

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. Patrick J. Roe

Name of the Holding Company Director and Official

President and COO

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.

*Patrick J. Roe*  
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  
C.I.

344758J

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2015

Month / Day / Year

549300BYHCL3EAF7RQ63

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

Reporter's Name, Street, and Mailing Address

First Community Financial Partners, Inc.

Legal Title of Holding Company

2801 Black Road

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

Joliet

IL

60435

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Glen L. Stiteley

CFO

Name

Title

815-725-1885

Area Code / Phone Number / Extension

Area Code / FAX Number

gstiteley@fcbankgroup.com

E-mail Address

investors.fcf.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  
First Community Financial Partners, Inc.  
Joliet, Illinois  
Fiscal Year Ending December 31, 2015

Report Item 2

- 1: We will mail our annual report to shareholders under separate mailing
- 2: Organizational Chart

First Community Financial Partners, Inc. (LEI 549300BYHCL3EAF7RQ63) of Joliet, Illinois has an ownership interest in the following.

| <u>Company</u>  | <u>Location</u>      | <u>Common<br/>Ownership<br/>%</u> | <u>Preferred<br/>Ownership<br/>%</u> |
|---|----------------------|-----------------------------------|--------------------------------------|
| First Community Financial Bank (LEI 549300DJGQ5DOWC80Q02) | Plainfield, Illinois | 100.00%                           | N/A                                  |
| First Community OREO LLC <sup>(1)</sup>                   | Joliet, Illinois     | 100.00%                           | N/A                                  |
| First Community OREO LLC III <sup>(1)</sup>               | Joliet, Illinois     | 100.00%                           | N/A                                  |
| FCB Homer OREO, LLC <sup>(1)</sup>                        | Homer Glen, Illinois | 100.00%                           | N/A                                  |

All of the above were incorporated in the state of Illinois.

<sup>(1)</sup> Non reportable as nonbanking company that solely hods assets acquired in satisfaction of a debt previously contracted.

Report Item 2b

Our branch verification was e-mailed to BranchReview@chi.frb.org on 3/29/16.

Results: A list of branches for your depository institution: **FIRST COMMUNITY FINANCIAL BANK (ID\_RSSD: 3809446)**.  
 This depository institution is held by **FIRST COMMUNITY FINANCIAL PARTNERS, INC. (3 47585)** of **JOLIET, 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) | 3809446         | FIRST COMMUNITY FINANCIAL BANK | 14150 SOUTH US ROUTE 30 | PLAINFIELD | IL    | 60585    | WILL   | UNITED STATES | 467493       | 0              | FIRST COMMUNITY FINANCIAL BANK | 3809446              |          |
| Ok          |                | Full Service               | 3831483         | 7020 COUNTY LINE ROAD BRANCH   | 7020 COUNTY LINE ROAD   | BURR RIDGE | IL    | 60527    | DUPAGE | UNITED STATES | 470027       | 5              | FIRST COMMUNITY FINANCIAL BANK | 3809446              |          |
| Ok          |                | Full Service               | 3927340         | CHANNAHON BRANCH               | 25407 SOUTH BELL ROAD   | CHANNAHON  | IL    | 60410    | WILL   | UNITED STATES | 515921       | 2              | FIRST COMMUNITY FINANCIAL BANK | 3809446              |          |
| Ok          |                | Full Service               | 3821354         | 13901 SOUTH BELL ROAD BRANCH   | 13901 SOUTH BELL ROAD   | HOMER GLEN | IL    | 60491    | WILL   | UNITED STATES | 468264       | 4              | FIRST COMMUNITY FINANCIAL BANK | 3809446              |          |
| Ok          |                | Full Service               | 3263833         | 2801 BLACK ROAD BRANCH         | 2801 BLACK ROAD         | JOLIET     | IL    | 60435    | WILL   | UNITED STATES | 419572       | 1              | FIRST COMMUNITY FINANCIAL BANK | 3809446              |          |
| Ok          |                | Full Service               | 3927359         | NAPERVILLE BRANCH              | 24 WEST GARTNER ROAD    | NAPERVILLE | IL    | 60540    | DUPAGE | UNITED STATES | Not Required | Not Required   | FIRST COMMUNITY FINANCIAL BANK | 3809446              |          |

Form FR Y-6  
 First Community Financial Partners, Inc.  
 Joliet, Illinois  
 Fiscal Year Ending December 31, 2015

Report Item 3: Shareholders  
 (1)(a)(b)(c) and (2)(a)(b)(c)

| Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending. |  |  | 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. |  |  |
|---|--|--|--|--|--|
| (1)(a)<br>Name & Address<br>(City, State, Country)  | (1)(b)<br>Country of Citizenship<br>or Incorporation | (1)(c)<br>Number and Percentage of<br>Each Class of Voting<br>Securities | (2)(a)<br>Name & Address<br>(City, State, Country)   | (2)(b)<br>Country of Citizenship<br>or Incorporation | (2)(c)<br>Number and Percentage of<br>Each Class of Voting<br>Securities |
| N/A   | N/A  | N/A  | N/A  | N/A  | N/A  |

Form FR Y-6  
 First Community Financial Partners, Inc.  
 Joliet, Illinois  
 Fiscal Year Ending December 31, 2015

Report Item 4: Insiders  
 (1), (2), (3)(a)(b)(c), and (4)(b)

| (1)<br>Names &<br>Address<br>(City, State,<br>Country) | (2)<br>Principal<br>Occupation if other<br>than with Bank<br>Holding Company | (3)(a)<br>Title & Position<br>with Bank Holding<br>Company | (3)(b)<br>Title & Position<br>with Subsidiaries         | (3)(b)<br>Subsidiary Name      | (4)(b)<br>Percentage of<br>Voting Shares In<br>Subsidiaries<br>(Include names<br>of subsidiaries) |
|--|--|--|---|--------------------------------|---|
| George Barr<br>Stuart, Florida                         | Attorney<br>George Barr and Associates                                       | Chairman of the Board and<br>Director                      | Chairman of the Board and<br>Director                   | First Community Financial Bank | N/A   |
| Peter Coules<br>Lemont, Illinois                       | Lawyer<br>Donalelli & Coules, LTD  | Director   | N/A   | N/A                            | N/A   |
| Terrence O. D'Arcy<br>Shorewood, Illinois              | President<br>D'Arcy Oldsmobile GMC Truck, Inc.<br>and D'Arcy Motors          | Director   | N/A   | N/A                            | N/A   |
| John J. Dollinger<br>Channahon, Illinois               | Owner<br>Dollinger Farms   | Director   | N/A   | N/A                            | N/A   |
| Rex D. Easton<br>Joliet, Illinois                      | President<br>Packard Transport Management, Inc.                              | Director   | Director  | N/A                            | N/A   |
| Vincent Jackson<br>Burr Ridge, Illinois                | President<br>Bo Jackson Enterprises, Inc.                                    | Director   | Director  | N/A                            | N/A   |
| Patricia L. Lambrecht<br>Stuart, Florida               | Director & Vice Chair<br>T.J. Lambrecht Construction                         | Director   | Director  | N/A                            | N/A   |
| Stephen G. Morrissette<br>Joliet, Illinois             | University Professor   | Director   | Director  | N/A                            | N/A   |
| Daniel Para<br>Marco Island, Florida                   | CEO<br>Magnate Capital Partners, LLC   | Director   | N/A   | N/A                            | N/A   |
| Michael F. Pauritsch<br>Hinsdale, Illinois             | Member<br>MPS - Loria Financial Planners, LLC                                | Director   | N/A   | N/A                            | N/A   |
| William L. Pommerening<br>Plainfield, Illinois         | Retired Salesman   | Director   | N/A   | N/A                            | N/A   |
| Patrick J. Roe<br>Mokena, IL                           | N/A  | President, Chief Operating<br>Officer and Director         | President, Chief Operating<br>Officer and Director      | First Community Financial Bank | N/A   |
| Robert L. Sohol<br>Sarasota, Florida                   | President<br>American Built Systems  | Director   | N/A   | N/A                            | N/A   |
| Glen L. Stilleley -<br>Channahon, Illinois             | N/A  | Executive Vice President and Chief<br>Financial Officer    | Executive Vice President and Chief<br>Financial Officer | First Community Financial Bank | N/A   |
| Roy Thygesen<br>Downers Grove, Illinois                | N/A  | CEO and Director   | CEO and Director  | First Community Financial Bank | N/A   |
| Dennis G. Tonelli<br>Plainfield, Illinois              | Professional Land Surveyor Retired   | Director   | N/A   | N/A                            | N/A   |
| Scott A. Wehrli<br>Naperville, Illinois                | Secretary & Treasurer<br>Dukane Precast                                      | Director   | N/A   | N/A                            | N/A   |

Report Item 4: Insiders  
 (3)(c), and (4)(c)

| Names & Address (City, State, Country)     | (3)(c) Names of Other Businesses            | (3)(c) Title & Position with Other Businesses | (4)(c) Ownership % of voting securities held | Comments |
|--|---|---|--|----------|
| George Barr<br>Stuart, Florida             | 2701 Black Road Partnership                 | Partner                                       | 50.00%                                       |          |
|  | 2701 Black Road LLC                         | Managing Member                               | 20.00%                                       |          |
|  | Air-Web, LLC and Barr Weber, LLC            | Manager                                       | 30.70%                                       |          |
|  | Barr Nicor LLC                              | Managing Member                               | 50.00%                                       |          |
|  | Barr Vav Channahon LLC                      | Managing Member                               | 60.00%                                       |          |
|  | Drumm Development Corp.                     | President                                     | 42.87%                                       |          |
|  | Drumm Farm Investments, Inc                 | President                                     | 42.87%                                       |          |
|  | George Barr & Associates                    | Sole Proprietor                               | 100.00%                                      |          |
|  | Green Garden Farm                           | Partner                                       | 50.00%                                       |          |
|  | Hillcrest Apartments Limited Partnership    | General Partner                               | 60.00%                                       |          |
|  | Joliet Catholic Academy                     | Trustee                                       | N/A  |          |
|  | Kendall Limestone Investment, LLC           | Member  | 44.70%                                       |          |
|  | Remington Woods Limited Partnership         | General Partner                               | 33.00%                                       |          |
|  | The Barr Group, P.C.                        | President                                     | 10.00%                                       |          |
|  | Timber Edge Associates Limited Partnership  | President of General Partner                  | 31.00%                                       |          |
| Triumph Manufactured Home Sales, Inc       | Shareholder                                 | 50.00%  |  |          |
| VICI Land LLC                              | Managing Member                             | 25.00%  |  |          |
| Voyageurs Landing                          | Partner                                     | 20.00%  |  |          |
| Peter Coules<br>Lemont, IL                 | Donatelli & Coules, LTD                     | CEO & Secretary                               | 50.00%                                       |          |
|  | MCD Properties, LTD                         | Owner   | 25.00%                                       |          |
|  | Rolf Point Development, LLC                 | CEO   | 33.00%                                       |          |
|  | Donatelli & Coules Financial Partners, LLC  | Managing Member                               | 50.00%                                       |          |
| Terrence O. D'Arcy<br>Shorewood, Illinois  | 2521 W Jefferson, LLC                       | President                                     | 100.00%                                      |          |
|  | D&E Finance, Inc                            | President                                     | 65.00%                                       |          |
|  | D'Arcy Motors, Inc                          | President                                     | 100.00%                                      |          |
|  | D'Arcy Oldsmobile, Buick, & GMC Truck, Inc. | President                                     | 100.00%                                      |          |
|  | E-Z Auto Sales                              | President                                     | 100.00%                                      |          |
| VW Joliet Inc.                             | President                                   | 100.00%                                       |  |          |
| John J. Dollinger<br>Channahon, Illinois   | Ashley Road LLC                             | Manager                                       | 50.00%                                       |          |
|  | Aux Sable I LLC                             | Manager                                       | 100.00%                                      |          |
|  | CA6 LLC                                     | Manager                                       | 50.00%                                       |          |
|  | Dollinger Family Farm Inc                   | Secretary                                     | 50.00%                                       |          |
|  | Dollinger LTD Partnership LP II             | General Partner                               | 49.00%                                       |          |
|  | Hansel Ridge LLC                            | Manager                                       | 50.00%                                       |          |
| Tabler Ridge LLC                           | Manager                                     | 46.00%  |  |          |
| Rex D. Easton<br>Joliet, Illinois          | Easton Family LLC                           | Member  | 42.36%                                       |          |
|  | Harbour View, LLC                           | Member  | 33.33%                                       |          |
|  | Kendall Limestone Investment, LLC           | Member  | 32.00%                                       |          |
|  | Omega Leasing Corp                          | President                                     | 100.00%                                      |          |
|  | Packard Specialized Carriers, Inc.          | President                                     | 100.00%                                      |          |
|  | Packard Transport Management, Inc.          | President                                     | 100.00%                                      |          |
|  | Packard Transport, Inc                      | Secretary, Treasurer                          | 100.00%                                      |          |
| Warbucks, LLC                              | Member                                      | 50.00%  |  |          |
| Vincent Jackson                            | Bo Jackson Elite Sports, LLC                | CEO   | 23.00%                                       |          |
|  | Bo Jackson Enterprises, Inc                 | President                                     | 100.00%                                      |          |
|  | J & G Plainfield LLC                        | President                                     | 50.00%                                       |          |
|  | VEJ Holdings, LLC                           | President                                     | 100.00%                                      |          |
| Patricia L. Lambrecht<br>Stuart, Florida   | 100 Colorado LLC                            | Member  | 100.00%                                      |          |
|  | 1874 Milwaukee LLC                          | Member  | 100.00%                                      |          |
|  | 2739 W. North Ave. LLC                      | Member  | 100.00%                                      |          |
|  | Armitage LLC                                | Member  | 100.00%                                      |          |
|  | Champions Golf Course LLC                   | Member  | 100.00%                                      |          |
|  | Chippewa LLC                                | Member  | 50.00%                                       |          |
|  | International Automated Systems             | Investor                                      | 100.00%                                      |          |
|  | MJM Cartage                                 | President                                     | 100.00%                                      |          |
|  | North Retreat LLC                           | Member  | 100.00%                                      |          |
| T J Lambrecht Construction                 | Chair                                       | N/A   | Beneficiary of trust/estate                  |          |
| Stephen G. Morrissette<br>Joliet, Illinois | Providence Advisors, Inc.                   | Managing Director                             | 100.00%                                      |          |
|  | Providence Catholic High School             | Director                                      | N/A  |          |
|  | Silver Cross Hospital                       | Director and Chairman                         | N/A  |          |

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 Joliet, Illinois  
 Fiscal Year Ending December 31, 2015

Report Item 4: Insiders  
 (3)(c), and (4)(c)

| Names & Address (City, State, Country)         | (3)(c) Names of Other Businesses  | (3)(c) Title & Position with Other Businesses   | (4)(c) Ownership % of voting securities held  | Comments |
|--|---|---|---|----------|
|  | SM Investments, LLC   | Member  | 100.00%   |          |
| Daniel Para<br>Burr Ridge, Illinois            | Dan Para, Inc<br>Para Brothers, LLC<br>Dan Para Investments, LLC<br>Paradigm Insurance LLC<br>4300 Commerce, LLC<br>Magnate Worldwide LLC<br>Magnate Capital Partners, LLC<br>Combined Waste, LLC   | Managing Member<br>Member<br>Managing Member<br>Member<br>Member<br>Chairman<br>Managing Member<br>Member                     | 100.00%<br>49.00%<br>51.00%<br>26.00%<br>49.00%<br>1.88%<br>37.00%<br>15.00%                          |          |
| Michael F. Pauritsch<br>Hinsdale, Illinois     | LORIA Financial Group, LLC<br>MPS Insurance Agency<br>MPS LORIA Development, LLC<br>MPS LORIA Financial Planners, LLC<br>One Orland Office Center II<br>Orland Associates   | Member<br>Shareholder<br>Member<br>Member<br>Partner<br>Partner   | 25.00%<br>33.00%<br>25.00%<br>25.00%<br>31.75%<br>31.75%  |          |
| William F. Pommerening<br>Plainfield, Illinois | Arrowhead Enterprises, LLC<br>Aspen Developers<br>BPW, LLC<br>TBWP LLC  | Managing Partner<br>President<br>Member<br>Member   | 1.00%<br>N/A<br>33.00%<br>50.00%  |          |
| Patrick Roe<br>Mokena, Illinois                | American Backhoe Service, Inc. LLC<br>Manhattan 1 Farms Partnership   | Owner<br>Owner  | 49.00%<br>33.00%  |          |
| Robert L. Sohol<br>Sarasota, Florida           | American Built Systems<br>Mid States Development<br>Phase III Associates<br>RL Sohol General Contractor   | President<br>Owner<br>Partner<br>CEO  | 100.00%<br>50.00%<br>50.00%<br>92.00%   |          |
| Glen L. Stiteley<br>Channahon, Illinois        | Troy Baseball League, Inc.  | Board and Treasurer   | N/A   |          |
| Roy Thygesen<br>Downers Grove, IL              | N/A   |   |   |          |
| Dennis Tonelli<br>Plainfield, Illinois         | Tonelli Family Trust<br>True North, LLC   | Trustee<br>Manager  | 100.00%<br>35.00%   |          |
| Scott Wehrli<br>Naperville, Illinois           | Blackstone Construction of Plainfield, LLC<br>Calidad, LLC<br>Dukane Precast<br>Fabricated Properties, LLC<br>Graymor LLC<br>Marmion Academy<br>North Central College<br>North Central Commercial LLC<br>Richard Wehrli Family Limited Partnership<br>Scott Wehrli Investments, LLC<br>SWS Service, LLC | Member<br>Member<br>Secretary & Treasurer<br>Member<br>Member<br>Trustee<br>Trustee<br>Member<br>Partner<br>Manager<br>Member | 33.00%<br>50.00%<br>33.60%<br>50.00%<br>25.00%<br>N/A<br>N/A<br>25.00%<br>25.00%<br>100.00%<br>50.00% |          |

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Joliet, Illinois  
Fiscal Year Ending December 31, 2015

Ownership % Calculation

Report Item 4: Insiders  
(4)(a)

|                        | Common Shares     | Stock<br>Options<br>Exercisable | Warrant        | Total             | Ownership %   |
|------------------------|-------------------|---------------------------------|----------------|-------------------|---------------|
| George Barr            | 576,993           | 85,000                          | 13,500         | 675,493           | 3.65%         |
| Peter Coules           | 279,002           |                                 | 4,500          | 283,502           | 1.53%         |
| Terrence O. D'Arcy     | 223,310           | 38,500                          | 2,250          | 264,060           | 1.43%         |
| John J. Dollinger      | 188,924           | 50,500                          | -              | 239,424           | 1.29%         |
| Rex D. Easton          | 276,884           | 39,250                          | -              | 316,134           | 1.71%         |
| Vincent Jackson        | 53,634            |                                 | 1,250          | 54,884            | 0.30%         |
| Patricia L. Lambrecht  | 467,795           | 83,500                          | 22,500         | 573,795           | 3.10%         |
| Stephen G. Morrissette | 184,777           | 241,000                         | 750            | 426,527           | 2.30%         |
| Daniel Para            | 120,604           |                                 | 1,250          | 121,854           | 0.66%         |
| Michael F. Pauritsch   | 141,083           |                                 | 1,250          | 142,333           | 0.77%         |
| William F. Pommerening | 91,938            |                                 | 2,250          | 94,188            | 0.51%         |
| Patrick Roe            | 178,094           |                                 | 5,250          | 183,344           | 0.99%         |
| Robert L. Sohol        | 507,080           | 38,500                          | 4,500          | 550,080           | 2.97%         |
| Glen L. Stiteley       | 23,169            | 26,000                          | -              | 49,169            | 0.27%         |
| Roy C. Thygesen        | 138,546           | -                               | 4,500          | 143,046           | 0.77%         |
| Dennis G. Tonelli      | 86,419            |                                 | -              | 86,419            | 0.47%         |
| Scott A. Wehrli        | 136,661           |                                 | -              | 136,661           | 0.74%         |
|                        | <u>3,674,913</u>  | <u>602,250</u>                  | <u>63,750</u>  | <u>4,340,913</u>  | <u>23.43%</u> |
| Total Outstanding      | <u>17,026,941</u> | <u>1,305,504</u>                | <u>197,250</u> | <u>18,529,695</u> |               |