

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):

June 30, 2015

Month / Day / Year

N/A

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

I, David Loundy

Name of the Holding Company Director and Official

Vice Chairman

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.

Reporter's Name, Street, and Mailing Address

Devon Bancorp

Legal Title of Holding Company

6445 North Western Avenue

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

Chicago

IL

60645

City

State

Zip Code

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.

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Kimberly Hudelson

Chief Financial Officer

Name

Title

773-423-2415

Area Code / Phone Number / Extension

773-973-5647

Area Code / FAX Number

khudelson@devonbank.com

E-mail Address

n/a

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

Signature of Holding Company Director and Official

09/09/2015

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.

1131602

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."

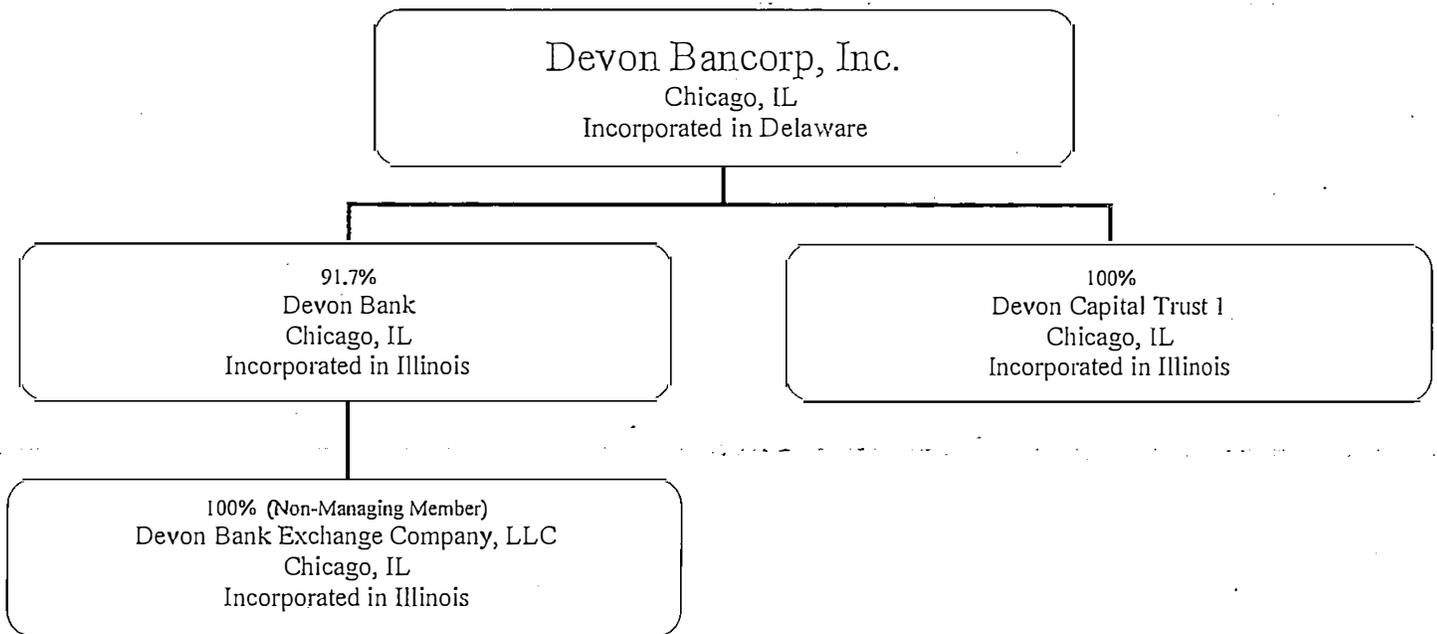
No

Form FR Y-6
Devon Bancorp, Inc.
Chicago, Illinois
Fiscal Year Ending June 30, 2015

1: Annual Report to Shareholders.

The Bank Holding Company is not registered with the SEC. A Certified Audit for the year ending June 30, 2015 will be mailed when available.

2a. Organizational Chart



- 2b. Domestic Branch Listing is attached
- 3. Security Holders is attached
- 4. Listing of Insiders is attached

Results: A list of branches for your depository institution: **DEVON BANK (ID_RSSD: 347639)**.
 This depository institution is held by **DEVON BANCORP, INC. (1131602)** of **CHICAGO, IL**.
 The data are as of **06/30/2015**. Data reflects information that was received and processed through **07/06/2015**.

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)	347639	DEVON BANK	6445 NORTH WESTERN AVENUE	CHICAGO	IL	60645	COOK	UNITED STATES	10443	0	DEVON BANK	347639	
OK		Limited Service	3657683	2960 NORTH LAKESHORE DRIVE OFFICE	2960 NORTH LAKESHORE DRIVE	CHICAGO	IL	60657	COOK	UNITED STATES	467589	17	DEVON BANK	347639	
OK		Limited Service	2715102	3121 NORTH SHERIDAN ROAD BRANCH	3121 NORTH SHERIDAN ROAD	CHICAGO	IL	60657	COOK	UNITED STATES	237730	7	DEVON BANK	347639	
OK		Limited Service	3503865	HERITAGE BRANCH, THE	800 SOUTH RIVER ROAD	DES PLAINES	IL	60016	COOK	UNITED STATES	442377	13	DEVON BANK	347639	
OK		Full Service	2157636	950 MILWAUKEE AVENUE BRANCH	950 MILWAUKEE AVENUE	GLENVIEW	IL	60025-37	COOK	UNITED STATES	267659	2	DEVON BANK	347639	
OK		Limited Service	3503892	GOLF MILL BRANCH	8975 GOLF RD	NILES	IL	60714	COOK	UNITED STATES	237731	8	DEVON BANK	347639	
OK		Limited Service	2953904	4501 CONCORD LANE OFFICE	4501 CONCORD LANE	NORTHBROOK	IL	60062	COOK	UNITED STATES	357126	12	DEVON BANK	347639	
OK		Full Service	3982303	561 NORTH MILWAUKEE AVE BRANCH	561 NORTH MILWAUKEE AVENUE	WHEELING	IL	60090	COOK	UNITED STATES	490935	21	DEVON BANK	347639	

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Devon Bancorp, Inc.
Chicago, IL
Fiscal Year Ending June 30, 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 end:		
(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
Richard A.Loundy Glencoe, IL 60022	USA	6,846	43.81%	None		
Richard & Donna Loundy JTWS Glencoe, IL 60022	USA	3,382	21.64%			
Joseph Loundy Chicago, IL 60610	USA	2,342	14.99%			
David Loundy Glencoe, IL 60022	USA	1,550	9.92%			
Daniel Loundy / DWL Holdings Glencoe, IL 60022	USA	1,506	9.64%			

Devon Bancorp, Inc.
Chicago, IL
Fiscal Year Ending June 30, 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)
Mr. Richard A Loundy Glencoe, IL 60022	Retired	Director	Chairman Emeritus	N/A	43.81%	0.60%	N/A
Mr. Richard A Loundy & Mrs. Donna W. Loundy JTWS Glencoe, IL 60022	Spouse	Director	N/A	N/A	21.64%		N/A
Mr. Joseph G. Loundy Chicago, IL 60610	Retired	Director	N/A	N/A	14.99%		N/A
Mr. David Loundy Chicago, IL 60610	Bank Executive	Vice-Chairman	Chairman / CEO	N/A	9.92%	0.01%	N/A