

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, William L. Conaghan
Name of the Holding Company Director and Official
Chief Executive Officer
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.

William L. Conaghan
Signature of Holding Company Director and Official
03/30/2016
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 1209145
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
Bridgeview Bancorp, Inc.

Legal Title of Holding Company
7940 S. Harlem Avenue

(Mailing Address of the Holding Company) Street / P.O. Box
Bridgeview IL 60455
City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Don Kerstein Controller

Name Title
708 728-7868

Area Code / Phone Number / Extension
708-728-7593

Area Code / FAX Number
don.kerstein@bridgeviewbank.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:

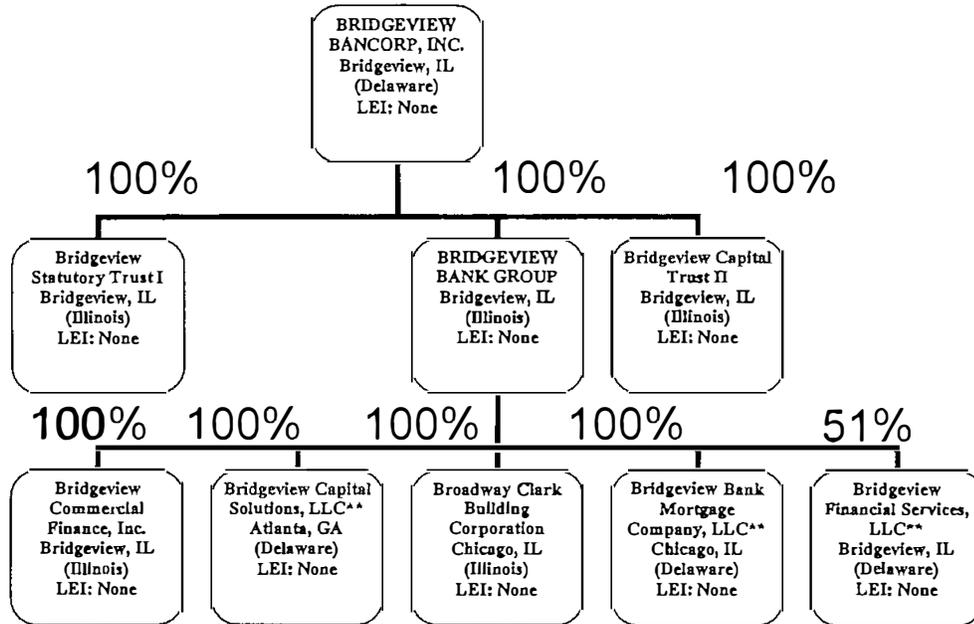
In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
 The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

Bridgeview Bancorp, Inc.
Bridgeview, Illinois
Fiscal Year Ending December 31, 2015

Report Item

- 1: Bridgeview Bancorp, Inc. does not prepare an annual report for its shareholders.
- 2: Organizational Chart.



** Managing Member

3: Shareholders (1)(a)(b)(c):

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12/31/15:

<u>(1)(a) Name & Address</u>	<u>(1)(b) Citizenship</u>	<u>(1)(c) Number and % of Voting Securities</u>
Peter J. Haleas Hinsdale, IL/USA	United States	2,087,881 – 20.67% Common Stock
Thomas P. Haleas Clarendon Hills, IL/USA	United States	1,160,549 – 11.49% Common Stock
Peter E. Haleas Chicago, IL/USA	United States	19,337 -- .19% Common Stock
Michael O'Brien Ho-Ho-Kus, NJ	United States	851,195 -- 8.43% Common Stock

Results: A list of branches for your depository institution: BRIDGEVIEW BANK GROUP (ID_RSSD: 312730).
 This depository institution is held by BRIDGEVIEW BANCORP, INC. (1209145) of BRIDGEVIEW, 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	Countrv	FDICUNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	312730	BRIDGEVIEW BANK GROUP	7940 SOUTH HARLEM	BRIDGEVIEW	IL	60455	COOK	UNITED STATES	14601	0	BRIDGEVIEW BANK GROUP	312730	
OK		Full Service	3503641	BEACH PARK BRANCH	11411 WEST WADSWORTH ROAD	BEACH PARK	IL	60089	LAKE	UNITED STATES	252273	8	BRIDGEVIEW BANK GROUP	312730	
OK		Limited Service	2080604	B7TH STREET BRANCH	7300 WEST 87TH STREET	BRIDGEVIEW	IL	60-55	COOK	UNITED STATES	250937	4	BRIDGEVIEW BANK GROUP	312730	
OK		Limited Service	2085403	BRIDGEVIEW MOTOR BANK BRANCH	7940 SOUTH HARLEM	BRIDGEVIEW	IL	60455	COOK	UNITED STATES	250936	3	BRIDGEVIEW BANK GROUP	312730	
OK		Limited Service	3503623	BRYN MAWR BRANCH	1058 W BRYN MAWR AVE	CHICAGO	IL	60660	COOK	UNITED STATES	186658	17	BRIDGEVIEW BANK GROUP	312730	
OK		Limited Service	2071116	EDGEWATER BRANCH	60 1 NORTH CLARK STREET	CHICAGO	IL	60660-24	COOK	UNITED STATES	186653	12	BRIDGEVIEW BANK GROUP	312730	
OK		Limited Service	3609084	GARFIELD RIDGE BRANCH	6366 ARCHER AVENUE	CHICAGO	IL	60638	COOK	UNITED STATES	454670	24	BRIDGEVIEW BANK GROUP	312730	
OK		Full Service	3503708	LINCOLN PARK BRANCH	1970 NORTH HALSTED AVENUE	CHICAGO	IL	60614	COOK	UNITED STATES	291951	9	BRIDGEVIEW BANK GROUP	312730	
OK		Limited Service	3503735	LINCOLN/WILSON BRANCH	4605 NORTH LINCOLN AVENUE	CHICAGO	IL	60625	COOK	UNITED STATES	357295	18	BRIDGEVIEW BANK GROUP	312730	
OK		Full Service	97037	UPTOWN BRANCH	4753 NORTH BROADWAY AVENUE	CHICAGO	IL	60640	COOK	UNITED STATES	594	11	BRIDGEVIEW BANK GROUP	312730	
OK		Limited Service	3503687	MOKENA BRANCH	19031 OLD LAGRANGE ROAD	MOKENA	IL	60448	WILL	UNITED STATES	265218	23	BRIDGEVIEW BANK GROUP	312730	
OK		Limited Service	3503669	OSWEGO BRANCH	2760 ROUTE 34	OSWEGO	IL	60543	KENDALL	UNITED STATES	357414	10	BRIDGEVIEW BANK GROUP	312730	
OK		Full Service	3960815	VERNON HILLS BRANCH	1175 CORPORATE WOODS PARKWAY	VERNON HILLS	IL	60061	LAKE	UNITED STATES	252272	7	BRIDGEVIEW BANK GROUP	312730	
OK		Limited Service	1453069	WOODRIDGE BRANCH	3540 HOBSON ROAD	WOODRIDGE	IL	60517	DUPAGE	UNITED STATES	46145	5	BRIDGEVIEW BANK GROUP	312730	

Bridgeview Bancorp, Inc.
 Bridgeview, IL
 Report Item 4: Insiders
 12/31/2016

(1) Name, City & State	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with other Business	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) List names of other companies if 25% or more of voting shares are held
Peter J. Haleas, Hinsdale, IL	N/A	Director & Chairman	Chairman & Director of Bridgeview Bank Group Director & Vice President of Mill Tax Corporation Director of Bridgeview Capital Solutions Director & Vice President of Broadway Clark Building Corporation Director of Bridgeview Commercial Finance	Haleas Family Partnership - general partner Partner - Naperville Joint Venture	20.87%	None	Haleas Family Partnership (25%) Haleas Family Partnership owns 50% of Naperville Joint Venture
Thomas P. Haleas, Creston Hills, IL	N/A	Director & Executive Vice President	Director & Executive Vice President of Bridgeview Bank Group Director & Chairman of Mill Tax Corporation	Haleas Family Partnership Partner - Naperville Joint Venture	11.49%	None	Haleas Family Partnership (25%) Haleas Family Partnership owns 50% of Naperville Joint Venture
Peter E. Haleas, Chicago, IL	N/A	N/A	N/A	N/A	0.19%	None	Haleas Family Partnership (25%) Haleas Family Partnership owns 50% of Naperville Joint Venture
William L. Conaghan, Chicago, IL	N/A	Director, CEO & President	Director, CEO & President of Bridgeview Bank Group Director & President of Mill Tax Corporation Director of Bridgeview Capital Solutions Director & President of Broadway Clark Building Corporation Director of Bridgeview Commercial Finance	N/A	2.74%	None	N/A

(1) Name, City & State	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3)(b) Title & Position with Subsidiaries	(3)(c) Title & Position with other Business	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) List names of other companies if 25% or more of voting shares are held
J. Michael Hester, Northbrook, IL		Director	Director of Bridgeview Bank Group	President- JMH Associates, Inc.	0%	None	JMH Associates, Inc. (100%)
Henry Eiden, New York, NY	Analyst- MFP Investors	Director	Director of Bridgeview Bank Group	N/A	6.43%	None	None
Brian Jones, Dallas, TX	Managing Member & Director Bank Cap Equity Fund, LLC	Director	Director of Bridgeview Bank Group	CEO BDJ Services, Director Atlantic Capital Banc Shares, Inc. Director Atlantic Capital Bank	4.90%	None	BDJ Services (100%) Bank Cap Equity Fund, LLC (50%) Bank Cap Partners GP, LP (52%)
Michael Rosinus, New York, NY	Managing Member of TRF Partners, LLC	Director	Director of Bridgeview Bank Group	N/A	4.90%	None	None
Michelle Dunning, Palos Park, IL	N/A	N/A	Chief Financial Officer of Bridgeview Bank Group	N/A	0.62%	None	EJS Farms, LLC (100% controlled by Mike Dunning's wife)