



COPY

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

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

I, Stephen Mitchell

Name of the Holding Company Director and Official

President and Director

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Wonder Bancorp, Inc.

Legal Title of Holding Company

7526 Hancock Drive, PO Box 350

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

Wonder Lake

IL

60097

City

State

Zip Code

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.

Physical Location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

David Schroepfer

CPA

Name

Title

815-399-7700

Area Code / Phone Number / Extension

815-399-7644

Area Code / FAX Number

dschroepfer@wipfli.com

E-mail Address

www.thestatebankgroup.com

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

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 1246328
C.I.

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

WONDER BANCORP, INC.
Report Items
December 31, 2015

1a. Form 10-K

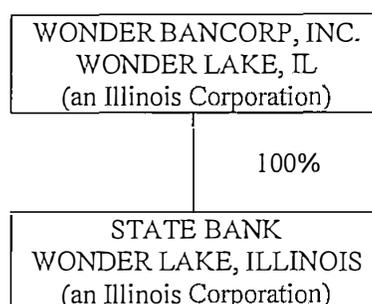
Wonder Bancorp, Inc. is not required to file form 10-K with the S.E.C.

1b. Annual Report to Shareholders

None

2a. Organizational Chart

An organizational chart, showing the bank holding company's direct and indirect ownership and control of all its bank and nonbank subsidiaries - both foreign and domestic.



LEI is none applicable for both entities

2b. Domestic Branch Listing

See attached.

3. Shareholders

Current shareholders with ownership, control or holdings of 5% or more with power to vote as of December 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
Franks, Herbert Marengo, IL USA	USA	2,987 shares or 10.54% common
Stephen Mitchell Trust Mitchell, Stephen - Trustee Elgin, IL USA	USA	2,836 shares or 10.01% common
Anne Liston Trust Liston, Anne - Trustee Johnsburg, IL USA	USA	2,700 shares or 9.53% common
Barbara Mitchell Trust Mitchell, Barbara - Trustee Elgin, IL USA	USA	1,835 shares or 6.47% common
Hon. Jack Franks Marengo, IL USA	USA	1,700 shares or 6.00% common

WONDER BANCORP, INC.

Report Items
December 31, 2015
(CONTINUED)

3. Shareholders

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 December 31, 2015:

(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
N/A		

Results: A list of branches for your holding company: **WONDER BANCORP, INC. (1246328) of WONDER LAKE, 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**

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	Effective	Branch Service	Branch	Popular Name	Street Address	City	Sta	Zip	County	Country	FDIC	Office	Head	Head Office	Comme
OK		Full Service (Head	285348	STATE BANK	7526 HANCOCK	WONDER	IL	60097	MCHE	UNITED	16073		0	STATE	285348
OK		Full Service	4228110	HEBRON BRANCH	9600 MAIN	HEBRON	IL	60034	MCHE	UNITED	489803		5	STATE	285348
OK		Full Service	2086165	JOHNSBURG	3503 CHAPEL HILL	JOHNSBUR	IL	60051	MCHE	UNITED	255723		2	STATE	285348
OK		Full Service	3492893	LAKEMOOR BRANCH	500 STATE ROUTE	LAKEMOO	IL	60051	MCHE	UNITED	359290		4	STATE	285348
OK		Full Service	2431532	SPRING GROVE	7500 MEYER	SPRING	IL	60081	MCHE	UNITED	255724		3	STATE	285348
OK		Full Service	2079774	THOMPSON ROAD	3316 THOMPSON	WONDER	IL	60097-9	MCHE	UNITED	255722		1	STATE	285348

WONDER BANCORP, INC.
Report Items
December 31, 2015
(CONTINUED)

4. Directors and Officers

List each director, trustee, executive officer, principal shareholder (10% or more), or person exercising similar functions, regardless of title or compensation, of the bank holding company, showing the following:

1. Name and address (city, state/country):
Herbert Franks
Marengo, IL USA
2. Principal occupation, if other than with holding company organization:
Retired
3. Title or position:
 - a. The bank holding company
Director
 - b. All direct and indirect subsidiaries of the bank holding company:
Director
 - c. Title or position with any other business company in which the person is a director, trustee, partner, or principal officer:
None
4. Number of shares and percentage of each class of voting securities owned, controlled or held with power to vote in:
 - a. The bank holding company:
2,987 shares or 10.54% (held under Eileen Franks Trust)
 - b. Direct and indirect subsidiaries of the bank holding company:
None
 - c. Any other business company, if 25% or more of its outstanding voting securities are held (report the name of business company and actual percentage of ownership):
None

WONDER BANCORP, INC.
Report Items
December 31, 2015
(CONTINUED)

4. Directors and Officers

List each director, trustee, executive officer, principal shareholder (10% or more), or person exercising similar functions, regardless of title or compensation, of the bank holding company, showing the following:

1. Name and address (city, state/country):
Stephen Mitchell Trust
Stepehn Mitchell - Trustee
Elgin, IL USA
2. Principal occupation, if other than with holding company organization:
None
3. Title or position:
 - a. The bank holding company
President & Director
 - b. All direct and indirect subsidiaries of the bank holding company:
Director
 - c. Title or position with any other business company in which the person is a director, trustee, partner, or principal officer:
None
4. Number of shares and percentage of each class of voting securities owned, controlled or held with power to vote in:
 - a. The bank holding company:
2,836 shares and 10.01%
 - b. Direct and indirect subsidiaries of the bank holding company:
None
 - c. Any other business company, if 25% or more of its outstanding voting securities are held (report the name of business company and actual percentage of ownership):
None

WONDER BANCORP, INC.
Report Items
December 31, 2015
(CONTINUED)

4. Directors and Officers

List each director, trustee, executive officer, principal shareholder (10% or more), or person exercising similar functions, regardless of title or compensation, of the bank holding company, showing the following:

1. Name and address (city, state/country):
Helen Lindow
Marengo, IL USA
2. Principal occupation, if other than with holding company organization:
Retired
3. Title or position:
 - a. The bank holding company
Director
 - a. All direct and indirect subsidiaries of the bank holding company:
Director
 - c. Title or position with any other business company in which the person is a director, trustee, partner, or principal officer:
None
4. Number of shares and percentage of each class of voting securities owned, controlled or held with power to vote in:
 - a. The bank holding company:
391 shares and 1.38%
 - b. Direct and indirect subsidiaries of the bank holding company:
None
 - c. Any other business company, if 25% or more of its outstanding voting securities are held (report the name of business company and actual percentage of ownership):
None

WONDER BANCORP, INC.
Report Items
December 31, 2015
(CONTINUED)

4. Directors and Officers

List each director, trustee, executive officer, principal shareholder (10% or more), or person exercising similar functions, regardless of title or compensation, of the bank holding company, showing the following:

1. Name and address (city, state/country):
Douglas Liston
Johnsburg, IL USA
2. Principal occupation, if other than with holding company organization:
Pastor, Joyful Harvest Church
3. Title or position:
 - a. The bank holding company
Director
 - b. All direct and indirect subsidiaries of the bank holding company:
Director
 - c. Title or position with any other business company in which the person is a director, trustee, partner, or principal officer:
Pastor, Joyful Harvest Church
4. Number of shares and percentage of each class of voting securities owned, controlled or held with power to vote in:
 - a. The bank holding company:
40 shares and .14%
 - b. Direct and indirect subsidiaries of the bank holding company:
None
 - c. Any other business company, if 25% or more of its outstanding voting securities are held (report the name of business company and actual percentage of ownership):
None

WONDER BANCORP, INC.

Report Items
December 31, 2015
(CONTINUED)

4. Directors and Officers

List each director, trustee, executive officer, principal shareholder (10% or more), or person exercising similar functions, regardless of title or compensation, of the bank holding company, showing the following:

1. Name and address (city, state/country): Christopher Sellers
Woodstock, IL. USA
2. Principal occupation, if other than with holding company organization:
President - C³ Consulting
3. Title or position:
 - a. The bank holding company
Director
 - b. All direct and indirect subsidiaries of the bank holding company:
Director
 - c. Title or position with any other business company in which the person is a director, trustee, partner, or principal officer:
CEO - Worldwide
4. Number of shares and percentage of each class of voting securities owned, controlled or held with power to vote in:
 - a. The bank holding company:
20 shares and .07%
 - b. Direct and indirect subsidiaries of the bank holding company:
None
 - c. Any other business company, if 25% or more of its outstanding voting securities are held (report the name of business company and actual percentage of ownership):
C³ Consulting – 100% Ownership

WONDER BANCORP, INC.
Report Items
December 31, 2015
(CONTINUED)

4. Directors and Officers

List each director, trustee, executive officer, principal shareholder (10% or more), or person exercising similar functions, regardless of title or compensation, of the bank holding company, showing the following:

1. Name and address (city, state/country): Kenneth Uselton
McHenry, IL USA
2. Principal occupation, if other than with holding company organization:
Partner, Adams, Uselton, & Busch, CPA's
3. Title or position:
 - a. The bank holding company
Director
 - b. All direct and indirect subsidiaries of the bank holding company:
Director
 - c. Title or position with any other business company in which the person is a director, trustee, partner, or principal officer:
Partner – Adams, Uselton, & Busch, CPA's
4. Number of shares and percentage of each class of voting securities owned, controlled or held with power to vote in:
 - a. The bank holding company:
250 shares and .88%
 - b. Direct and indirect subsidiaries of the bank holding company:
None
 - c. Any other business company, if 25% or more of its outstanding voting securities are held (report the name of business company and actual percentage of ownership):
Adams, Uselton, & Busch, CPA's – 50%
Screaming Eagle – 33%
Buku Invesments – 50%

WONDER BANCORP, INC.
Report Items
December 31, 2015
(CONTINUED)

4. Directors and Officers

List each director, trustee, executive officer, principal shareholder (10% or more), or person exercising similar functions, regardless of title or compensation, of the bank holding company, showing the following:

1. Name and address (city, state/country):
Hon. Jack Franks
Marengo, IL USA
2. Principal occupation, if other than with holding company organization:
Partner, Franks, Gerkin & McKenna, Attys'
3. Title or position:
 - a. The bank holding company
Director, Chairman
 - b. All direct and indirect subsidiaries of the bank holding company:
Director, Chairman
 - c. Title or position with any other business company in which the person is a director, trustee, partner, or principal officer:
Partner, Franks, Gerkin & McKenna, Attys'
4. Number of shares and percentage of each class of voting securities owned, controlled or held with power to vote in:
 - a. The bank holding company:
1,700 shares and 6.00%
 - b. Direct and indirect subsidiaries of the bank holding company:
None
 - c. Any other business company, if 25% or more of its outstanding voting securities are held (report the name of business company and actual percentage of ownership):
None