



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):

12/31/2015

Month / Day / Year

N/A

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

1. Thomas R. Butkus

Name of the Holding Company Director and Official

President/CEO AJS Bancorp

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

AJS Bancorp Inc.

Legal Title of Holding Company

14757 S. Cicero Avenue

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

Midlothian

IL

60445

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:

Sarah F. Rasmussen, Controller/VP

Name

Title

708-237-8129

Area Code / Phone Number / Extension

708-687-7477

Area Code / FAX Number

srasmussen@ajsmithbank.com

E-mail Address

www.ajsmithbank.com

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

Signature of Holding Company Director and Official

3/24/2016

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  
C.I.

4523459

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

AJS Bancorp, Inc

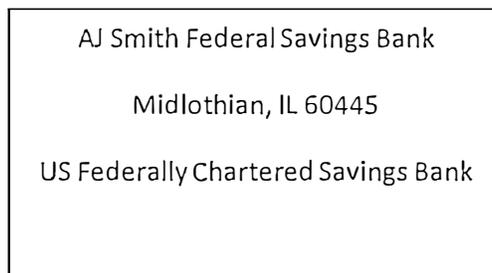
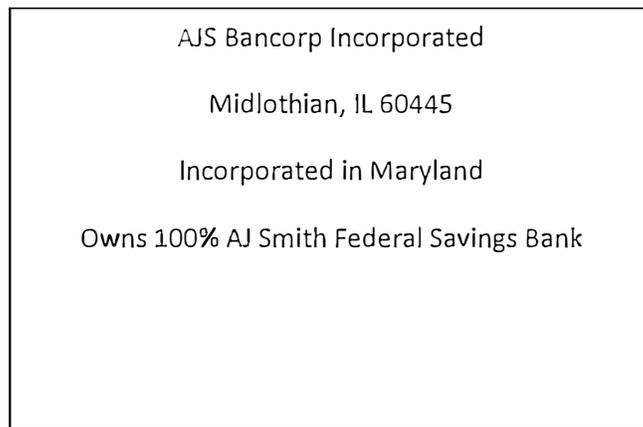
Midlothian, IL 60445

Fiscal Year Ending December 31, 2015

Report Item

1: The Bancorp Inc prepares an annual report for its securities holders. One copy is enclosed.

2a: Organization chart:



2b: Domestic branch listing verified 03/14/2016.

2c: None of the entities have an LEI.

This depository institution is held by AJS BANCORP, INC (4523459) of MIDLOTHIAN, 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-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)	671370	A J SMITH FEDERAL SAVINGS BANK	14757 SOUTH CICERO AVENUE	MIDLOTHIAN	IL	60445-0000	COOK	UNITED STATES	40665	0	A J SMITH FEDERAL SAVINGS BANK	671370
OK		Full Service	4152381	143RD STREET BRANCH	11275 WEST 143RD STREET	ORLAND PARK	IL	60467	COOK	UNITED STATES	366236	102	A J SMITH FEDERAL SAVINGS BANK	671370
OK		Full Service	2039723	8000 WEST 159TH STREET OFFICE	8000 WEST 159TH STREET	ORLAND PARK	IL	60462	COOK	UNITED STATES	263625	101	A J SMITH FEDERAL SAVINGS BANK	671370

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AJS Bancorp Inc  
 Midlothian IL 60445  
 Fiscal Year Ending December 31, 2015

Report Item 3: Securities Holders

Current Securities Holders with ownership, control or holdings of 5% or more with power to vote <u>at</u> fiscal year ending 12-31-2015			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 <u>during</u> 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
Maltese Capital Management, LLC, Maltese Capital Holdings LLC and Terry Maltese, Managing Member of MCM and Holdings (reporting person) [REDACTED], New York, NY 10022	Mr. Maltese is a US citizen, Maltese Capital Management LLC is a New York limited liability company, Maltese Capital Holdings LLC is a Delaware limited liability company	MCM 140,400 shared voting power, Holdings 109,568 shared voting power, Mr. Maltese 140,400 shared voting power 6.5% common stock	None	None	None
A.J. Smith Federal Savings Bank Employee Stock Ownership Plan Trust, Trustee: First Bankers Trust Services, Inc [REDACTED], Quincy IL 62305	Illinois	75,282 Shares Shared Voting Power, 101,281 Sole Voting Power, 8.2% common stock.			
Thomas R Butkus, Patricia Butkus, A.J. Smith Federal Savings Bank Profit Sharing Plan, [REDACTED] Midlothian IL 60445	Illinois	Thomas Butkus 104,580 Sole Voting Power, Patricia Butkus 8,613 Shares Sole Voting Power, A.J. Smith Profit Sharing Plan 43,548 Shares Shared voting Power. 7.1% common stock.			

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AJS Bancorp Inc.  
Midlothian IL 60445  
Fiscal Year Ending December 31, 2015

Report Item 4: Insiders A. J. S Bancorp  
(1)(a)(b)(c) and (2)(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 Holding Company	Title & Position with Holding Company	Title & Position with Subsidiaries (Include names of subsidiaries)	Title & Position with Other Businesses (Include names of other businesses)	Percentage of Voting Securities in Holding Company	Percentage of Voting Securities in Subsidiaries (Include names of subsidiaries)	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)
Thomas R Butkus Orland Park IL USA	CEO A. J. Smith Federal Savings Bank	Chairman of the Board	CEO / President / Chairman of the Board of A. J. Smith Federal Savings Bank.	None.	7.1 % of AJS Bancorp Inc.	None.	None.
Raymond J Blake Elmhurst IL USA	Retired	Board of Director	Director of A. J. Smith Federal Savings Bank.	None.	2.4% of AJS Bancorp Inc.		
Roger L Aurelio Palos Park IL USA	President and CEO of New Supplies Company	Board of Director	Director of A. J. Smith Federal Savings Bank.	President and CEO of New Supplies Company	1.9% of AJS Bancorp Inc.		
Richard J Noyal Palos Park IL USA	Attorney	Board of Director	Director of A. J. Smith Federal Savings Bank.	Law Partner with Goldstine, Skrodzki, Russian, Nemecc and Hoff Ltd.	1.2% of AJS Bancorp Inc.		
Michael H Rose Frankfort IL USA	President and Chairman of Location Finders International	Board of Director	Director of A. J. Smith Federal Savings Bank.	President and Chairman of Location Finders International	1.7% of AJS Bancorp Inc.		
Jerry Weberling Darien, IL USA	EVP / CFO A. J. Smith Federal Savings Bank	EVP + CFO	CFO of A. J. Smith Federal Savings Bank	None.	.60% of AJS Bancorp Inc.		
Donna Manuel Orland Park, IL USA	SVP Lending and Corporate Secretary	Corporate Secretary	SVP Lending and Corporate Secretary of A. J. Smith Federal Savings Bank	None.	1.5% of AJS Bancorp Inc.		