



COPY

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. J. Brian Chaffin

Name of the Holding Company Director and Official

President, CEO & 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

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 1139532
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

CIB Marine Bancshares, Inc.

Legal Title of Holding Company

1930 West Bluemound Road, Suite D

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

Waukesha WI 35186

City State Zip Code

n/a

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Elizabeth Neighbors Paralegal

Name Title

262-695-6010

Area Code / Phone Number / Extension

262-695-8319

Area Code / FAX Number

Elizabeth.Neighbors@cibmarine.com

E-mail Address

www.cibmarine.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

CIB Marine Bancshares, Inc., Waukesha, WI
Fiscal Year Ended December 31, 2015

Report Item:

1. Annual Report to Shareholders:

Enclosed please find a copy of CIB Marine's audited consolidated financials for the year ended December 31, 2015.

2. Organization Chart, Branch Data Verification:

See Item 2(a) and note that Legal Entity Identifiers (LEIs) have not been assigned to CIB Marine Bancshares, Inc. or any of its subsidiaries/affiliates. Note that 2(b) was provided to the FRB on March 8, 2016, via email to BranchReview@chi.frb.org.

3. Securities Holders:

See Item 3. Please note that, to CIB Marine Bancshares, Inc.'s knowledge, no securities holder of record directly or indirectly owns, controls, or holds with power to vote 5% or more of the common stock of CIB Marine Bancshares, Inc.

4. Insiders:

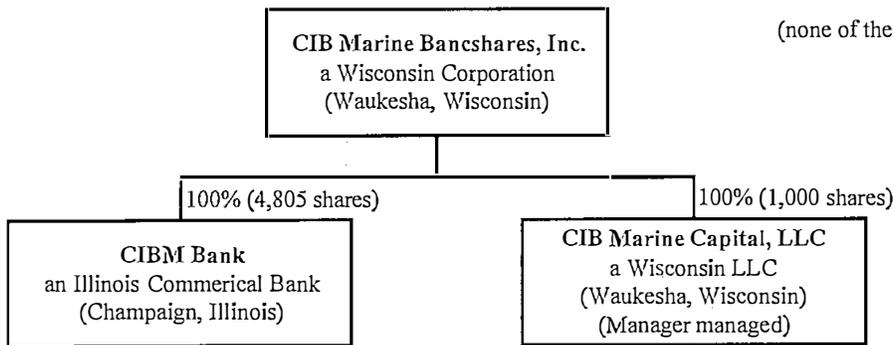
See Item 4.

Item 2(a)

CIB Marine Organizational Chart

As of December 31, 2015

(none of the entities listed have been assigned an LEI)



Results: A list of branches for your holding company: CIB MARINE BANCSHARES, INC. (1139532) of WAUKESHA, 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)	340742	CIBM BANK	2913 WEST KIRBY AVENUE	CHAMPAIGN	IL	61821	CHAMPAIGN	UNITED STATES	7501	0	CIBM BANK	340742	
OK		Full Service	2462488	BLOOMINGTON BRANCH	1801 EAST EMPIRE	BLOOMINGTON	IL	61704	MCLEAN	UNITED STATES	225490	3	CIBM BANK	340742	
OK		Full Service	2171931	302 WEST SPRINGFIELD AVENUE BRANCH	302 WEST SPRINGFIELD AVENUE	CHAMPAIGN	IL	61820	CHAMPAIGN	UNITED STATES	11894	7	CIBM BANK	340742	
OK		Full Service	2328490	DANVILLE BRANCH	2490 NORTH VERMILION	DANVILLE	IL	61832	VERMILION	UNITED STATES	243353	12	CIBM BANK	340742	
OK		Full Service	2315409	MONTICELLO BRANCH	204 SOUTH MARKET STREET	MONTICELLO	IL	61856	PIATT	UNITED STATES	243352	11	CIBM BANK	340742	
OK		Full Service	4247522	SHERIDAN VILLAGE BRANCH	4125 NORTH SHERIDAN ROAD	PEORIA	IL	61614	PEORIA	UNITED STATES	510226	29	CIBM BANK	340742	
OK		Full Service	2246231	URBANA BRANCH	1514 NORTH CUNNINGHAM AVENUE	URBANA	IL	61802	CHAMPAIGN	UNITED STATES	243351	10	CIBM BANK	340742	
OK		Full Service	4864198	WHEATON BRANCH	330 SOUTH NAPERVILLE ROAD, SUITE 100	WHEATON	IL	60187	DUPAGE	UNITED STATES	Not Required	Not Required	CIBM BANK	340742	
OK		Full Service	4521204	CLEARWATER BRANCH	5120 EAST 82ND STREET	INDIANAPOLIS	IN	46250	MARION	UNITED STATES	540374	31	CIBM BANK	340742	
OK		Full Service	4521192	ELM GROVE BRANCH	12700 WEST BLUEMOUND ROAD, SUITE 150	ELM GROVE	WI	53122	WAUKESHA	UNITED STATES	Not Required	Not Required	CIBM BANK	340742	
OK		Full Service	4247513	WAUKESHA BRANCH	1930 WEST BLUEMOUND ROAD, SUITE D	WAUKESHA	WI	53186	WAUKESHA	UNITED STATES	510227	30	CIBM BANK	340742	

ITEM 3: SHAREHOLDERS

CIB MARINE BANCSHARES, INC.

Form FR Y-6

December 31, 2015

Report Item 3: Shareholders

(1)(a) (1)(b) (1)(c) (2)(a) (2)(b) (2)(c)

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

Shareholders 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 ending 12/31/15.

(1)(a) Name & Address	(1)(b) Country or 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
None.	None.	None.	None.	None.	None.



CIB Marine Bancshares, Inc.
Item 4: Directors and Officers
as of December 31, 2015

CIBM	CIB Marine Bancshares, Inc.
CIB	CIBM Bank
CIBMC	CIB Marine Capital LLC
CIBREH	CIB Real Estate Holdings LLC

(1) Name & Address (City, State, Country)	(2) Principal Occupation if other than with CIBM	(3)(a) Title & Position with CIBM	(3)(b) Title & Position with subs.(include names of other businesses)	(3)(c) Title & Position w. other businesses (D: Director; T: Trustee)	(4)(a) % of voting shares in CIBM (incl. unexercised options*)	(4)(b) % of voting shares in CIBM subs	(4)(c) % of voting shares in other companies if >25% held
Baker, Charles E. Brookfield, WI, USA	Retired partner of accounting, tax and advisory services firm.	Director	CIB: Director	Northeast Communications of WI (D) Senior Golf Association of WI (D & Treasurer)	0%	0%	N/A
Bunn III, Willard Lake Forests, IL, USA	Managing director of investment banking firm.	Director	CIB: Director	Colonnade Advisors (Managing D) North American Co for Life & Health (D) Midland Life Insurance (D) The Poetry Foundation (T) The Banc Funds (Valuation Committee Member)	0%	0%	N/A
Chaffin, J. Brian Mahomet, IL, USA	n/a	President, CEO & Director	CIB: President, CEO & Director CIBMC: President, CEO, Chairman & Manager CIBREH: President, CEO, Chairman & Manager	Indiana Community Business Credit Corporation (D)	<1%	0%	N/A
Elste, Mark A. Sturgeon Bay, WI, USA	n/a	Chairman	CIB: Chairman	The 504 Fund (President & Chair-Board of T) 504 Fund Advisors LLC (Member) JMAR Door County, LLC (Member)	0%	0%	JMAR Door County LLC: 50%
Hickey, John P. Milwaukee, WI, USA	Retired banking executive.	Director	CIB: Director	Amon Carter Museum of American Art (T) WI School of Professional Psychology (D)	<1%	0%	N/A
Longman, Gary L. Western Springs, IL, USA	Retired partner of accounting, tax and advisory services firm.	Director	CIB: Director	None.	0%	0%	N/A
Melnick, Paul C. Waukesha, WI, USA	n/a	EVP & Chief Credit Officer	CIB: EVP & Chief Credit Officer CIBMC: EVP & Chief Credit Officer CIBREH: Manager, EVP & Chief Credit Officer	None.	<1%	0%	N/A
Mires, Charles Durham, NC, USA	n/a	Director	CIB: Director	None.	0% **	0%	N/A
Rasmussen, Daniel J.*** Brookfield, WI, USA	Attorney	EVP, General Counsel (GC), & Secretary	CIB: EVP, GC & Secretary CIBMC: EVP, GC & Secretary CIBREH: EVP, GC, Secretary & Manager	Corporate Legal Services, LLC (Owner/principal)	0%	0%	Corporate Legal Services LLC: 100%
Rhoades, Ronald E. Champaign, IL, USA	President & CEO plastics manufacturing	Director	CIB: Director	Plastic Container Corp (President & CEO) Litania Sports Group (D-Advisory Board)	0%	0%	N/A
Straka, Patrick J. Nashotah, WI, USA	n/a	EVP & Chief Financial Officer	CIB: EVP & Chief Financial Officer CIBMC: EVP, Chief Financial Officer & Manager CIBREH: EVP & Chief Financial officer	SIG (General Partner) Straka & Straka (General Partner)	<1%	0%	Straka, Straka: 99%

* Note that all outstanding stock options are considered anti-dilutive (have an exercise price that is greater than the average market price).

Total outstanding common shares: 18,135,344

** Mr. Mires owns no common shares of CIB Marine. He does, however, own preferred shares (79,183 of Series A & 6,229 of Series B). While preferred shares have no voting rights, each Series B share is convertible to 4,000 common shares upon the consummation of a merger transaction where CIB Marine is not the surviving entity.

*** Mr. Rasmussen became a full time employee of CIB Marine Bancshares, Inc. in January 2016, and now serves as EVP, General Counsel, Chief Administrative Officer, and Secretary of CIB Marine Bancshares, Inc. and CIBM Bank.