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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, Jackie L. Overstreet

Name of the Holding Company Director and Official

Secretary & Treasurer

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.

*Jackie L. Overstreet*  
Signature of Holding Company Director and Official

3/18/16  
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 1133848  
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

Trivoli Bancorp, Inc.

Legal Title of Holding Company

615 North Trivoli Avenue

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

Trivoli

IL

61569

City

State

Zip Code

N/A

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Jackie L. Overstreet

Secretary & Treasurer

Name

Title

309-565-4261

Area Code / Phone Number / Extension

309-565-7660

Area Code / FAX Number

joverstreet@heritage-bnk.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

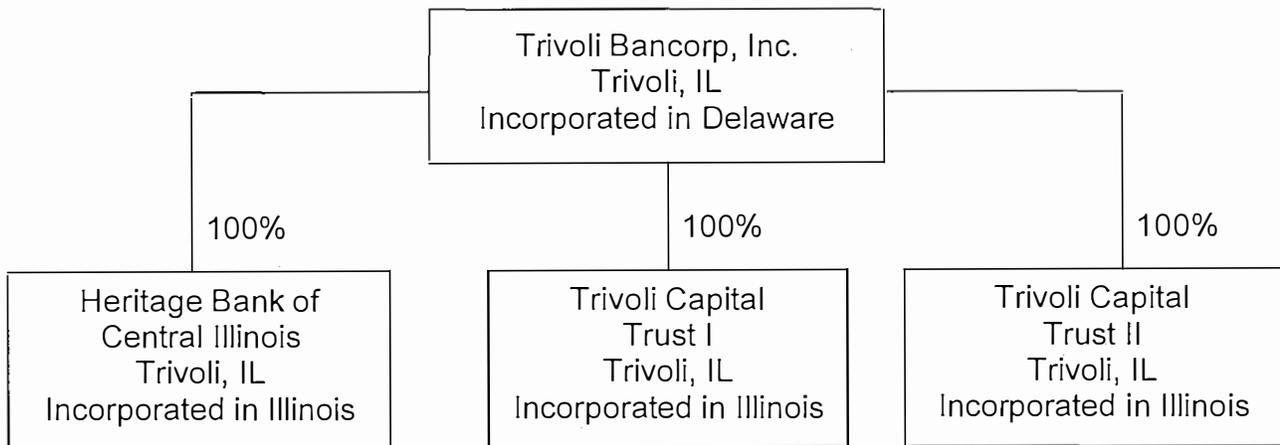
Form FR Y-6  
Trivoli Bancorp, Inc.  
Trivoli, IL  
Fiscal Year Ending December 31, 2015

**Report Item**

**1: Annual Reports to Shareholders**

Trivoli Bancorp, Inc. prepares an annual report for its stockholders and is not registered with the SEC. As required, two copies of the Trivoli Bancorp, Inc. audited consolidated financial statements as of December 31, 2015 will be sent under separate cover when available.

**2(a): Organization Chart**



(1) None of the above entities have a LEI.

**2(b): Branch Verification**

This was submitted via email on February 21, 2016.

Results: A list of branches for your depository institution: HERITAGE BANK OF CENTRAL ILLINOIS (ID\_RSSD: 181347).  
 This depository institution is held by TRIVOLI BANCORP, INC. (133848) of TRIVOLI, 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-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)	181347	HERITAGE BANK OF CENTRAL ILLINOIS	615 NORTH TRIVOLI AVENUE	TRIVOLI	IL	61569	PEORIA	UNITED STATES	7984	0	HERITAGE BANK OF CENTRAL ILLINOIS	181347	
OK		Full Service	3670589	EAST PEORIA BRANCH	410 NORTH MAIN STREET	EAST PEORIA	IL	61611	TAZEWELL	UNITED STATES	466423	5	HERITAGE BANK OF CENTRAL ILLINOIS	181347	
OK		Full Service	562937	HANNA CITY BRANCH	32223 WEST FARMINGTON ROAD	HANNA CITY	IL	61536	PEORIA	UNITED STATES	13054	1	HERITAGE BANK OF CENTRAL ILLINOIS	181347	
OK		Full Service	927040	HARMON HIGHWAY BRANCH	3100 WEST HARMON HIGHWAY	PEORIA	IL	61604	PEORIA	UNITED STATES	13070	4	HERITAGE BANK OF CENTRAL ILLINOIS	181347	
OK		Full Service	3490433	WILLOW KNOLLS BRANCH	3420 WEST WILLOW KNOLLS DRIVE	PEORIA	IL	61614	PEORIA	UNITED STATES	227458	2	HERITAGE BANK OF CENTRAL ILLINOIS	181347	
OK		Full Service	3490442	PROSPECT BRANCH	4488 NORTH PROSPECT ROAD	PEORIA HEIGHTS	IL	61616	PEORIA	UNITED STATES	227459	3	HERITAGE BANK OF CENTRAL ILLINOIS	181347	

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Trivoli Bancorp, Inc.  
Trivoli, IL  
Fiscal Year Ending December 31, 2015

**Report Item 3(1): Shareholders**

Current shareholders with ownership, control, or holdings of 5% or more with power to vote as of December 31, 2015:

<u>Name and address</u>	<u>Country of Citizenship</u>	<u>Number of Common Shares</u>	<u>Percentage of Common Shares Owned</u>
M. Scott Hedden Trivoli, IL/USA	USA	7,260 (1)	24.6%
Shirley J. Hedden Trust Trivoli, IL/USA	USA	3,955	13.4%
Virgil L. Hedden Trust Trivoli, IL/USA	USA	3,955	13.4%

(1) Includes 640 shares held in joint tenancy with Diane H. Hedden.

**Report Item 3(2): Shareholders**

Current shareholders not listed in 3(1) with ownership, control, or holdings of 5% or more with power to vote during the year ended December 31, 2015:

None.

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Trivoli Bancorp, Inc.  
Trivoli, IL  
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders

(1), (2), (3)(a)(b)(c) and (4) (a) (b) (c)

(1) Name City, State Country	(2) Principal Occupation If other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (Include names of subsidiaries)	(3) (c) Title & Position with Other Businesses (Include names of other businesses)	(4)(a) Percentage of Voting Securities in Holding Company	(4)(b) Percentage of Voting Securities in Subsidiaries (Include names of subsidiaries)	(4)(c) 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)
M. Scott Hedden Trivoli, IL/USA	Banker	Chairman of the Board, Director	Heritage Bank of Central Illinois: CEO, Director	N/A	51.4% (1)	N/A	N/A
Tim Krueger Peoria, IL/USA	Banker	Director	Heritage Bank of Central Illinois: President, Director	N/A	0.0%	N/A	N/A
Richard D. Baylor Hanna City, IL/USA	Retired Educator, Farmer	Director	Heritage Bank of Central Illinois: Director	N/A	0.7%	N/A	N/A
Jeffrey A. Martin Peoria, IL/USA	Business Owner	Director	Heritage Bank of Central Illinois: Director	President of Welch Systems, Inc. and President of Welch Financial Systems	0.6% (3)	N/A	Welch Systems, Inc. - 100% owner, Welch Financial Systems - 50% owner
John Wetzel Peoria, IL/USA	Business Owner	Director	Heritage Bank of Central Illinois: Director	President of PHD Services, LLC	0.8%	N/A	PHD Services, LLC - 49% owner
Jackie Overstreet Brookfield, WI/USA	Banker	Board Secretary and Treasurer	Heritage Bank of Central Illinois: Executive Vice President	N/A	0.3%	N/A	N/A

(1) Includes 640 shares held in joint tenancy with spouse and 7,910 shares held in trusts in his parents' names.

(2) Includes 50 shares held by spouse.

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Trivoli Bancorp, Inc.  
Trivoli, IL  
Fiscal Year Ending December 31, 2015

**Report Item 4: Director and Officers (Footnotes)**

- M. Scott Hedden controls the shares of his parents held in trusts: Shirley Hedden, deceased, and Virgil Hedden.
- Includes shares held in joint tenancy with certain family members as follows: M. Scott Hedden-640 shares. These shares are deemed to be shared as to voting and investment power.
- Includes shares held individually by certain immediate family members as follows: Jeffrey A. Martin-50 shares. Shares so held are deemed to be shared as to voting and investment power even though beneficial interest in such shares is disclaimed.