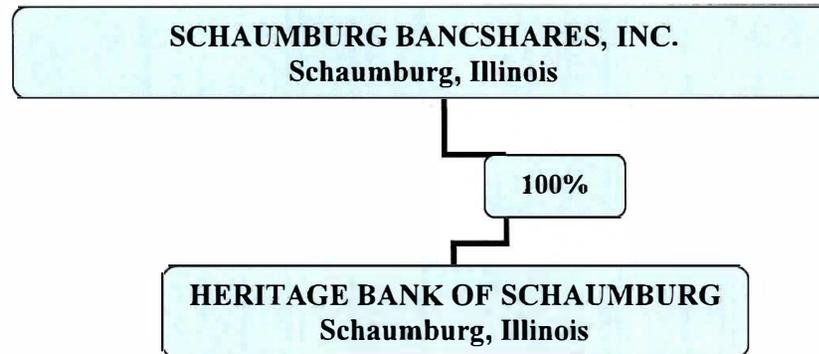
Yes Please identify the report items to which this request applies:

- 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 FRY-6  
Schaumburg Bancshares, Inc.  
Schaumburg, Illinois  
Fiscal Year Ending December 31, 2015**

**Report Item 2**



NOTE: Neither entity has a Legal Entity Identifier (LEI).

Results: A list of branches for your depository institution: **HERITAGE BANK OF SCHAUMBURG (ID\_RSSD: 337340)**.  
 This depository institution is held by **SCHAUMBURG BANCSHARES, INC. (1204609)** of SCHAUMBURG, 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	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	337340	HERITAGE BANK OF SCHAUMBURG	1535 WEST SCHAUMBURG ROAD	SCHAUMBURG	IL	60194	COOK	UNITED STATES	15035	0	HERITAGE BANK OF SCHAUMBURG	337340	

1204609

## FR Y-6

Schaumburg Bancshares, Inc.  
Schaumburg, 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 <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
Lenore McCarter (1) La Grange Park, IL USA	USA	19,746 - 9.83% common stock	Kolin M. McCarter (1) La Grange Park, IL USA	USA	10,000 - 4.98% common stock ( <i>Transferred</i> )
Edward J. Madden (1) Evanston, IL USA	USA	15,440 - 7.68% common stock			
John R. Madden and Lenore Madden Trust (1) La Grange, IL, USA	USA	9,000 - 4.48% common stock			
John J. Madden (1) La Grange, IL USA	USA	130 - 0.06% common stock			
Martin P. Madden (1) La Grange, IL USA	USA	130 - 0.06% common stock			
Mary M. Hayes (1) La Grange Park, IL USA	USA	130 - 0.06% common stock			
Brian T. Herbstritt (2) Chicago, IL USA	USA	8,625 - 4.29% common stock			
Deborah Maloney (2) River Forest, IL USA	USA	8,625 - 4.29% common stock			
Amy Reardon (2) River Forest, IL USA	USA	8,625 - 4.29% common stock			

Julie Scanlon (2) Western Springs, IL USA	USA	8,625 - 4.29% common stock
Jane Lyman (2) Winnetka, IL USA	USA	8,625 - 4.29% common stock
Michael P. & Therese R. Rooney (3) Hinsdale, IL USA	USA	20,000 - 9.95% common stock
Philip & Suzanne Rooney (3) Hobe Sound, FL USA	USA	4,808 - 2.39% common stock
Daniel B. Hennebry (4) La Grange Park, IL USA	USA	11,177 - 5.56% common stock
Bridget A. Hennebry (4) Naples, FL USA	USA	3,130 - 1.56% common stock
Pamela R. Hennebry (4) La Grange Park, IL USA	USA	1,700 - 0.85% common stock
Andrew Burke Hennebry (4) La Grange Park, IL USA	USA	600 - 0.30% common stock
Kathleen Marie Hennebry Kozlowski (4) La Grange Park, IL USA	USA	500 - 0.25% common stock
Margaret Schultz (4) La Grange Park, IL USA	USA	130 - 0.06% common stock

(1) Collectively, members of the Madden family own 44,576 shares, or 22.19% of the total amount outstanding.

(2) Collectively, members of the Herbstritt family own 43,125 shares, or 21.46% of the total amount outstanding.

(3) Collectively, members of the Rooney family own 24,808 shares, or 12.35% of the total amount outstanding.

(3) Collectively, members of the Hennebry family own 17,237 shares, or 8.58% of the total amount outstanding.

Schaumburg Bancshares, Inc.  
Schaumburg, Illinois  
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)
Names & 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)
Edward J. Madden (1) Evanston, IL USA	Banker	President / Director	President / Director - Heritage Bank of Schaumburg	Director - FNBC of La Grange, Inc.	7.68% (1)	N/A	N/A
John R. Madden (1) La Grange, IL USA	Banker	Chairman	Chairman - Heritage Bank of Schaumburg	Chairman - FNBC of La Grange Inc. Chairman/Director - FNBC Bank & Trust	4.48% (1)	N/A	Wabash Capital LLC (27%)
John J. Madden (1) La Grange, IL USA	Banker	Director	Director - Heritage Bank of Schaumburg	CEO/Director - FNBC Bank & Trust President - FNBC of La Grange, Inc.	0.06% (1)	N/A	N/A
Martin P. Madden (1) La Grange, IL USA	Investment Banker	Director	Director - Heritage Bank of Schaumburg	EVP & Director - FNBC of La Grange Inc. President - Wabash Capital LLC	0.06% (1)	N/A	N/A
William J. Gilligan Oak Brook, IL USA	Physician	Director	N/A	Director - FNBC of La Grange, Inc.	4.29%	N/A	N/A
Daniel B. Hennebry La Grange Park, IL USA	Banker	Director	Director - Heritage Bank of Schaumburg	Director - FNBC of La Grange, Inc. Director - FNBC Bank & Trust	5.56%	N/A	N/A
Jane Lyman (2) Winnetka, IL USA	Homemaker	Director	Director - Heritage Bank of Schaumburg	N/A	4.29% (2)	N/A	N/A
Michael P. Rooney (3) Hinsdale, IL USA	Investor	Director	Director - Heritage Bank of Schaumburg	Director - FNBC of La Grange Inc; FNBC Bank & Trust; Valley Partners LLC President/CEO - Claddagh Investments LLC Manager - PBR GP2 LLC; PBR Huron LLC; PBR Kingsbury LLC; PBR Larrabee LLC; PBR Merchandise Bldg LLC; PBR Museum Park One LLC; PBR River Village Townhomes LLC; PBR State and Dearborn LLC; PBR Valley LLC; PBR Willowbrook LLC; Greenhouse LLC; Carriage House Lofts LLC	9.95% (3)	N/A	Claddagh Investments LLC (50%) PBR GP2 LLC (50%) PBR Huron LLC (50%) PBR Kingsbury LLC (50%) PBR Larrabee LLC (50%) PBR Merchandise Bldg LLC (50%) PBR Museum Park One LLC (50%) PBR River Village Townhomes LLC (50%) PBR State and Dearborn LLC (50%) PBR Valley LLC (50%) PBR Willowbrook LLC (50%)

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & 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)
Edward P. Schoenthaler Oak Brook, IL USA	Car Dealership Co-Owner	Director	N/A	Partner - Schoenthaler Partners President - EPS Investment Ltd. Director - FNBC Bank & Trust	3.43%	N/A	Schoenthaler Partners (50%) EPS Investment Ltd (100%)
Lenore McCarter (1) La Grange Park, IL USA	N/A	N/A	N/A	N/A	9.83% (1)	N/A	N/A
Mary M. Hayes (1) La Grange Park, IL USA	Attorney	N/A	N/A	N/A	0.06% (1)	N/A	N/A
Brian T. Herbstritt (2) Chicago, IL USA	Manufacturer	N/A	N/A	Vice President - Chicago Hardware & Fixture Company Director - FNBC Bank & Trust	4.29% (2)	N/A	N/A
Deborah Maloney (2) River Forest, IL USA	N/A	N/A	N/A	N/A	4.29% (2)	N/A	N/A
Amy Reardon (2) River Forest, IL USA	N/A	N/A	N/A	N/A	4.29% (2)	N/A	N/A
Julie Scanlon (2) Western Springs, IL USA	N/A	N/A	N/A	N/A	4.29% (2)	N/A	N/A
Phillip B. Rooney (3) Hobe Sound, FL USA	Investor	N/A	N/A	Chairman - Accutest Laboratories; Nationwide Studios; Pix Holdings Inc.	2.39% (3)	N/A	Claddagh Investments LLC (50%) PBR GP2 LLC (50%) PBR Huron LLC (50%) PBR Kingsbury LLC (50%) PBR Larrabee LLC (50%) PBR Merchandise Bldg LLC (50%) PBR Museum Park One LLC (50%) PBR River Village Townhomes LLC (50%) PBR State and Dearborn LLC (50%) PBR Valley LLC (50%) PBR Willowbrook LLC (50%)

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