

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. C. J. McConnell

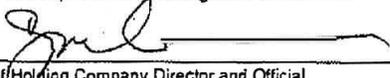
Name of the Holding Company Director and Official

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

3/21/16

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 1249105
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

Somers Bancorporation

Legal Title of Holding Company

615 6th Avenue

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

Somers	IA	50586
City	State	Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Annette Zinnel **Cashier**

Name Title

515-467-5561

Area Code / Phone Number / Extension

515-467-5791

Area Code / FAX Number

azinnel@heartlandbanks.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."

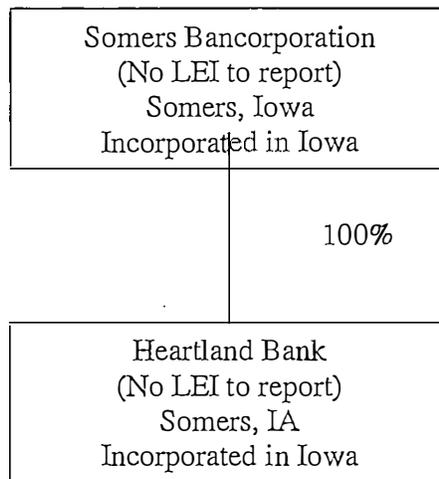
No

FR Y-6

SOMERS BANCORPORATION
Somers, Iowa
Fiscal Year Ending December 31, 2015

Report Item

- 1: a. The BHC is not required to prepare form 10K with the SEC.
- 1: b. The BHC does not prepare an annual report for its shareholders.
- 2: a. Organizational Chart



- 2: b. Branch Verification
Submitted via email on March 21, 2016.

Results: A list of branches for your holding company: SOMERS BANCORPORATION (1249105) of SOMERS, IA.
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-malling 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)	604547	HEARTLAND BANK	615 6TH AVENUE	SOMERS	IA	50586	CALHOUN	UNITED STATES	9266	0	HEARTLAND BANK	604547	
OK		Full Service	2080734	CALLENDER BRANCH	425 THOMAS STREET	CALLENDER	IA	50523	WEBSTER	UNITED STATES	232169	1	HEARTLAND BANK	604547	
OK		Full Service	445544	GOWRIE BRANCH	1113 MARKET STREET	GOWRIE	IA	50543	WEBSTER	UNITED STATES	8708	2	HEARTLAND BANK	604547	
OK		Full Service	3520787	MANSON BRANCH	1314 1ST AVENUE	MANSON	IA	50563	CALHOUN	UNITED STATES	429517	3	HEARTLAND BANK	604547	

Holding Company Name
City, State
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
C. J. McConnell Des Moines, IA, USA	USA	5,500 - 27.5% common stock	None		
Susan McConnell Des Moines, IA, USA	USA	1,100 - 5.5% common stock			
Susan and C. J. McConnell-Irrevocable Trust Des Moines, IA, USA	USA	5,300 - 26.5% common stock			
Julia Blair Southlake, TX, USA	USA	2,700 - 13.5% common stock			
Kathryn McConnell Clive, IA, USA	USA	2,700 - 13.5% common stock			
J. C. McConnell Urbandale, IA, USA	USA	2,700 - 13.5% common stock			

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Holding Company Name
City, State
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)
C. J. McConnell Des Moines, IA, USA	Chairman, Heartland Bank, Somers, Iowa	Director, President, CEO, and Treasurer	Director and Chairman of Heartland Bank, Somers, Iowa	President of Heartland Insurance Agency Inc	54%	None	50.0% Heartland Insurance Agency Inc
Susan McConnell Des Moines, IA, USA	Homemaker	Director, Vice President, and Secretary	None	Secretary and Treasurer of Heartland Insurance Agency Inc	32%	None	50.0% Heartland Insurance Agency Inc
Kevin Black Gowrie, IA, USA	Director, President, and CEO of Heartland Bank, Somers, Iowa	Agent	Director, President, and CEO of Heartland Bank, Somers, Iowa	Vice President of Heartland Insurance Agency Inc	None	None	N/A
Julia Blair Southlake, TX, USA	Vice Chairperson of Heartland Bank, Somers, Iowa	N/A	Director and Vice Chairperson of Heartland Bank, Somers, Iowa	N/A	13.50%	None	N/A
Kathryn McConnell Clive, IA, USA	Sales	N/A	N/A	N/A	13.50%	None	N/A
J. C. McConnell Urbandale, IA, USA	Vice President of Heartland Insurance Agency Inc	N/A	N/A	Vice President of Heartland Insurance Agency Inc	13.50%	None	N/A