

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.

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

Dells Bancshares, Inc.

Legal Title of Holding Company

PO Box 490

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

Wisconsin Dells, WI 53965

City

State

Zip Code

716 Superior St. Wisconsin Dells, WI

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Tracey M. Pierce Sec/Treas

Name

Title

608-254-3611

Area Code / Phone Number / Extension

608-254-4295

Area Code / FAX Number

tpierce@dellsbank.com

E-mail Address

dellsbank.com

Address (URL) for the Holding Company's web page

I, Jon B. Bernander

Name of the Holding Company Director and Official

Director/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

3/14/16

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
C.I.

3059746

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

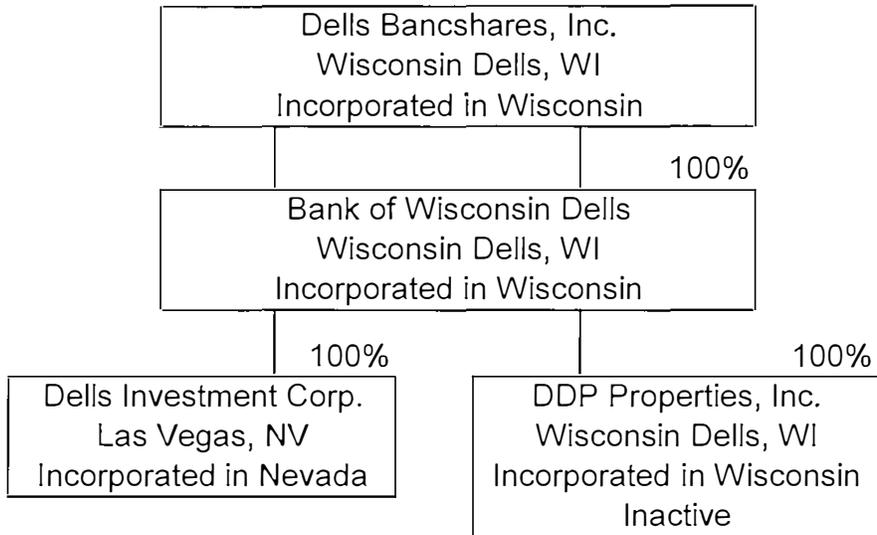
Form FR Y-6

Dells Bancshares, Inc
Wisconsin Dells, WI
Fiscal Year Ending December 31, 2015

Report Item

1: The bank holding company prepares an annual report for its shareholders, and is not registered with the SEC. As specified by the appropriate Reserve Bank, 2 copies are enclosed.

2a: Organization Chart *



2b: Domestic Branch Listing submitted via email on February 23, 2016.

* No LEI for the above entities

Results: A list of branches for your holding company: **DELLS BANCSHARES, INC. (3059746)** of **WISCONSIN DELLS, 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) | 894348 | BANK OF WISCONSIN DELLS | 716 SUPERIOR STREET | WISCONSIN DELLS | WI | 53965 | COLUMBIA | UNITED STATES | 9508 | 0 | BANK OF WISCONSIN DELLS | 894348 | |
| OK | | Full Service | 2097488 | LAKE DELTON BRANCH | 31 JUDSON STREET | LAKE DELTON | WI | 53940 | SAUK | UNITED STATES | 233284 | 1 | BANK OF WISCONSIN DELLS | 894348 | |
| OK | | Full Service | 2487025 | 2930 NEW PINERY ROAD BRANCH | 2930 NEW PINERY ROAD | PORTAGE | WI | 53901 | COLUMBIA | UNITED STATES | 233285 | 2 | BANK OF WISCONSIN DELLS | 894348 | |

FR Y-6

Dells Bancshares, Inc.
 Wisconsin Dells, WI
 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) 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 |
| None | | | None | | |

Dells Bancshares, Inc.
Wisconsin Dells, 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 Bank Holding Company | Title & Position with Bank 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 Bank 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) |
| Jon B. Bemander Wisconsin Dells, WI | N/A | Director, President | Director, President & CEO- Bank of Wisconsin Dells Director-Dells Investment Corp Director, President & Treas- DDP Properties, Inc. | Director / VP- Dells Housing, Inc. Director / Pres- St. Clare Hospital Foundation Director/Exec Director & Treas/Sec- Wisc Dells Visitor & Convention Bureau | 0.41% | N/A | N/A |
| Tracey M. Pierce Tomah, WI | N/A | Secretary/Treasurer | Sr VP/Cashier/CFO- Bank of Wisconsin Dells Director-Dells Investment Corp Director, VP & Secretary- DDP Properties, Inc. | Member- Ryan Pierce Construction, LLC | 0.00% | N/A | Ryan Pierce Construction, LLC (51%) |
| Kevin M. Bemander Wisconsin Dells, WI | N/A | Vice President | Sr VP/Chief Lending Off- Bank of Wisconsin Dells | N/A | 0.21% | N/A | N/A |
| Kelly W. Bauer Wisconsin Dells, WI | N/A | Vice President | Sr VP/Sr Comm Ln Off- Bank of Wisconsin Dells | President- Wisc Dells Education Foundation | 0.11% | N/A | N/A |
| Paul J. Schaller Mauston, WI | N/A | Vice President | Sr VP/Comm Ln Off- Bank of Wisconsin Dells | Member- S&T Development LLC Owner- Rental Condo at Thunderbird Resort | 0.06% | N/A | S&T Development, LLC (50%) Rental Condo at Thunderbird Resort (100%) |
| Tim H. Tofson Wisconsin Dells, WI | Insurance | Director | Director- Bank of Wisconsin Dells Director- DDP Properties, Inc. | President- Tofson Ins. Agency Inc Member- Tofson Real Estate LLC | 0.81% | N/A | Tofson Ins. Agency Inc (100%) Tofson Real Estate LLC (100%) |
| Daniel J. Gavinski Wisconsin Dells, WI | Tourism, Scenic Dells Adventures, Dells Boat Tours, Wisconsin Ducks, Adare GoCarts | Director | Director- Bank of Wisconsin Dells | President- Scenic Dells Adventures, Inc Member- DUKW, LLC General Manager- Dells Boat Tours, LLC General Manager- Wisconsin Ducks, Inc Sole Member- Adare GoCarts. LLC | 0.40% | N/A | Scenic Dells Adventures, Inc (60%) DUKW, LLC (60%) Adare GoCarts. LLC (100%) |
| Ben L. Brancel Briggsville, WI | Secretary-Wisconsin Dept of Ag, Trade, & Consumer Protection | Director | Director- Bank of Wisconsin Dells | Director- Wisc United Methodist Foundation | 0.24% | N/A | N/A |