

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)

I, **Kent Liechty**

Reporter's Name, Street, and Mailing Address

Name of the Holding Company Director and Official

**First Berne Financial Corporation**

**President / CEO**

Legal Title of Holding Company

Title of the Holding Company Director and Official

**222 Heritage Trail**

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.

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

**Berne IN 46711**  
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:

**Kevin Gould VP / Controller**

Name Title

**260-589-2151 -1157**

Area Code / Phone Number / Extension

**260-589-2398**

Area Code / FAX Number

**kevin.gould@firstbankofberne.com**

E-mail Address

*Kent Liechty*

Signature of Holding Company Director and Official

**3-30-16**

Date of Signature

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

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 **Should be complete next week.**  
 is not prepared

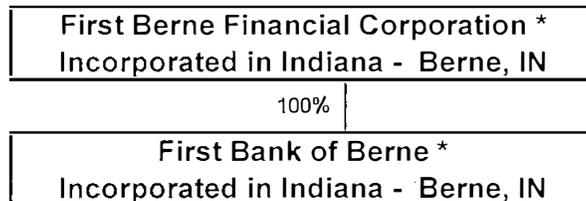
Does the reporter request confidential treatment for any portion of this submission?  
 Yes Please identify the report items to which this request applies:  
 In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.  
 The information for which confidential treatment is sought is being submitted separately labeled "Confidential."  
 No

For Federal Reserve Bank Use Only  
RSSD ID **1133008**  
C.I. \_\_\_\_\_

Form FR Y-6  
First Berne Financial Corporation  
Berne, Indiana  
Fiscal Year Ending December 31, 2015

Report Item

- 1: The bank holding company prepares an annual report for its shareholders. Two copies are enclosed.
- 2(a): Organizational Chart



- 2(b): Branch Verification

Submitted via e-mail on March 30, 2016.

\* All entities do not have a LEI

Results: A list of branches for your holding company: **FIRST BERNE FINANCIAL CORPORATION (1133008) of BERNE, IN.**  
 The data are as of **12/31/2015**. Data reflects information that was received and processed through **04/05/2016**.

**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)	312244	FIRST BANK OF BERNE	170 WEST MAIN STREET	BERNE	IN	46711	ADAMS	UNIT D STATES	5943	0	FIRST BANK OF BERNE		312244
ok		Full Service	2043588	1105 NORTH U.S. HIGHWAY 27 OFFICE	1105 NORTH U.S. HIGHWAY 27	BERNE	IN	46711	ADAMS	UNITED STATES	219835	1	FIRST BANK OF BERNE		312244
ok		Full Service	3051094	1350 WEST MAIN STREET OFFICE	1350 WEST MAIN STREET	BERNE	IN	46711	ADAMS	UNITED STATES	362389	5	FIRST BANK OF BERNE		312244
ok		Full Service	2872966	404 NORTH MAIN STREET OFFICE	404 NORTH MAIN STREET	BLUFFTON	IN	46714	WELLS	UNITED STATES	219837	3	FIRST BANK OF BERNE		312244
ok		Full Service	2371638	1111 SOUTH 13TH STREET OFFICE	1111 SOUTH 13TH STREET	DECATUR	IN	46733	ADAMS	UNITED STATES	219836	2	FIRST BANK OF BERNE		312244
ok		Full Service	3485813	KOKOMO DIXON BRANCH	1936 SOUTH DIXON ROAD	KOKOMO	IN	46902	HO WARD	UNITED STATES	276716	9	FIRST BANK OF BERNE		312244
ok		Full Service	206875	915 WEST MAIN STREET OFFICE	915 WEST MAIN STREET	PERU	IN	46970	MIAMI	UNITED STATES	42502	8	FIRST BANK OF BERNE		312244
ok		Full Service	3079708	185 INDUSTRIAL DRIVE OFFICE	185 INDUSTRIAL DRIVE	PORTIAND	IN	47371-11	JAY	UNIT D STATES	294911	4	FIRST BANK OF BERNE		312244
ok		Full Service	3596232	VAN WERT BRANCH	102 CHRISTOPHER CROSSING	VAN WERT	OH	45891	VAN WERT	UNITED STATES	463133	7	FIRST BANK OF BERNE		312244

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First Berne Financial Corporation  
Berne, IN  
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 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.		
(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
First Berne Employee Stock Ownership & 401(k) Plan Berne, IN, USA	USA	1,200 - 6% Common Stock	N/A	N/A	N/A
Howard E. Baumgartner Berne, IN, USA	USA	1,117 - 6% Common Stock			

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First Berne Financial Corporation  
Berne, IN  
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 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)
David N. Baumgartner Berne, IN, USA	Attorney	Director & Chairman	Director & Chairman (First Bank of Berne)	President (Baumgartner Attorneys PC,) President (Tri-County Land Title, Inc.); Director & President (Berne Community Development Corporation); Trustee (Bluffton University)	0.8%	None	(Baumgartner Attorneys PC) - 100%; Tri-County Land Title, Inc. - 70%
Paul D. Zuercher Berne, IN, USA	Retired Consultant	Director	Director (First Bank of Berne)	Director (Swiss Village Inc.)	3.6%	None	N/A
Daryl L. Martin Berne, IN, USA	Retired Director	Director	Director (First Bank of Berne)	Retired Director (Swiss Village Inc.); Director (South Adams Trail); Director	0.2%	None	N/A
Lisa M. Girod Monroe, IN, USA	CPA	Director	Director (First Bank of Berne)	Partner (Honegger, Ringger & Co.)	0.4%	None	N/A
Charles E. Isch Bluffton, IN, USA	Retired	Director	Director (First Bank of Berne)	Director (Berne Community	0.6%	None	N/A

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Securities in Holding Company	(4)(b) Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	(4)(c) 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)
Lindsey R. Beer	Operation Manager	Director	Director (First Bank of Berne)	Development Corporation) Operation Manager (Zurcher's Best One Tire)	0.1%	None	N/A
Kent A. Liechty Berne, IN, USA	N/A	Director & President	Director (First Bank of Berne); President & CEO (First Bank of Berne)	Director (Swiss Village Inc.); Director (Youth for Christ); Director (Berne Community Development Corporation)	0.3%	None	N/A
Sharon A. Neuenschwander Berne, IN, USA	N/A	Secretary	Secretary (First Bank of Berne); Senior Vice President (First Bank of Berne)	Director (Berne Chamber of Commerce); Secretary (First Mennonite Church)	0.1%	None	N/A
Roger C. Muselman Berne, IN, USA	Corporate Chairman	Director	Director (First Bank of Berne)	Chairman (DRG Holdings, LLC); Director & Secretary/Treasurer (EP Graphics, Inc.); Director & Vice President (Berne Tri-Weekly News, Inc.); Director and Secretary (Smith Brothers of Berne, Inc.); President (Quad Properties, Inc.); President (R&K Investments, LLC);	0.7%	None	R&K Investments, LLC- 50%; Meadowlawn of Kokomo- 33%

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Securities in Holding Company	(4)(b) Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	(4)(c) 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)
Matthew Subler Berne, IN, USA	Sales	Director	Director (First Bank of Berne)	Director & Managing Member (Meadowlawn of Kokomo, LLC); Director (Berne Community Development Corporation); Director (Forge, Kingdom Building Ministries); Director (Youth for Christ); Director & Treasurer (The Bridge Community Church); Chairman (Taylor University Board of Visitors)  Owner (Subler Properties & Investments LLC) Sales Manager & Director (St. Henry Tile Company, Inc.) Owner (Subler Properties & Investments LLC) Manager (Subler Enterprises LLC)	0.0%	None	Subler Properties & Investments LLC- 50%;