

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.

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

December 31, 2015

Month / Day / Year

N/A

I, Robert F Eastman Jr.

Name of the Holding Company Director and Official

CEO/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

02/22/2016

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 2756776
C.I. _____

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

Reporter's Name, Street, and Mailing Address

Waukesha Bankshares Inc

Legal Title of Holding Company

521 W Sunset Dr

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

Waukesha WI 53189-7015
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

John Udvarc VP-CFO

Name Title

262-522-1156

Area Code / Phone Number / Extension

262-970-4594

Area Code / FAX Number

johnu@sunsetbank.net

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

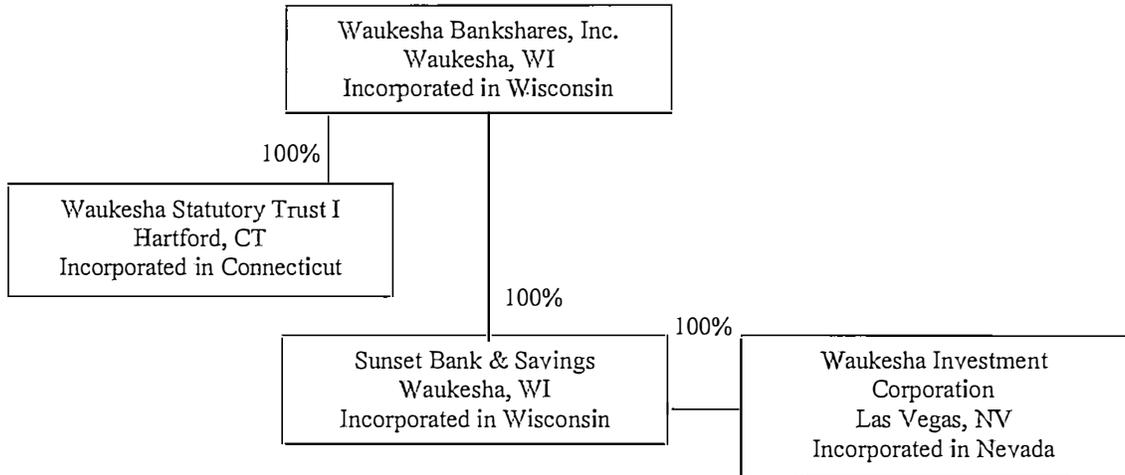
Form FR Y-6

Waukesha Bankshares, Inc.
Waukesha, Wisconsin 53189

Fiscal Year Ending December 31, 2015

Report Items:

1. No Annual Report is created for the Shareholders
- 2(a). Organizational Chart: (No LEI Numbers for the listed Entities)



2(b). Branch Verification

Submitted to the Federal Reserve Bank via e-mail on February 16, 2016.

Results: A list of branches for your depository institution: SUNSET BANK & SAVINGS (ID_RSSD: 2756767).
 This depository institution is held by WAUKESHA BANKSHARES, INC. (2756776) of WAUKESHA, WI.
 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*	Comments
ok		Full Service (Head Office)	2756767	SUNSET BANK & SAVINGS	521 WEST SUNSET DRIVE	WAUKESHA	WI	53189	WAUKESHA	UNITED STATES	74347	0	SUNSET BANK & SAVINGS	2756767	
ok		Full Service	3300952	OFFICE	2500 NORTH GRANDVIEW BOULEVARD	WAUKESHA	WI	53188	WAUKESHA	UNITED STATES	432369	1	SUNSET BANK & SAVINGS	2756767	

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 December 31, 2015
 Waukesha Bankshares, Inc.

Report Item 3: Shareholders
 (1)(a) (1)(b) (1)(c) (2)(a) (2)(b) (2)(c)

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12-31-2015			Shareholders not listed in (3)(1) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2015		
(1)(a)	(1)(b)	(1)(c)	(2)(a)	(2)(b)	(2)(c)
Names & Address (City, State, Country)	Country of Citizenship or Incorporation	Number and Percentage of Each Class of Voting Securities	Names & Address (City, State, Country)	Country of Citizenship or Incorporation	Number and Percentage of Each Class of Voting Securities
Robert W. Muren, Esq. Waukesha, WI, USA	USA	18,768 - 4% Common Stock 3,000 - 1% Options on Common Stock	NONE	NONE	NONE
Thomas Schmidt Waukesha, WI, USA	USA	22,018 - 4% Common Stock 1,000 - 1% Options on Common Stock			

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December 31, 2014
Waukesha Bankshares, Inc.

Report Item 4: Directors Officers
(1) (2) (3)(a)(b)(c) and (4)(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 the other businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	List names of other companies (Include partnerships), if 25% or more of voting securities are held (List names of companies and percentages of voting securities held)
Robert F. Eastman, Jr Waukesha, WI, USA	N/A	Director, President/CEO	Director, Chairman/CEO Sunset Bank & Savings	N/A	4%	N/A	N/A
Richard L. Oates Fl. Myers, FL USA	N/A	Director, Treasurer	Director, Vice President Sunset Bank & Savings	N/A	2%	N/A	N/A
Robert W. Muren, Esq. Waukesha, WI, USA	Attorney at Law	Chairman of the Board	Director, Sunset Bank & Savings	Attorney & Shareholder Davis & Kuelthau, S.C. Brookfield, WI	5%	N/A	N/A
Thomas J. Schmidt, D.D.S. Waukesha, WI , USA	Retired	Director, Secretary	Director, Sunset Bank & Savings	N/A	5%	N/A	N/A
J. Thomas Breyer, M.D. Oconomowoc, WI, USA	Retired	Director	Director Sunset Bank & Savings	N/A	3%	N/A	N/A
William C. Stumbaugh Waukesha, WI, USA	Retired	Director	Director Sunset Bank & Savings	N/A	4%	N/A	Homesteaders of Racine 50% Unisource One 33.56%
John P Udvare Waukesha, WI, USA	N/A	VP-CFO	Director, President-CFO Sunset Bank & Savings	N/A	1%	N/A	N/A