

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

COPY

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, F. Morgan Gasior

Name of the Holding Company Director and Official

Chairman of the Board, CEO and 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

03/21/2016

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 3035928
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

BankFinancial Corporation

Legal Title of Holding Company

15W060 North Frontage Road

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

Burr Ridge

IL

60527

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Elizabeth A. Doolan

Principal Accounting Officer

Name

Title

630-242-7052

Area Code / Phone Number / Extension

630-242-7852

Area Code / FAX Number

edoolan@bankfinancial.com

E-mail Address

www.bankfinancial.com

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.

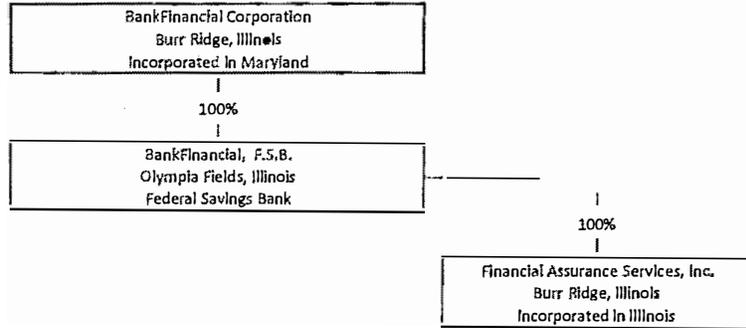
The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

Form FR Y-6
BankFinancial Corporation
Burr Ridge, Illinois
Fiscal Year Ending December 31, 2015

Report Item

- 1 The savings and loan holding company prepares an annual report for its securities holders and is registered with the SEC.
- 2 a Organizational Chart



NOTE: No LEI for the above entities.

- 2 b No changes to the domestic branch listing provided to the Federal Reserve Bank

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)	454676	BANKFINANCIAL, F.S.B.	21110 WESTERN AVENUE	OLYMPIA FIELDS	IL	60461	COOK	UNITED STATES	41642	0	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	2046338	1901 SIBLEY BOULEVARD OFFICE	1901 SIBLEY BOULEVARD	CALUMET CITY	IL	60409	COOK	UNITED STATES	270720	1	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	4152206	CALUMET PARK BRANCH	1333 WEST 127 TH STREET	CALUMET PARK	IL	60827	COOK	UNITED STATES	270725	104	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	218832	1354 EAST 55TH STREET OFFICE	1354 EAST 55TH STREET	CHICAGO	IL	60615	COOK	UNITED STATES	1390	116	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	2105749	2424 NORTH CLARK ST OFFICE	2424 NORTH CLARK STREET	CHICAGO	IL	60614	COOK	UNITED STATES	252045	106	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	2046347	6415 WEST 95 TH STREET OFFICE	6415 WEST 95 TH STREET	CHICAGO RIDGE	IL	60415	COOK	UNITED STATES	270722	101	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	2640905	630 WAUKEGAN ROAD OFFICE	630 WAUKEGAN ROAD	DEERFIELD	IL	60015	LAKE	UNITED STATES	252051	110	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	849834	DOWNERS GROVE BRANCH	5140 MAIN STREET	DOWNERS GROVE	IL	60515	DUPAGE	UNITED STATES	241819	123	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	2046356	3700 WEST 183 RD STREET OFFICE	3700 WEST 183 RD STREET	HAZEL CREST	IL	60429	COOK	UNITED STATES	270723	102	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	2046365	1401 NORTH LARKIN AVENUE OFFICE	1401 NORTH LARKIN AVENUE	JOLIET	IL	60435	WILL	UNITED STATES	270721	100	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	2805973	1409 WEST PETERSON ROAD OFFICE	1409 WEST PETERSON ROAD	LIBERTYVILLE	IL	60048	LAKE	UNITED STATES	252055	111	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	2189954	LIBERTYVILLE FACILITY	1123 SOUTH MILWAUKEE AVENUE	LIBERTYVILLE	IL	60048	LAKE	UNITED STATES	252047	107	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	366434	ONE MARRIOTT DRIVE OFFICE	ONE MARRIOTT DRIVE	LINCOLNSHIRE	IL	60069	LAKE	UNITED STATES	14527	105	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	2429762	LINCOLNWOOD BRANCH	3443 WEST TOUHY AVENUE	LINCOLNWOOD	IL	60712	COOK	UNITED STATES	252050	109	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	4152215	NAPERVILLE BRANCH	1200 EAST ODGEN AVENUE	NAPERVILLE	IL	60563	DUPAGE	UNITED STATES	432378	114	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	2328968	NORTHBROOK OFFICE	136 B SHERMER ROAD	NORTHBROOK	IL	60062	COOK	UNITED STATES	252048	108	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	2046374	48 ORLAND SQUARE DRIVE BRANCH	48 ORLAND SQ DR	ORLAND PARK	IL	60462	COOK	UNITED STATES	270724	103	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	4152194	SCHAUMBURG BRANCH	1005 WEST WISE ROAD	SCHAUMBURG	IL	60193	COOK	UNITED STATES	432377	113	BANKFINANCIAL, F.S.B.	454676	
OK		Full Service	2104461	6301 FAIRVIEW BRANCH	6301 FAIRVIEW	WESTMONT	IL	60559	DUPAGE	UNITED STATES	11470	122	BANKFINANCIAL, F.S.B.	454676	

FR Y-6

BankFinancial
Burr Ridge, Illinois
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>as of</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)	(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	
Basswood Capital Management, LLC	USA	1,781,913	8.86%	Wellington Management Co. LLP	USA	2,054,614	9.74%
BankFinancial, F.S.B. - Employee Stock Ownership Plan Trust	USA	1,675,915	8.33%				
PL Capital Advisors LLC	USA	1,630,170	8.11%				
NOTE: John Palmer can vote all shares of PL Capital Advisors LLC							
Dimensional Fund Advisors LP	USA	1,655,566	8.23%				
BlackRock Fund Advisors	USA	1,266,521	6.03%				

FR Y-6

BankFinancial
Burr Ridge, Illinois
Fiscal Year Ending December 31, 2016

Report Item 4: Insiders
(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 name of other businesses)	Percentage of Voting Securities Held	Percentage of Voting Securities Held in Subsidiaries (include name of subsidiaries)	List names of other companies (including partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Francis, Cassandra J.	Burr Ridge, Illinois, USA	Self-employed; Principal - Kariatid	Director	N/A	*	N/A	N/A
Gaslor, F Morgan	Burr Ridge, Illinois, USA	Chairman of the Board, CEO & President Bank	Director, Chairman of the Board, CEO & President	Chairman of the Board, CEO & President	N/A	1.48%	N/A
Hausmann, John M	Burr Ridge, Illinois, USA	CPA	Director	N/A	*	N/A	N/A
ONell, Thomas F.	Burr Ridge, Illinois, USA	CEO - Kimberlite Advisors	Director	N/A	*	N/A	N/A
Palmer, John W.	Burr Ridge, Illinois, USA	Co-founder and principal of PL Capital	Director	N/A	8.11%	N/A	PL Capital 100%
Wells, Terry R	Burr Ridge, Illinois, USA	Mayor and teacher	Director	N/A	*	N/A	N/A
Whefel, Glen	Burr Ridge, Illinois, USA	CPA	Director	N/A	*	N/A	N/A
Cloutier, Paul A	Burr Ridge, Illinois, USA	CFO - Bank	CFO	CFO - Bank	N/A	*	N/A
Brennan, James J	Burr Ridge, Illinois, USA	Secretary & General Counsel - Bank	Secretary & General Counsel	Secretary & General Counsel - Bank	N/A	*	N/A
Deutsch Jr., William J	Burr Ridge, Illinois, USA	President- Nat'l Commercial Leasing-Bank	N/A	President - Nat'l Commercial Leasing-Bank	N/A	*	N/A
Adams, Gregg T	Burr Ridge, Illinois, USA	President - Marketing and Sales	N/A	President - Marketing and Sales	N/A	*	N/A

* Less than 1%