

COPY



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
 N/A

I, **John A. Morrissey**

Name of the Holding Company Director and Official
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 Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address
FIRST ALGONQUIN COMPANY

Legal Title of Holding Company

2400 HUNTINGTON DR NORTH

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

ALGONQUIN IL 60102
 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:

KAREN VILLAFLORE **TREASURER**
 Name Title

847-658-1017

Area Code / Phone Number / Extension

224-209-5004

Area Code / FAX Number

karen.villaflore@algonquinstatebank.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

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

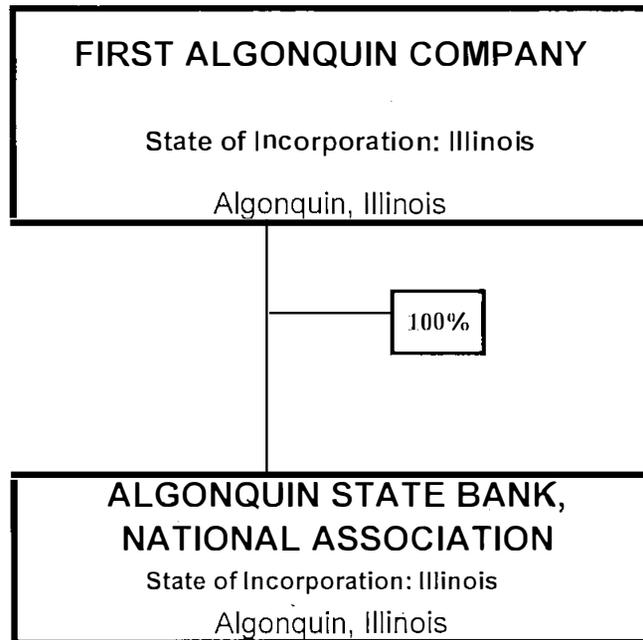
RSSD ID
 C.I.

1201989

Form FRY-6

First Algonquin Company
Algonquin, Illinois
Fiscal Year Ending December 31, 2015

Report Item 2a



*** All entities do not have a LEI.

Results: A list of branches for your holding company: **FIRST ALGONQUIN COMPANY [1201989] of ALGONQUIN, 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 | Country | FDIC UNINUM* | Office Number* | Head Office | Head Office ID_RSSD* | Comments |
|-------------|----------------|----------------------------|-----------------|--|-----------------------------|-----------|-------|----------|---------|---------------|--------------|----------------|--|----------------------|----------|
| OK | | Full Service (Head Office) | 585235 | ALGONQUIN STATE BANK, NATIONAL ASSOCIATION | 221 SOUTH MAIN STREET | ALGONQUIN | IL | 60102 | MCHENRY | UNITED STATES | 228942 | 2 | ALGONQUIN STATE BANK, NATIONAL ASSOCIATION | 585235 | |
| OK | | Full Service | 210251 | EAST CHICAGO FACILITY | 800 EAST ALGONQUIN ROAD | ALGONQUIN | IL | 60102-24 | MCHENRY | UNITED STATES | 228941 | 1 | ALGONQUIN STATE BANK, NATIONAL ASSOCIATION | 585235 | |
| OK | | Limited Service | 3528907 | EASTGATE MANOR MOBILE BRANCH | 101 EASTGATE COURT | ALGONQUIN | IL | 60102 | MCHENRY | UNITED STATES | 359601 | 3 | ALGONQUIN STATE BANK, NATIONAL ASSOCIATION | 585235 | |
| OK | | Full Service | 2249698 | HUNTINGTON DRIVE BRANCH | 2400 NORTH HUNTINGTON DRIVE | ALGONQUIN | IL | 60102 | MCHENRY | UNITED STATES | 8269 | 0 | ALGONQUIN STATE BANK, NATIONAL ASSOCIATION | 585235 | |

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December 31, 2015
First Algonquin Company

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 fiscal year ending 12-31-15. | | |
|---|--|---|---|---|--|
| (1) (a) Name & Address | (1) (b) Country of Citizenship or Incorporation | (1) (c) Number and Percentage of Each Class of Voting Securities | (2)(a) Name & Address | (2)(b) Country of Citizenship or Incorporation | (2)(c) Number and Percentage of Each Class of Voting Securities |
| John A. Morrissey Oak Brook, Illinois | USA | 1,661 - 21.50% common stock | | NOT APPLICABLE | |
| Marilynn Morrissey -linsdale, Illinois | USA | 2,163 - 28.00% common stock | | | |
| Walter W. Morrissey -linsdale, Illinois | USA | 758 - 9.81% common stock | | | |

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First Algonquin Company

Report Item 4: Directors and Officers

(1) (2) (3) (a)(b)(c) and (4)(a)(b)(c)

| (1) | (2) | (3)(a) | (3)(b) | (3)(c) | (4)(a) | (4)(b) | (4)(c) | |
|---|-----------------------------------|---|--|--|--|---|---|--|
| Names & Address State, Country) | (City, Bank Holding Company | 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 name of other businesses) | Percentages of Voting Shares In Bank Holding Company | Percentage of Voting Shares 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 percentages of voting securities held) |
| George P. Lynch Oak Brook, IL USA | | Attorney | Director | Director, Algonquin State Bank, N.A. | President, George Patrick Lynch, Ltd. | 0.06% | N/A | N/A |
| Daniel C. Morrissey Chicago, IL USA | | Banker | President and Director | Vice Chairman & CEO, Director Algonquin State Bank, N.A. | N/A | 4.48% | N/A | N/A |
| John A. Morrissey Oak Brook, IL USA | | Banker | Chairman of the Board, Director and Principal Shareholder | Chairman of the Board & Dir Algonquin State Bank, N.A. | Chrmn-Chicago Rivet & Machine Co. | 21.50% | N/A | N/A |
| Marilynn Morrissey Hinsdale, IL USA | | Physician | Director and Principal Shareholder | N/A | N/A | 28.00% | N/A | N/A |
| John L. Showel Riverside, IL USA | | Portfolio Manager | Director | Director, Algonquin State Bank, N.A. | Portfolio Manager and Principal, Como Asset Management II LLC | 0.26% | N/A | N/A |
| Richard J. Worzala Yorkville, IL USA | | Banker | EVP and Director | President & COO, Director, Algonquin State Bank, N.A. | N/A | 0.01% | N/A | N/A |