



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, Nicholas J. Schrup

Name of the Holding Company Director and Official

Chairman & 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

03/04/2016

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.

1134694

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

December 31, 2015

Month / Day / Year

None

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

Reporter's Name, Street, and Mailing Address

ATBancorp

Legal Title of Holding Company

895 Main Street - PO Box 938

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

Dubuque

IA

52004-0938

City

State

Zip Code

895 Main Street, Dubuque, IA 52001

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Amber Stadel

Assistant Treasurer

Name

Title

563 582-1841 123

Area Code / Phone Number / Extension

563589-0845

Area Code / FAX Number

astadel@americantrust.com

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."

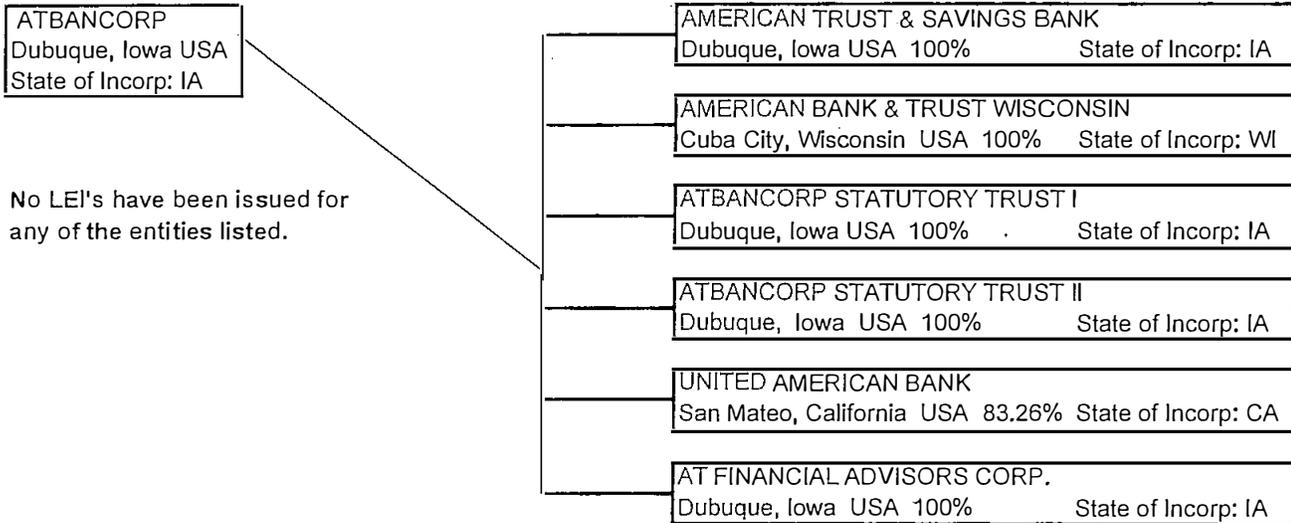
No

ATBancorp

Period Ending: December 31, 2015

Report Item 1: Please refer to Consolidated Financial Report by Baker Tilly attached.

Report Item 2a: ATBancorp owns 100% of each of American Trust & Savings Bank, American Bank & Trust Wisconsin, ATBancorp Statutory Trust I, ATBancorp Statutory Trust II, and AT Financial Advisors Corp. ATBancorp owns 83.26% of United American Bank. ATBancorp does not have any other holdings, domestic or foreign of 5 percent or more.



No LEI's have been issued for any of the entities listed.

Report Item 2b: Submitted early via email on 1/29/16.

Report Item 3:

<u>Shareholder</u>	<u>Address</u>	<u>Citizenship</u>	<u>Shares</u>	<u>Percent</u>
(1)				
<u>Holscher Family</u>				
R. Rourke Holscher	Corrales, NM, USA	USA	4148	11.8%
Stephanie Holscher Bear	Sanibel, FL, USA	USA	5237	14.9%
<u>N. J. Schrup II Family</u>				
Sarah O. Schrup	Chicago, IL, USA	USA	3338	9.5%
Nicholas J. Schrup III	Dubuque, IA, USA	USA	3445	9.8%
John C. Schrup	San Mateo, CA., USA	USA	2643	7.5%
<u>C. J. Schrup Family</u>				
Susan E. Smeaton	Westmoreland, NH, USA	USA	2487	7.1%
Nancy Gudmundson	Edina, MN, USA	USA	2508	7.1%
Charles J. Schrup III	Dubuque, IA USA	USA	2231	6.4%

NOTE: Each person listed under a "Family" title is a sibling to the others listed under the same title.

(2) None

Report Item 4: Please see attached sheets for principal officers, directors, and shareholders.

Results: A list of branches for your holding company: ATBANCORP (1134 94) of DUBUQUE, IA.
 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)	54441	AMERICAN B NK & TRUST WISCONSIN	100 NORTH MAIN STREET	CUBA CITY	WI	53807-0828	GRANT	UNITED STATES	4167	0	AMERICAN BANK & TRUST WISCONSIN	54441	
ok		Full Service	3145313	FENNIMORE BRANCH	1055 LINCOLN AVENUE	FENNIMORE	WI	53809	GRANT	UNITED STATES	41859	4	AMERICAN BANK & TRUST WISCONSIN	54441	
ok		Full Service	2076401	HAZEL GREEN BRANCH	1925 MAIN STREET	HAZEL GREEN	WI	53811	GRANT	UNITED STATES	20893	1	AMERICAN BANK & TRUST WISCONSIN	54441	
ok		Full Service	3495081	LANCASTER BRANCH	235 NORTH MADISON STREET	LANCASTER	WI	53813	GRANT	UNITED STATES	362789	2	AMERICAN BANK & TRUST WISCONSIN	54441	
ok		Full Service	3495166	PLATTEVILLE BRANCH	130 MCGREGOR PLAZA	PLATTEVILLE	WI	53818	GRANT	UNITED STATES	452599	5	AMERICAN BANK & TRUST WISCONSIN	54441	
ok		Full Service (Head Office)	596848	AMERICAN TRUST & SAVINGS BANK	895 MAIN STREET	DUBUQUE	IA	52001	DUBUQUE	UNITED STATES	8314	0	AMERICAN TRUST & SAVINGS BANK	596848	
ok		Full Service	3910623	ASBURY BRANCH	4730 ASBURY ROAD	DUBUQUE	IA	52002	DUBUQUE	UNITED STATES	478954	11	AMERICAN TRUST & SAVINGS BANK	596848	
ok		Full Service	2057352	DUBUQUE NORTH BRANCH	JACKSON & 32ND STREET	DUBUQUE	IA	52001	DUBUQUE	UNITED STATES	229218	4	AMERICAN TRUST & SAVINGS BANK	596848	
ok		Full Service	3680298	HARTIG DRUG OFFICE BRANCH	1600 UNIVERSITY AVENUE	DUBUQUE	IA	52001	DUBUQUE	UNITED STATES	465799	9	AMERICAN TRUST & SAVINGS BANK	596848	
ok		Full Service	2057334	KENNEDY ROAD BRANCH	280 KENNEDY ROAD	DUBUQUE	IA	52002	DUBUQUE	UNITED STATES	229216	2	AMERICAN TRUST & SAVINGS B NK	596848	
ok		Full Service	2057325	KEY WEST BRANCH	2600 ROCKDALE ROAD	DUBUQUE	IA	52003	DUBUQUE	UNITED STATES	229217	3	AMERICAN TRUST & SAVINGS BANK	596848	
ok		Full Service	2057679	PARKING LOT BRANCH	913 LOCUST STREET	DUBUQUE	IA	52001	DUBUQUE	UNITED STATES	229215	1	AMERICAN TRUST & SAVINGS BANK	596848	
ok		Full Service	2415279	301 FIRST AVENUE EAST OFFICE	301 FIRST AVENUE EAST	DYERSVILLE	IA	52040	DUBUQUE	UNITED STATES	2942	5	AMERICAN TRUST & SAVINGS BANK	596848	
ok		Full Service	4459781	DYERSVILLE HWY 136	1422 9TH ST SE	DYERSVILLE	IA	52040	DUBUQUE	UNITED STATES	538222	13	AMERICAN TRUST & SAVINGS BANK	596848	
ok		Full Service	3183717	FARLEY BRANCH	400 FIRST STREET SOUTH	FARLEY	IA	52046	DUBUQUE	UNITED STATES	419579	7	AMERICAN TRUST & SAVINGS BANK	596848	
ok		Full Service	4398826	BISHOP DRIVE	9325 BISHOP DRIVE, SUITE 115/120	WEST DES MOINES	IA	50266	DALLAS	UNITED STATES	Not Required	Not Required	AMERICAN TRUST & SAVINGS BANK	596848	
ok		Full Service	3680300	HAWTHORNE PLAZA OFFICE BRANCH	9350 UNIVERSITY AVENUE	WEST DES MOINES	IA	50266	POLK	UNITED STATES	466294	10	AMERICAN TRUST & SAVINGS BANK	596848	
ok		Full Service (Head Office)	3161144	UNITED AMERICAN BANK	101 SOUTH ELLSWORTH AVENUE, SUITE 110	SAN MATEO	CA	94401	SAN MATEO	UNITED STATES	363784	0	UNITED AMERICAN BANK	3161144	
ok		Full Service	3656042	HALF MOON BAY BRANCH	40 NORTH CABRILLO HIGHWAY	HALF MOON BAY	CA	94019	SAN MATEO	UNITED STATES	456865	2	UNITED AMERICAN BANK	3161144	
ok		Full Service	3684689	REDWOOD CITY BRANCH	2400 BROADWAY STREET	REDWOOD CITY	CA	94063	SAN MATEO	UNITED STATES	468822	3	UNITED AMERIC N BANK	3161144	

Report Item 4: Officers, Directors, Shareholders.

- 1) Name and address:

John M. McDonald III, Lexington, KY, USA

- 2) Principal Occupation, if other than with the holding company:

Chairman of Board A.Y. McDonald Industries

- 3) Title or Position with:

- a. The holding company:

Director

- b. All direct and indirect subsidiaries of the bank holding company:

Director Emeriti of American Trust & Savings Bank

- c. Any other business company in which the person is a director, trustee, partner, or executive officer:

Chairman of the Board Brock-McVey Company.

- 4) Number of shares & percentage of each class of voting securities owned, controlled, or held with power to vote in:

- a. The bank holding company:

None

- b. Direct and indirect subsidiaries of the bank holding company:

None

- c. Any other business company if in excess of 25%:

None.

Report Item 4: Officers, Directors, Shareholders.

- 1) Name and address:

John C. Hendry, Dubuque, IA, USA

- 2) Principal Occupation, if other than with the holding company:

Retired Manufacturing Company Executive

- 3) Title or Position with:

- a. The holding company:

Director

- b. All direct and indirect subsidiaries of the bank holding company:

None

- c. Any other business company in which the person is a director, trustee, partner, or executive officer:

Director of Spahn & Rose Lumber Company and Chairman of the Governance & Nominating Committee of that Board.

- 4) Number of shares & percentage of each class of voting securities owned, controlled, or held with power to vote in:

- a. The bank holding company:

None

- b. Direct and indirect subsidiaries of the bank holding company:

2,500 shares common stock, United American Bank, .00%

- c. Any other business company if in excess of 25%:

None

Report Item 4: Officers, Directors, Shareholders.

- 1) Name and address:

James T. Hamilton II, Dubuque, IA USA

- 2) Principal Occupation, if other than with the holding company:

Retired

- 3) Title or Position with:

- a. The holding company:

Director

- b. All direct and indirect subsidiaries of the bank holding company:

None

- c. Any other business company in which the person is a director, trustee, partner, or executive officer:

None

- 4) Number of shares & percentage of each class of voting securities owned, controlled, or held with power to vote in:

- a. The bank holding company:

None

- b. Direct and indirect subsidiaries of the bank holding company:

None

- c. Any other business company if in excess of 25%:

None

Report Item 4: Officers, Directors, Shareholders.

1) Name and address:

R. Rourke Holscher, Corrales, NM USA

2) Principal Occupation, if other than with the holding company:

Investor

3) Title or Position with:

a. The holding company:

Vice President & Director

b. All direct and indirect subsidiaries of the bank holding company:

Director, American Trust & Savings Bank

c. Any other business company in which the person is a director, trustee, partner, or executive officer:

None

4) Number of shares & percentage of each class of voting securities owned, controlled, or held with power to vote in:

a. The bank holding company:

4,148 shares common stock, 11.8%

b. Direct and indirect subsidiaries of the bank holding company:

33,975 shares common stock, United American Bank, .05%

c. Any other business company if in excess of 25%:

None

Report Item 4: Officers, Directors, Shareholders.

1) Name and address:

John W Marshall, Dubuque, IA USA

2) Principal Occupation, if other than with the holding company:

Bank Officer

3) Title or Position with:

a. The holding company:

Director, Secretary & Treasurer

b. All direct and indirect subsidiaries of the bank holding company:

Senior Executive Vice President & Chief Financial Officer of American Trust & Savings Bank

c. Any other business company in which the person is a director, trustee, partner, or executive officer:

None

4) Number of shares & percentage of each class of voting securities owned, controlled, or held with power to vote in:

a. The bank holding company:

None

b. Direct and indirect subsidiaries of the bank holding company:

None

c. Any other business company if in excess of 25%:

None

Report Item 4: Officers, Directors, Shareholders.

1) Name and address:

Stephanie Holscher Bear, Sanibel, FL USA

2) Principal Occupation, if other than with the holding company:

Consultant

3) Title or Position with:

a. The holding company:

Director

b. All direct and indirect subsidiaries of the bank holding company:

Director, American Trust & Savings Bank

c. Any other business company in which the person is a director, trustee, partner, or executive officer:

None

4) Number of shares & percentage of each class of voting securities owned, controlled, or held with power to vote in:

a. The bank holding company:

5,237 shares common stock, 14.9%

b. Direct and indirect subsidiaries of the bank holding company:

21,250 shares common stock, United American Bank, .03%

c. Any other business company if in excess of 25%:

None

Report Item 4: Officers; Directors, Shareholders.

- 1) Name and address:

Charles J. Schrup III, Dubuque, IA USA

- 2) Principal Occupation, if other than with the holding company:

Bank Officer

- 3) Title or Position with:

- a. The holding company:

Vice Chairman & Director

- b. All direct and indirect subsidiaries of the bank holding company:

Co-Chairman & Director, American Trust & Savings Bank

- c. Any other business company in which the person is a director, trustee, partner, or executive officer:

None

- 4) Number of shares & percentage of each class of voting securities owned, controlled, or held with power to vote in:

- a. The bank holding company:

2,231 shares common stock, 6.4%

- b. Direct and indirect subsidiaries of the bank holding company:

8,600 shares common stock, United American Bank, .01%

- c. Any other business company if in excess of 25%:

None

Report Item 4: Officers, Directors, Shareholders.

- 1) Name and address:

Nicholas J. Schrup III, Dubuque, IA USA

- 2) Principal Occupation, if other than with the holding company:

Bank Officer

- 3) Title or Position with:

- a. The holding company:

Chairman, President & Director

- b. All direct and indirect subsidiaries of the bank holding company:

Co-Chairman, President & CEO, Director American Trust & Savings Bank
Chairman & Director, American Bank & Trust, Wisconsin
Chairman & Director, United American Bank

- c. Any other business company in which the person is a director, trustee, partner, or executive officer:

None

- 4) Number of shares & percentage of each class of voting securities owned, controlled, or held with power to vote in:

- a. The bank holding company:

3,445 shares common stock, 9.8%

- b. Direct and indirect subsidiaries of the bank holding company:

408,834 shares common stock, United American Bank, .65%

- c. Any other business company if in excess of 25%:

None

Report Item 4: Officers, Directors, Shareholders.

1) Name and address:

Nancy Gudmundson, Edina MN, USA

2) Principal Occupation, if other than with the holding company:

Homemaker

3) Title or Position with:

a. The holding company:

None

b. All direct and indirect subsidiaries of the bank holding company:

None

c. Any other business company in which the person is a director, trustee, partner, or executive officer:

None

4) Number of shares & percentage of each class of voting securities owned, controlled, or held with power to vote in:

a. The bank holding company:

2,508 shares common stock, 7.1%

b. Direct and indirect subsidiaries of the bank holding company (This should include UAB stock):

None

c. Any other business company if in excess of 25%:

None

Report Item 4: Officers, Directors, Shareholders.

1) Name and address:

Sarah Schrup, Chicago, IL USA

2) Principal Occupation, if other than with the holding company:

Law Professor

3) Title or Position with:

a. The holding company:

None

b. All direct and indirect subsidiaries of the bank holding company:

None

c. Any other business company in which the person is a director, trustee, partner, or executive officer:

None

4) Number of shares & percentage of each class of voting securities owned, controlled, or held with power to vote in:

a. The bank holding company:

3,338 Shares Common Stock, 9.5%

b. Direct and indirect subsidiaries of the bank holding company (This should include UAB stock):

66,250 shares common stock, United American Bank, .11%

c. Any other business company if in excess of 25%:

None

Report Item 4: Officers, Directors, Shareholders.

1) Name and address:

John Schrup, San Mateo, CA USA

2) Principal Occupation, if other than with the holding company:

President & CEO of United American Bank

3) Title or Position with:

a. The holding company:

None

b. All direct and indirect subsidiaries of the bank holding company:

President & CEO of United American Bank

c. Any other business company in which the person is a director, trustee, partner, or executive officer:

None

4) Number of shares & percentage of each class of voting securities owned, controlled, or held with power to vote in:

a. The bank holding company:

2643 Shares Common Stock, 7.5%

b. Direct and indirect subsidiaries of the bank holding company (This should include UAB stock):

17,868 shares common stock, United American Bank, .04%

c. Any other business company if in excess of 25%:

None

Report Item 4: Officers, Directors, Shareholders.

1) Name and address:

Susan Smeaton, Westmoreland, NH USA

2) Principal Occupation, if other than with the holding company:

Homemaker

3) Title or Position with:

a. The holding company:

None

b. All direct and indirect subsidiaries of the bank holding company:

None

c. Any other business company in which the person is a director, trustee, partner, or executive officer:

None

4) Number of shares & percentage of each class of voting securities owned, controlled, or held with power to vote in:

a. The bank holding company:

2,487 shares common stock, 7.1%

b. Direct and indirect subsidiaries of the bank holding company (This should include UAB stock):

None

c. Any other business company if in excess of 25%:

None
