



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, Robert P. Holleran

Name of the Holding Company Director and Official

Vice President, Secretary, and 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

3-17-16

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 1234491
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

W. J. Young & Co.

Legal Title of Holding Company

235 6th Ave. S. / P.O. Box 1510

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

Clinton

IA

52732

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Jennifer L. Boysen

Executive Vice President

Name

Title

563-243-1243 6172

Area Code / Phone Number / Extension

563-243-5451

Area Code / FAX Number

jenny.boysen@clintonnational.net

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

W.J. Young & Co.
Clinton, Iowa

Report Item 2(a): Organization Chart

W.J. Young & Co.
Clinton, Iowa
Incorporated in Iowa "LEI:
none"

W.J. Young & Co. owns 9,630 shares of
the 9,630 shares outstanding (100%)

The Clinton National Bank
Clinton, Iowa
Associated in Iowa "LEI: none"

Results: A list of branches for your depository institution: **CLINTON NATIONAL BANK, THE (ID_RSSD: 773443)**.
 This depository institution is held by **W. J. YOUNG & CO. (1234491)** of **CLINTON, IA**.
 The data are as of **12/31/2015**. Data reflects information that was received and processed through **01/27/2015**.

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_RSSO 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)	773443	CLINTON NATIONAL BANK, THE	235 6TH AVENUE SOUTH	CLINTON	IA	52732	CLINTON	UNITED STATES	2932	0	CLINTON NATIONAL BANK, THE	773443	
OK		Full Service	330444	ANDOVER BRANCH	4330 140TH STREET	ANDOVER	IA	52701	CLINTON	UNITED STATES	3982	5	CLINTON NATIONAL BANK, THE	773443	
OK		Full Service	181646	CAMANCHE BRANCH	817 9TH STREET	CAMANCHE	IA	52730	CLINTON	UNITED STATES	12747	2	CLINTON NATIONAL BANK, THE	773443	
OK		Full Service	2094384	LINCOLNWAY BRANCH	2350 LINCOLN WAY	CLINTON	IA	52732-702	CLINTON	UNITED STATES	203696	1	CLINTON NATIONAL BANK, THE	773443	
OK		Full Service	3523546	LYONS BRANCH	1912 NORTH 2ND STREET	CLINTON	IA	52732	CLINTON	UNITED STATES	203697	3	CLINTON NATIONAL BANK, THE	773443	
OK		Full Service	2638555	DELMAR BRANCH	301 WESTERN AVENUE	DELMAR	IA	52037	CLINTON	UNITED STATES	181390	8	CLINTON NATIONAL BANK, THE	773443	
OK		Full Service	695741	MILES BRANCH	329 FERRY ROAD	MILES	IA	52064	JACKSON	UNITED STATES	1020	7	CLINTON NATIONAL BANK, THE	773443	
OK		Full Service	483845	PRESTON BRANCH	1 WEST WHITE STREET	PRESTON	IA	52069	JACKSON	UNITED STATES	193	4	CLINTON NATIONAL BANK, THE	773443	
OK		Full Service	2110743	SABULA BRANCH	404 SYCAMORE	SABULA	IA	52070	JACKSON	UNITED STATES	208214	6	CLINTON NATIONAL BANK, THE	773443	

W.J. Young & Co.
Clinton, Iowa

Report Item 3(1): Shareholders

- (1) List of shareholders that own, control, or hold 5% or more of the outstanding shares of the bank holding company at 12/31/15:

(1)(a) <u>Name and Address</u>	(1)(b) <u>Country of Citizenship</u>	(1) c <u>No. of Shares</u>	<u>% of Ownership</u>
Julie Burke Smith, Co-Trustee The 994 Legacy Trust Gift Share Trust U/The 994 Legacy Trust	United States	128.825	15.931% common stock
		1.000	0.124% common stock
Ann B. Forstchen, Co-Trustee The Ann Family Trust Gift Share Trust U/The Ann Family Trust	United States	128.825	15.931% common stock
		1.000	0.124% common stock
Michael Q. Thompson, Co-Trustee S Trust FBO Michael Thompson under Barbara B. Thompson Family Trust Gift Share Trust U/The Barbara B. Thompson Family Trust	United States	260.608	32.228% common stock
		1.000	0.124% common stock
Thomas J. Van Soelen, Co-Trustee Thomas J. Van Soelen Trust	United States	87.203	10.784% common stock
James D. Van Soelen, Co-Trustee James D. Van Soelen Trust	United States	87.202	10.784% common stock
Karen V. Frizzell, Co-Trustee Karen V. Frizzell Trust	United States	87.203	10.784% common stock

Form FR Y-6
W.J. Young & Co.
Clinton, Iowa
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders

(1) Name, City, State, Country	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title and Position with Bank Holding Company	(3)(b) Title and Position with Subsidiaries (including names of Subsidiaries)	(3)(c) Title and Position with Other Businesses (Including names of other businesses)	(4)(a) Percentage of Voting Securities in Bank Holding Company	(4)(b) Percentage of Voting Securities in Subsidiaries (including names of Subsidiaries)	(4)(c) List names of other companies (including partnerships) if 25% or more of voting securities are held (list names of companies and of percentage of voting securities held)
Julie Burke Smith, Co-Trustee The 994 Legacy Trust		Director			15.931%		
Gift Share Trust U/ 994 Legacy Trust	Financial Consultant	President	Director, The Clinton National Bank	Managing Member	0.124%	N/A	Smith Brothers Investments, LLC - 50% Member
		Director			As Co-Trustee of Thomas E. Burke Trust, U.S. -3.15%		
Robert P. Holleran	CEO, The Clinton National Bank	Vice President and Secretary	CEO & Vice Chairman of the Board, The Clinton National Bank	Vice President and Treasurer, United Lumber Co. Partner, WJY & Co.	0.005%	N/A	N/A
Alvin J. Goerd	President, United Lumber Co.	Vice President and Assistant Secretary	Chairman of the Board, The Clinton National Bank	President, United Lumber Co.	0.005%	N/A	United Lumber Co. - 100%
Jeffrey B. Stoutner	Attorney, Holleran, Shaw, Murphy & Stoutner	Treasurer and Assistant Secretary	Director, The Clinton National Bank	President, Jeffrey B. Stoutner, P.C. Partner, Holleran, Shaw, Murphy & Stoutner	0.005%	N/A	Jeffery B. Stoutner, P.C. - 100% Holleran, Shaw, Murphy & Stoutner - 50%
Michael Q. Thompson, Co-Trustee The S Trust FBO Michael Q. Thompson under Barbara B. Thompson Family Trust	IT Consultant	Director	N/A	N/A	32.228%	N/A	N/A
Gift Share Trust U/The Barbara B. Thompson Family Trust					0.124%		
Marilyn W. Burke, Co-Trustee Thomas E. Burke Family Trust	Retired	Director	N/A	N/A	As Co-Trustee of Thomas E. Burke Trust, U.S. - 3.15%	N/A	N/A
Ann B. Forstchen, Co-Trustee The Ann Family Trust					15.931%		
Gift Share Trust U/The Ann Family Trust	Marine Biologist, Human Dimensions Coordinator	Director	N/A	President, Forstchen Holdings	0.124%	N/A	Forstchen Holdings - 100%

Thomas J. Van Soelen, Co-Trustee Thomas J. Van Soelen Trust	Rancher	Director	N/A	President, Tiffany Ranch, LLC	10.784%	N/A	Tiffany Ranch, LLC - 100%
James D. Van Soelen, Co-Trustee James D. Van Soelen Trust	Self-employed	N/A	N/A	N/A	10.784%	N/A	N/A
Karen V. Frizzell, Co-Trustee Karen V. Frizzell Trust	Homemaker	N/A	N/A	N/A	10.784%	N/A	N/A
