

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, Allan J. Boyken

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 201, 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

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.1209837

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

Titonka Bancshares, Inc.

Legal Title of Holding Company

P.O. Box 309

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

<u>Titonka</u>	<u>IA</u>	<u>50480</u>
City	State	Zip Code

173 Main Street North, Titonka, IA 50480

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Allan J. Boyken President

Name Title

515-928-2142

Area Code / Phone Number / Extension

515-928-2042

Area Code / FAX Number

allan.boyken@tsbbank.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."

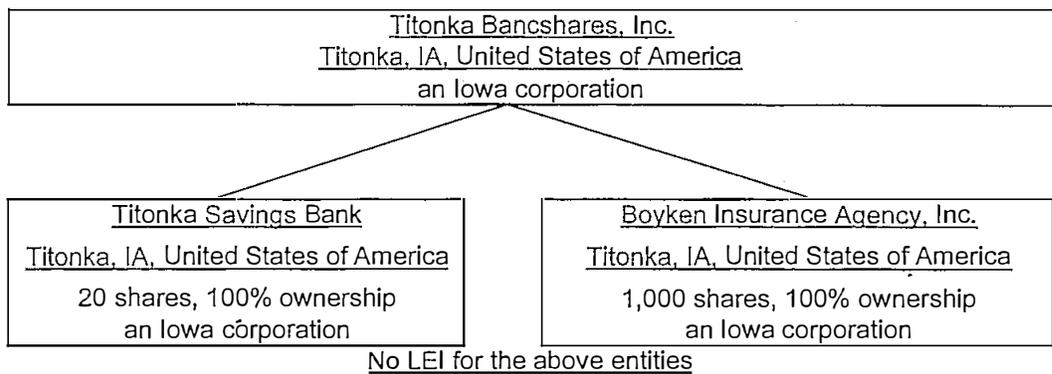
 No

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Titonka Bancshares, Inc.
Titonka, Iowa
December 31, 2015

Report item 1: See attached financial report of Titonka Bancshares, Inc., as of December 31, 2015 and 2014

Report item 2a: Organization chart



Report Item 2b: Domestic Branch Listing (see attached)

Report Item 3: Securities Holders (see attached)

Report Item 4: Insiders (see attached)

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Titonka Bancshares, Inc.

Titonka, Iowa

Fiscal year ending December 31, 2015

Report Item 2b: Domestic Branch Listing

Results: A list of branches for your depository institution: TITONKA SAVINGS BANK (ID_RSSD: 334648).

This depository institution is held by TITONKA BANCSHARES, INC. (1209837) of TITONKA, 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-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*
ok		Full Service (Head Office)	334648	TITONKA SAVINGS BANK	173 MAIN STREET NORTH	TITONKA	IA	50480-0309	KOSSUTH	UNITED STATES	11316	0	TITONKA SAVINGS BANK	334648
ok		Full Service	1189760	FOREST CITY BRANCH	101 HIGHWAY 69 NORTH	FOREST CITY	IA	50436	WINNEBAGO	UNITED STATES	39179	2	TITONKA SAVINGS BANK	334648
ok		Full Service	488541	THOMPSON BRANCH	11723 HIGHWAY 9	THOMPSON	IA	50478	WINNEBAGO	UNITED STATES	280129	3	TITONKA SAVINGS BANK	334648

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Titonka Bancshares, Inc.

Fiscal Year ending December 31, 2015

Report Item 3: Securities holders

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

Current shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12/31/2015			Shareholders 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
Allan J. Boyken Revocable Bank Stock Trust Titonka, Iowa	USA	36,070 shares - 47.70% of voting common stock, voted by Trustee Allan J. Boyken	Quentin R. Boyken Des Moines, Iowa	USA	4,108 shares - 5.43% of voting common stock 150 shares - 50.00% of voting preferred stock
Allan J. Boyken Titonka, Iowa	USA	150 shares - 50.00% of voting preferred stock			
F. Joy Boyken 2010 Trust Titonka, Iowa	USA	8,838 shares - 11.69% of voting common stock, voted by Trustee Allan J. Boyken			
Aaron T. Boyken Titonka, Iowa	USA	12,800 shares - 16.93% of voting common stock			
Marshall S. Boyken Tulsa, Oklahoma	USA	6,550 shares - 8.66% of voting common stock			
Lucas W. Boyken Clarion, Iowa	USA	6,250 shares - 8.27% of voting common stock			
Inez L. Boyken Des Moines, Iowa	USA	150 shares - 50.00% of voting preferred stock 4,108 shares - 5.43% of voting common stock			

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Titonka Bancshares, Inc.
Titonka, Iowa
Fiscal year ending December 31, 2015

Report Item 4: Insiders

1 Name, City and State/Country	2 Principal Occupation If other than with Bank Holding Company	3a Title and Position with Bank Holding Co.	3b Title and Position with Subsidiaries	3c Title and Position with other Businesses	4a Percentage of Voting shares In Bank Holding Company	4b Percentage of Voting shares In Subsidiaries	4c Names of other Companies if more than 25% or more of voting securities
Allan J. Boyken Titonka, Iowa USA	Banker Titonka Savings Bank	President/Director/ Treasurer	Chairman/Trust Officer/Director Titonka Savings Bank Chairman and Director Boyken Insurance Agency, Inc.	none	36,070 shares voting common 47.70% of outstanding held in the Allan J. Boyken Revocable Bank Stock Trust, Trustee, Allan J. Boyken 150 shares - 50.00% of voting preferred stock	20 shares of Titonka Savings Bank, 100% of outstanding (voted by Allan J. Boyken for Titonka Bancshares, Inc.) 1,000 shares of Boyken Insurance Agency, Inc., 100% of outstanding (voted by Allan J. Boyken for Titonka Bancshares, Inc.)	none
F. Joy Boyken 2010 Trust Titonka, Iowa USA	none	none	none	none	8,838 shares voting common 11.69% of outstanding voted by Trustee, Allan J. Boyken	none	none
Aaron Boyken Titonka, Iowa USA	Banker Titonka Savings Bank	Vice President/Secretary :exec. Director/Assistant Treasurer	Vice President/Chief Technology Officer and Director Titonka Savings Bank Vice President/Secretary/Director Boyken Insurance Agency, Inc.	none	12,800 shares voting common, 16.93% of outstanding	none	none
Inez L. Boyken Des Moines, Iowa USA	Homemaker	none	none	none	4,108 shares voting common, 5.43% of outstanding 150 shares - 50.00% of voting preferred stock	none	none
Marshall S. Boyken Tulsa, Oklahoma USA	Civil Engineer	none	none	Director US Dept. of Energy	6,550 shares voting common 8.66% of outstanding	none	none
Lucas W. Boyken Goldfield, Iowa USA	Executive	none	none	Global Network & UC Manager Danfoss Group	6,250 shares voting common 8.27% of outstanding	none	none