

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, Rodney J White

Name of the Holding Company Director and Official

Vice 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

03/09/2016

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 1095058
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

Backlund Investment Co.

Legal Title of Holding Company

10225 N Knoxville Av

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

Peoria IL 61615
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Melissa L May Asst Secretary/Treasurer

Name Title

309-272-2723

Area Code / Phone Number / Extension

309-272-2823

Area Code / FAX Number

mmay@backlundinvestment.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:

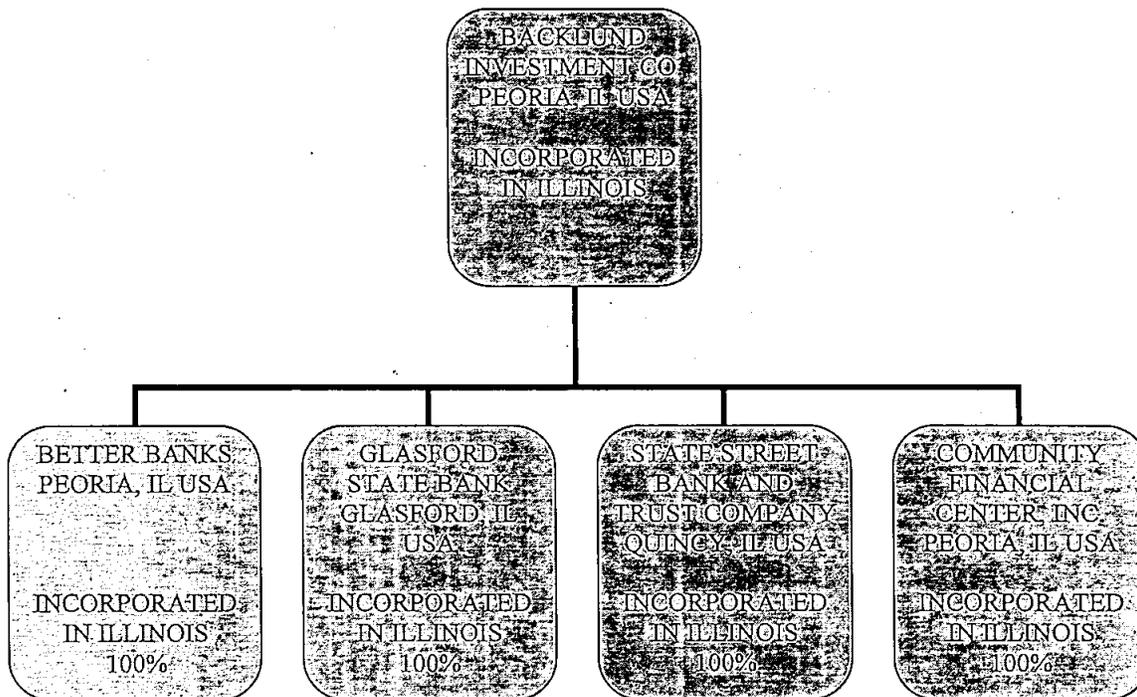
- In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
- The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

FR Y-6
BACKLUND INVESTMENT CO.
PEORIA, IL
12/31/15

Report Item

1. N/A
- 2a. Organizational Chart



None of the above listed entities currently have an LEI.

2b. Branch Verification

Submitted by e-mail on 3/09/2016

Results: A list of branches for your holding company: **ACKLUND INVESTMENT CO. (1095058) of EORIA, 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*	Comments
OK		Full Service (Head Office)	851631	BETTER BANKS	10225 NORTH KNOXVILLE AVENUE	PEORIA	IL	61615	PEORIA	UNITED STATES	1201		0 BETTER BANKS		851631
OK		Full Service	925439	122 WEST BROADWAY BRANCH	122 WEST BROADWAY	ASTORIA	IL	61501	FULTON	UNITED STATES	16346		6 BETTER BANKS		851631
OK		Full Service	429535	5600 ADAMS STREET OFFICE	5600 ADAMS STREET	BARTONVILLE	IL	61607	PEORIA	UNITED STATES	6702		2 BETTER BANKS		851631
OK		Full Service	2043597	BARTONVILLE FACILITY	1204 WEST GARFIELD	BARTONVILLE	IL	61607-174	PEORIA	UNITED STATES	222433		3 BETTER BANKS		851631
OK		Full Service	150334	900 NORTH 4TH STREET BRANCH	900 NORTH 4TH STREET	CHILlicothe	IL	61523	PEORIA	UNITED STATES	Not Required	Not Required	BETTER BANKS		851631
OK		Full Service	2427469	201 2ND STREET OFFICE	201 2ND STREET	DUNLAP	IL	61525	PEORIA	UNITED STATES	453963		4 BETTER BANKS		851631
OK		Full Service	290847	200 WEST WILLIAMS STREET OFFICE	200 WEST WILLIAMS STREET	WYOMING	IL	61491	STARK	UNITED STATES	9473		5 BETTER BANKS		851631
OK		Full Service (Head Office)	617538	GLASFORD STATE BANK	305 EAST MAIN STREET	GLASFORD	IL	61533	PEORIA	UNITED STATES	5405		0 GLASFORD STATE BANK		617538
OK		Full Service	3610455	10045 WEST LANCELOT DRIVE OFFICE	10045 WEST LANCELOT DRIVE	MAPLETON	IL	61547	PEORIA	UNITED STATES	451124		1 GLASFORD STATE BANK		617538
OK		Full Service (Head Office)	352745	STATE STREET BANK AND TRUST COMPANY	801 STATE STREET	QUINCY	IL	62301	ADAMS	UNITED STATES	9300		0 STATE STREET BANK AND TRUST COMPANY		352745
OK		Full Service	482044	PAYSON FACILITY	401 WEST STATE STREET	PAYSON	IL	62360	ADAMS	UNITED STATES	232295		2 STATE STREET BANK AND TRUST COMPANY		352745
OK		Full Service	420943	NIEMANN FOODS FACILITY	24TH AND SPRING	QUINCY	IL	62301	ADAMS	UNITED STATES	23224		1 STATE STREET BANK AND TRUST COMPANY		352745
OK		Full Service	2288428	STATE STREET BANK EAST BRANCH	4820 BROADWAY	QUINCY	IL	62305	ADAMS	UNITED STATES	232297		4 STATE STREET BANK AND TRUST COMPANY		352745

BACKLUND INVESTMENT CO.
PEORIA, IL
12/31/15

Report Item 3: Securities Holders

Current Securities Holders with ownership, control or holdings of 5% or more with power to vote as-of fiscal year end.			Securities Holder 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.		
(1)(a)	(1)(b)	(1)(c)	(2)(a)	(2)(b)	(2)(c)
Name & Address (City, State, Country)	Country of Citizenship or Incorporation	Number and Percentage of Each Class of Voting Securities	Name & Address (City, State, Country)	Country of Citizenship or Incorporation	Number and Percentage of Each Class of Voting Securities
Backlund Family-Peoria, IL USA <ul style="list-style-type: none"> ▪ Backlund Better Bank Revocable Living Trust Dated 7/9/92, as Amended, Steve Backlund, Trustee ▪ Backlund Family Trust, Steve Backlund, Trustee ▪ Steve E Backlund, Trustee, the Steve E Backlund RLT 	USA	205,245 Shares 36%	N/A	N/A	N/A
White Family-Quincy, IL USA <ul style="list-style-type: none"> ▪ Lisetta White Declaration of Trust ▪ James E White Revocable Trust, dtd 1/24/95 ▪ Rodney J. White ▪ Craig M. White ▪ Jeffrey W. White 	USA	36,839 Shares 7%			
Backlund Investment ESOP-Peoria, IL USA	USA	128,093 shares 22%			

Report Item 4

BACKLUND INVESTMENT CO. PEORIA, IL 12/31/15

(1)	(2)	(3a)	(3b)	(3c)	(4a)	(4b)	(4c)
Name & Address	Principal Occupation	Title & Position w/ BHC	Title & Position w/ Subsidiaries	Title & Position w/ Other Businesses	% of Voting Sharing in BHC	% of Voting Shares in Subsidiaries	Other Companies if 25% or more in Voting Securities
Steve E. Backlund Peoria, IL	Banker	President/Director	COB/Director (State Street Bank & Trust Company, Glasford State Bank, Better Banks) Treasurer/Director (Community Financial Center, Inc.)	Director/Treasurer Illinois Credit Life Reinsurance Co., Ltd.	36%* *2% owned individually	None	None
Rodney J. White Peoria, IL	Banker	Vice President/Director	Secretary/Director (Community Financial Center, Inc.)	Secretary/Director Illinois Credit Life Reinsurance Co., Ltd.	1%	None	None
Richard Peterson Peoria, IL	Retired Banker	Director	Director (Better Banks, Community Financial Center, Inc.)	None	1%	None	None
Karl B. Kuppler Peoria, IL	Attorney	Secretary/Director	Director (Better Banks)	Partner, Hasselberg Rock Bell & Kuppler, LLP	None	None	None
Sheri L. Wood Palmyra, MO	Banker	AVP-Operations	None	None	None	None	None
James P. Ghiglieri Washington, IL	Banker	AVP-Finance	None	None	None	None	None
Melissa L. May Peoria, IL	Banker	Assistant Secretary/Treasurer	None	None	None	None	None
Max T. Scott Canton, IL	Retired Banker	Treasurer/Director	None	None	2%	None	None
Clifford D. Shoff Peoria Heights, IL	Business Owner	Director	None	-President, McBride & Shoff, Inc -Manager, Metamora Industries, LLC -President, S & F Holding Co	1%	None	McBride & Shoff (42%) Metamora Industries, LLC (50%) S & F Holding Co (50%)
Backlund Investment Co. ESOP Peoria IL	N/A	Shareholder	N/A	N/A	11%	None	Illinois Credit Life Reinsurance Co., Ltd (40%)