



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. Dirk Meminger

Name of the Holding Company Director and Official

President/CEO/Director

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

03/25/2016

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.

30913919

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

December 31, 2015

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

SV Financial, Inc.

Legal Title of Holding Company

201 W Third St

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

Sterling	IL	61081
City	State	Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Kimberly Plummer **AVP, Accounting Manager**

Name Title

815-632-4495

Area Code / Phone Number / Extension

815-632-0795

Area Code / FAX Number

kplummer@saukvalleybank.com

E-mail Address

www.saukvalleybank.com

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

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

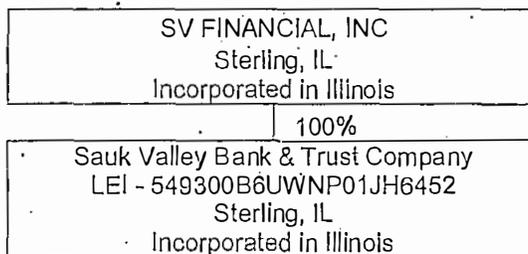
- Yes Please identify the report items to which this request applies:
 - In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
 - The information for which confidential treatment is sought is being submitted separately labeled "Confidential."
- No

Form FR Y-6

SV Financial, Inc.
Sterling, Illinois
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 bank holding company prepares an annual report for its securities holders. Two copies will be forwarded once available.
- 2a: Organization Chart



N/A

- 2b: Branch Verification
Submitted via e-mail on March 25, 2016

Results: A list of branches for your depository institution: SAUK VALLEY BANK & TRUST COMPANY (ID_RSSD: 2797162).

This depository institution is held by SV FINANCIAL, INC. (3093919) of STERLING, 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	FDICUNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
		Full Service (Head Office)	2797162	SAUK VALLEY BANK & TRUST COMPANY	201 WEST 3RD STREET	STERLING	IL	61081	WHITESIDE	UNITED STATES	74920	0	SAUK VALLEY BANK & TRUST COMPANY	2797162	
		Full Service	3671308	DIXON BRANCH	300 WALTON DRIVE	DIXON	IL	61021	LEE	UNITED STATES	463227	2	SAUK VALLEY BANK & TRUST COMPANY	2797162	
		Full Service	3513181	ROCK FALLS BRANCH	904 1ST AVENUE	ROCK FALLS	IL	61071	WHITESIDE	UNITED STATES	466957	3	SAUK VALLEY BANK & TRUST COMPANY	2797162	
		Full Service	4528212	STERLING - EAST BRANCH	3319 EAST LINCOLNWAY	STERLING	IL	61081	WHITESIDE	UNITED STATES	Not Required	Not Required	SAUK VALLEY BANK & TRUST COMPANY	2797162	

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SV Financial, Inc.
Sterling, 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 as of fiscal year ending 12-31-2015			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 during the fiscal year ending 12-31-2015		
(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
Ronald Gerken Sterling, IL	USA	93,088 shares 10.38% Common Stock	None		

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SV Financial, Inc.
Sterling, 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 Bank Holding Company	Title & Position with Bank 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 Bank 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)
Dirk Meminger Oregon, IL	N/A	President/CEO/Director	President/CEO	N/A	4.92%	None	N/A
John Berge Sterling, IL	CPA	Director	None	John Berge, CPA	2.40%	None	McFalls, Berge & Associates 67% Shorewood Car Wash LLC 34%
Ronald Gerken Sterling, IL	Farmer	Director & Chairman	None	Farmer G&L Farms	10.38%	None	Peabudys 30% Eastland Partners 30% G&L Farms 50%
Robert Hill Rock Falls, IL	Chairman and CEO	Director	None	Chairman and CEO Hill Fastener Corporation	2.36%	None	Hill Holdings Inc. 50%
James Reese Sterling, IL	Lawyer	Director	None	James L. Reese, P.C.	0.21%	None	James L Reese, P.C. 100%
Stephan D Munson Sterling, IL	Business Owner	Director	None	Co-Owner MS Sterling Inc	0.11%	None	MS Sterling Inc 50%
David Yeager Dixon, IL	Doctor	Director	None	Doctor KSB Hospital	0.45%	None	N/A
Mary Whelan Dixon, IL	HR Director	Director	None	HR Director Raynor Garage Doors	0.10%	None	N/A
Kelly Keaschall Rock Falls, IL	President	Director	None	President DeKalb Feeds, Inc.	0.36%	None	DeKalb Feeds, Inc. 12% Ownership Vote 33% of the shares as trustee

DIRECTORS STOCK IN SV FINANCIAL, INC.

896,828.00

12/31/2015

NAME	AMT OF STOCK OWNED			Total	PERCENTAGE
	Ind/Joint	Controlled	IRA		
Dirk Meminger	27,108	900	16,149	44,157	4.92%
Ronald Gerken	93,088	-	-	93,088	10.38%
Robert Hill	21,135	-	-	21,135	2.36%
Kelly Keaschall	3,214	-	-	3,214	0.36%
Dave Yeager	4,012	-	-	4,012	0.45%
James Reese	1,839	-	-	1,839	0.21%
John Berge	2,973	3,335	15,193	21,501	2.40%
Mary Whelan	100	-	-	100	0.01%
Stephan Munson	-	-	1,000	1,000	0.11%
				190,046	21.19%