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FR Y-6  
OMB Number 7100-0297  
Approval expires September 30, 2018  
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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, Lawrence P. Kelley

Name of the Holding Company Director and Official

President and CEO

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 of the report concerning that individual.

Lawrence P. Kelley  
Signature of Holding Company Director and Official

Date of Signature 3/22/16

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 1245590  
C.I. \_\_\_\_\_

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)

Reporter's Name, Street, and Mailing Address

Standard Bancshares, Inc.

Legal Title of Holding Company

7800 W 95th Street

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

Hickory Hills

City

IL

State

60457

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Charla A. Wright

Name

SVP/Controller

Title

708-499-2062-61071

Area Code / Phone Number / Extension

815-806-8464

Area Code / FAX Number

charla.wright@standardbanks.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

FORM FR Y-6

STANDARD BANCSHARES, INC.  
Hickory Hills, Illinois  
Year Ending December 31, 2015

**REPORT ITEM**

1. The BHC is not registered with the SEC.

Copies of the Annual Report will be sent under separate cover when completed

2a. Organization Chart for Standard Bancshares, Inc.



2b. Branch Verification

The branch and tax-id listings were emailed to branch review on 03.22.16 to BranchReview@chi.frb.org. DL

3. (1) As of year-end

<u>Name and Address</u>	<u>Country of Citizenship or Incorporation</u>	<u>Number and Percentage of Voting Securities</u>
Trident SBI Holdings, L.P. Greenwich, CT	USA	5,662,194 - 14.91%
Robert E. Gallagher Sr Trust John D. Gallagher, Trustee Palos Heights, IL	USA	5,516,086 - 14.52%
The Gallagher Standard Bancshares TR Timothy J. Gallagher, Trustee Hickory Hills, IL	USA	4,382,666 - 11.54%
Pantheon Standard, LP San Francisco, CA	USA	3,762,128 - 9.90%
Cohesive Capital Partners, LP New York, NY	USA	2,150,537 - 5.66%
W. Capital Partners II, LP New York, NY	USA	2,150,537 - 5.66%

Note: The shares in the Robert E. Gallagher Sr. Tr are voted on by John D. Gallagher, Director of Standard Bank  
The shares in the Gallagher Standard Bancshares Tr are voted on by Timothy J Gallagher, Director of Standard Bank

3. (2) Other Shareholders not listed in Section 3 (1) above that held more than 5% during the year

None

**Result:** A list of branches for your holding company: STANDARD BANCSHARE, INC. (1245590) of HICKORY HILLS, 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-1D 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-1D report may be submitted in a hard copy 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)	19730	STANDARD BANK AND TRUST COMPANY	7800 WEST 95TH STREET	HICKORY HILL	IL	60457	COOK	UNITED STATES	10748		0	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	3202168	BOLINGBROOK BRANCH	282 NORTH WEBER ROAD	BOLINGBROOK	IL	60440	WILL	UNITED STATES	419532		34	STANDARD BANK AND TRUST COMPANY	19730
OK		Limited Service	4126065	LUMET CITY	19685 BILEY BOULEVARD	CALUMET CITY	IL	60409	COOK	UNITED STATES	510611		44	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	3309928	CLARK STREET BRANCH	3747 NORTH CLARK STREET	CHICAGO	IL	60613	COOK	UNITED STATES	429662		35	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	4743399	EWING BRANCH	10635 SOUTH EWING AVENUE	CHICAGO	IL	60617	COOK	UNITED STATES	12089		18	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	4095271	THOREK BRANCH	836 WEST IRVING PARK ROAD	CHICAGO	IL	0 13	COOK	UNITED STATES	510612		45	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	2121280	COAL CITY BRANCH	20 SOUTH KANKAKEE	COAL CITY	IL	60416	GRUNDY	UNITED STATES	263852		17	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	2809038	EVERGREEN PARK BRANCH	2400 WEST 95TH STREET	EVERGREEN PARK	IL	60805	COOK	UNITED STATES	13875		4	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	3188909	FRANKFORT BRANCH	19997 LA GRANGE ROAD	FRANKFORT	IL	60423	WILL	UNITED STATES	357237		15	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	870436	GARDNER BRANCH	128 DEPOT STREET	GARDNER	IL	60424	GRUNDY	UNITED STATES	7234		7	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	3188897	JOLIET BRANCH	2398 ESSINGTON ROAD	JOLIET	IL	60435	WILL	UNITED STATES	238 54		13	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	3439553	LOCKPORT BRANCH	16545 WEST 159TH STREET	LOCKPORT	IL	60441	WILL	UNITED STATES	450324		38	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	290931	LYONS-1ST AVENUE BRANCH	8 01 OGDEN AVENUE	LYONS	IL	60534	COOK	UNITED STATES	10912		22	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	3671 04	MINOOKA BRANCH	515 WEST US ROUTE 6	MINOOKA	IL	60447	GRUNDY	UNITED STATES	465426		42	STANDARD BANK AND TRUST COMPANY	19730
OK		Limited Service	2121338	MORRIS LISBON BRANCH	1433 LISBON STREET	MORRIS	IL	60450	GRUNDY	UNITED STATES	266774		16	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	2809010	MORRIS ROUTE 6 BRANCH	1111 WEST US ROUTE 6	MORRIS	IL	60450	GRUNDY	UNITED STATES	224356		10	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	2809047	NAPERVILLE BRANCH	1607 NORTH AURORA ROAD	NAPERVILLE	IL	60563	DUPAGE	UNITED STATES	238451		6	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	2809056	NEW LENOX BRANCH	456 NELSON ROAD	NEW LENOX	IL	60451	WILL	UNITED STATES	238452		11	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	2103129	OAK FOREST BRANCH	15901 SOUTH CENTRAL AVENUE	OAK FOREST	IL	60452	COOK	UNITED STATES	244101		21	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	3490255	OAK LAWN 111TH BRANCH	4700 WEST 111TH STREET	OAK LAWN	IL	60453	COOK	UNITED STATES	441863		36	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	2096717	OAK LAWN 95TH BRANCH	4001 W ST 95TH STREET	OAK LAWN	IL	60453	COOK	UNITED STATES	238447		1	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	2295538	ORLAND PARK BRANCH	15900 SOUTH WOLF ROAD	ORLAND PARK	IL	60467	COOK	UNITED STATES	238450		5	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	2100375	PALOS 119TH BRANCH	11 1 SOUTH WEST HIGHWAY	PALOS PARK	IL	60464	COOK	UNITED STATES	238448		2	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	2427544	PALOS 131ST BRANCH	9700 WEST 131ST STREET	PALOS PARK	IL	60464	COOK	UNITED STATES	238449		3	STANDARD BANK AND TRUST COMPANY	19730
OK		Limited Service	3490273	NORTH RIVERSIDE BRANCH	8390 WEST CERMAK ROAD	RIVERSIDE	IL	60546	COOK	UNITED STATES	441864		37	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	3202177	SHOREWOOD BRANCH	970 BROOK FOREST AVENUE	SHOREWOOD	IL	60404	WILL	UNITED STATES	419531		33	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	3188818	VILLA PARK BRANCH	1 WEST ROOSEVELT ROAD	VILLA PARK	IL	60183	DUPAGE	UNITED STATES	238455		14	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	2809028	WILMINGTON BRANCH	1005 SOUTH WATER STREET	WILMINGTON	IL	60481	WILL	UNITED STATES	238453		12	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	3157031	CHESTERTON BRANCH	755 INDIAN BOUNDARY ROAD	CHESTERTON	IN	46304	PORTER	UNITED STATES	275668		32	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	2161017	EAST CHICAGO BRANCH	4518 INDIANAPOLIS BOULEVARD	EAST CHICAGO	IN	46312	LAKE	UNITED STATES	275662		29	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	491372	HAMMOND BRANCH	7007 CALLUMET AVENUE	HAMMOND	IN	46324	LAKE	UNITED STATES	42227		30	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	2161035	HIGHLAND BRANCH	2930 RIDGE ROAD	HIGHLAND	IN	46322	LAKE	UNITED STATES	275659		27	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	2161044	LOWELL BRANCH	2090 EAST COMMERCIAL AVENUE	LOWELL	IN	46356-210	LAKE	UNITED STATES	275661		28	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	3439562	MERRILLVILLE BRANCH	579 WEST LINCOLN HIGHWAY	MERRILLVILLE	IN	46410	LAKE	UNITED STATES	450325		39	STANDARD BANK AND TRUST COMPANY	19730
OK		Full Service	453772	SAINT JOHN BRANCH	9322 WICKER AVENUE	SAINT JOHN	IN	46373-000	LAKE	UNITED STATES	42414		26	STANDARD BANK AND TRUST COMPANY	19730

FORM FR Y-6

STANDARD BANCSHARES, INC.  
Fiscal Year Ending December 31, 2015

Report Item 4: Directors and Officers

(1) Name & Address	(2) Principal Occupation (if other than with BHC)	(3) (a) Title/Position with BHC	(3) (b) Title/Position with Subsidiaries	(3) (c) Title/Position with other businesses	(4) (a) % of Voting Shares in BHC	(4) (b) % of Voting Shares in Subs	(4) (c) Names of other companies (if 25% or more voting securities are held)
John R. Barber New York, NY	Managing Partner Cohesive Capital	Director	N/A	Managing Partner Cohesive Capital	*5.66%	N/A	N/A

\*Shares are held by Cohesive Capital

Christopher Doody New York, NY	Principal Stone Point Capital	Director	N/A	Principal Stone Point Capital	*14.90%	N/A	N/A
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\* Stone Point is the manager of the Trident Funds which are investment entities that own 25% or more of the outstanding voting securities or interests in various companies. Mr. Doody is an employee and officer of Stone Point and is not deemed to "control" Stone Point or the Trident Funds. He is not a "principal securities holder" of Stone Point or the Trident Funds. The investment committees of the Trident Funds are responsible for voting the shares of such companies and Mr. Doody is not a member of the investment committees of the Trident Funds. A schedule of such companies in which the Trident Funds have invested is available upon request.

John D. Gallagher Orland Park, IL	Managing General Partner Orchard Hill Bldg. Co.	Director	Director-Standard Bank	Managing General Partner Orchard Hill Bldg. Co.	14.520%	N/A	N/A
				President Orchard Hill Building Co., Inc.			N/A
				Managing Member Orchard Hill Construction, LLC			N/A
				Managing Member Austin Construction Co., LLC			N/A
				President Boughton Development Co.			N/A
				President Dryden Construction Co., Inc.			Dryden Constructino Co., Inc. 100%
				President Farmingdale Development Co.			N/A
				Managing Partner Farmingdale Milkwork			N/A
				President Farmingdale Utility Co.			N/A
				Managing Partner Fitzgerald Land Investment Plshp.			Fitzgerald Land Investment Plshp. 25%

(1) Name & Address	(2) Principal Occupation (If other than with BHC)	(3) (a) Title/Position with BHC	(3) (b) Title/Position with Subsidiaries	(3) (c) Title/Position with other businesses	(4) (a) % of Voting Shares In BHC	(4) (b) % of Voting Shares In Subs	Names of other companies (If 25% or more voting securities are held)
John D. Gallagher Orland Park, IL				Managing Partner Gallagher & Henry			N/A
				Trustee - Vote 100% Gallagher & Henry Trust			N/A
				President Gallagher & Henry, Inc.			N/A
				Partner Gallagher Partners LP			N/A
				President GB4 Inc.			N/A
				Managing Partner Glenwood Development Co.			N/A
				Managing Partner Henry Construction Co.			N/A
				Managing Partner Hermann Land Investment Ptshp.			Hermann Land Investment Ptshp. 25%
				Managing Partner Kolar Land Investment Ptshp.			Kolar Land Investment Ptshp. 25%
				President Koleast Homes, Inc.			N/A
				President Kolin Construction Co., Inc.			N/A
				President Kosiner Development Corp.			N/A
				Managing Partner Maas Land Investment Ptshp.			Maas Land Investment Ptshp. 25%
				Managing Partner McAdams Land Investment Ptshp.			McAdams Land Investment Ptshp. 25%
				Managing Partner Modema Land Investment Ptshp.			Modema Land Investment Ptshp. 25%
				Managing Partner Sivka Land Investment Ptshp.			Sivka Land Investment Ptshp. 25%
				Managing Partner Smoler Land Investment Ptshp.			Smoler Land Investment Ptshp. 25%
				Trustee The Gallagher Standard Bancshares Trust			The Gallagher Standard Bancshares Trust 25%



(1) Name & Address	(2) Principal Occupation (If other than with BHC)	(3) (a) Title/Position with BHC	(3) (b) Title/Position with Subsidiaries	(3) (c) Title/Position with other businesses	(4) (a) % of Voting Shares in BHC	(4) (b) % of Voting Shares in Subs	Names of other companies (If 25% or more voting securities are held)
Timothy J. Gallagher Burr Ridge, IL				Secretary Gallagher & Henry, Inc.			N/A
				Partner Glenwood Development Co.			N/A
				Partner Henry Construction Co.			N/A
				Partner Hermann Land Investment Plshp.			Hermann Land Investment Plshp. 25%
				Partner Kolar Land Investment Plshp.			Kolar Land Investment Plshp. 25%
				Secretary Koleast Homes, Inc.			N/A
				Secretary Kolin Construction Co., Inc.			N/A
				Secretary Kostner Development Corp.			N/A
				Partner Maas Land Investment Plshp.			Maas Land Investment Plshp. 25%
				Partner McAdams Land Investment Plshp.			McAdams Land Investment Plshp. 25%
				Partner Medema Land Investment Plshp.			Medema Land Investment Plshp. 25%
				Partner Orchard Hill Building Co.			N/A
				Secretary Orchard Hill Building Co, Inc.			N/A
				Member Orchard Hill Construction LLC			N/A
				Partner Slivka Land Investment Plshp.			Slivka Land Investment Plshp. 25%
				Partner Smoler Land Investment Plshp.			Smoler Land Investment Plshp. 25%
				Trustee - Vote 100% The Gallagher Standard Bancshares Trust			The Gallagher Standard Bancshares Trust 25%
				Secretary Union Pointe Development Co.			Union Pointe Development Co. 25%

(1) Name & Address	(2) Principal Occupation (If other than with BHC)	(3) (a) Title/Position with BHC	(3) (b) Title/Position with Subsidiaries	(3) (c) Title/Position with other businesses	(4) (a) % of Voting Shares in BHC	(4) (b) % of Voting Shares in Subs	Names of other companies (If 25% or more voting securities are held)
Timothy J. Gallagher Burr Ridge, IL				Secretary GB4, Inc.  Union Pointe Building Venture #3 LLC Union Point Investors LLC is member			GB4, Inc. 25%  N/A
Lawrence P. Kofey Evergreen Park, IL	N/A	Director/Vice Chairman President/CEO	Director/Vice Chairman President/CEO Standard Bank	N/A	0.230%	N/A	N/A
Allen Koranda Hinsdale, IL	N/A	Director	Director Standard Bank	N/A	0.145%	N/A	N/A
Howard K. Prloss II Naperville, IL	Sole Practitioner	Director	Director Standard Bank	Sole Practitioner  Owner White Oak Construction LLC	0.144%	N/A	White Oak Construction LLC 100%
Robert A. Rosholt Chicago, IL	N/A	Lead Independent Director	Director Standard Bank	N/A	0.141%	N/A	N/A
Charles E. Shomo IV Burr Ridge, IL	N/A	Director	Director Standard Bank	N/A	0.170%	N/A	N/A
Patrick J. Hunt Palos Heights, IL	N/A	Secretary EVP/CFO	Executive VP/CFO Standard Bank	N/A	0.090%	N/A	N/A
Diane Scorzo Evergreen Park, IL	N/A	Asst. V.P./Asst. Secretary	Asst. VP/Asst. Secy. Standard Bank	N/A	0.0001%	N/A	N/A