

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, Judith A. Radcliffe
Name of the Holding Company Director and Official
Secretary & Director
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
02/17/2016
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 1978656
C.I. _____

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
BRAD, Inc.
Legal Title of Holding Company
221 Main Street
(Mailing Address of the Holding Company) Street / P.O. Box
Black River Falls WI 54615
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Robert Becker **President (Bank)**
Name Title
715-284-9448
Area Code / Phone Number / Extension
715-284-7153
Area Code / FAX Number
becker@brcbank.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:

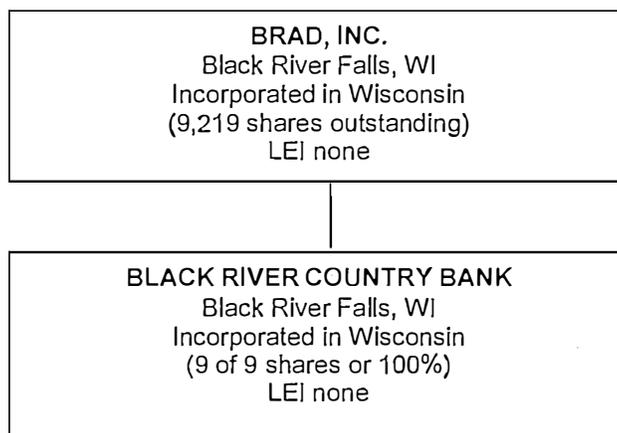
In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
 The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

FR Y-6
BRAD, Inc.
Black River Falls, Wisconsin
Fiscal Year Ending December 31, 2015

Report Item:

1. Not applicable. The BHC does not prepare an annual report for shareholders.
- 2a. Organizational Chart:



- 2b. Submitted via email on 2/17/2016.
3. See Schedule of Shareholders
4. See Schedule of Insiders

Results: A list of branches for your depository institution: **BLACK RIVER COUNTRY BANK (ID_RSSD: 603540)**.
 This depository institution is held by **BRAD, INC. (1978656)** of **BLACK RIVER FALLS, WI**.
 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)	603540	BLACK RIVER COUNTRY BANK	221 MAIN STREET	BLACK RIVER FALLS	WI	54615	JACKSON	UNITED STATES	9522	0	BLACK RIVER COUNTRY BANK	603540	
OK		Full Service	2084321	MELROSE BRANCH	401 NORTH WASHINGTON	MELROSE	WI	54642	JACKSON	UNITED STATES	233304	1	BLACK RIVER COUNTRY BANK	603540	

BRAD, Inc.
Black River Falls, Wisconsin
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 end.			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.		
(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
Radcliffe Family Trust Richard A. Radcliffe, Trustee Tomah, WI	USA	6677 72.43%	none		
Judith A. Radcliffe Black River Falls, WI	USA	750 8.14%			
Richard A. Radcliffe Sparta, WI	USA	513 5.56%			
Robin Radcliffe Lansing, NY	USA	513 5.56%			
Rolfe Radcliffe Berkshire, NY	USA	513 5.56%			
Noel A. Radcliffe Hillsboro, WI	USA	253 2.74%			

BRAD, INC.
Black River Falls, WI
Fiscal Year Ending December 31, 2015

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 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)
Judith A. Radcliffe Black River Falls, WI USA	Housewife	Director & Sec./Treasurer	Black River Country Bank - Director Black River Country Realty - Director & Sec./Treasurer	Radcliffe Brothers, LLC - Member	8.14%	N/A	N/A
Richard A. Radcliffe Sparta, WI USA	Attorney	Director & President	Black River Country Bank - Director Black River Country Realty - Director & Vice- President	Radcliffe Brothers, LLC - Member M.R.B. Property, L.L.C. - Member Mubarak, Radcliffe & Berry, S.C. - Vice- President	5.56%	N/A	N/A M.R.B. Property, L.L.C. - 33.33% Mubarak, Radcliffe & Berry, S.C. - 33.33%

Noel A. Radcliffe Hillsboro, WI USA	Doctor	Director & Vice- President	N/A	Studio 3D, Inc. - President Peaceful Valley Ranch, LLC - member	2.74%	N/A	Studio 3D. Inc. - 50% Peaceful Valley Ranch, LLC - 50%
Radcliffe Family Trust, Richard A. Radcliffe, Trustee Tomah, WI USA	Trust	N/A	N/A	N/A	72.43%	N/A	N/A
Robin Radcliffe Lansing, NY USA	Professor	N/A	N/A	Radcliffe Brothers, LLC - Member	5.56%	N/A	N/A
Rolfe Radcliffe Berkshire, NY USA	Professor	N/A	N/A	Radcliffe Brothers, LLC - Member	5.56%	N/A	N/A