

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. Arthur K. Hildebrand

Name of the Holding Company Director and Official

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

03/29/2016

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 OnlyRSSD ID 1134069
C.I. _____**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

FCN Banc Corp

Legal Title of Holding Company

501 Main Street

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

Brookville IN 47012

City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Timothy Schoettmer Treasurer

Name Title

765-647-4116

Area Code / Phone Number / Extension

765-647-2680

Area Code / FAX Number

tschoettmer@fcnbank.com

E-mail Address

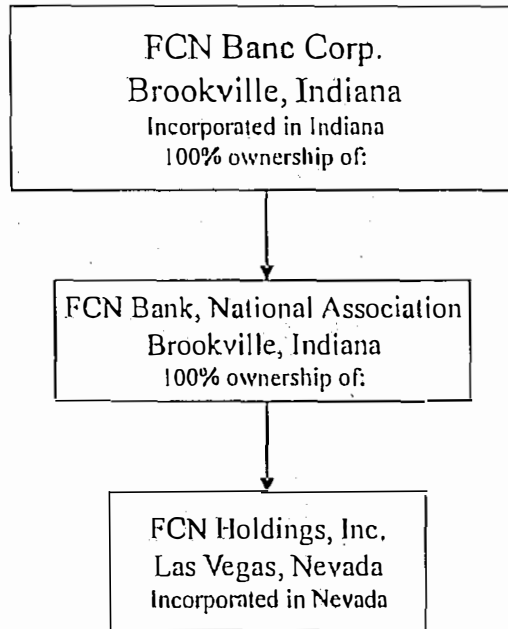
None

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

Report Item 2a



None of the entities listed has an LEI number

Results: A list of branches for your holding company: FCN BANC CORP. (1134069) of BROOKVILLE, 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)	321947	FCN BANK, NATIONAL ASSOCIATION	501 MAIN STREET	BROOKVILLE	IN	47012	FRANKLIN	UNITED STATES	2835	0	FCN BANK, NATIONAL ASSOCIATION	321947	
ok		Full Service	3494495	BATESVILLE BRANCH	1060 STATE ROAD 229 NORTH	BATESVILLE	IN	47006	FRANKLIN	UNITED STATES	203034	2	FCN BANK, NATIONAL ASSOCIATION	321947	
ok		Full Service	2112587	EVERTON BRANCH	5444 SOUTH STATE ROAD 1	CONNERSVILLE	IN	47331	FAYETTE	UNITED STATES	235100	1	FCN BANK, NATIONAL ASSOCIATION	321947	
ok		Full Service	3748291	SUNMAN BRANCH	226 NORTH MERIDIAN	SUNMAN	IN	47041	RIPLEY	UNITED STATES	362873	4	FCN BANK, NATIONAL ASSOCIATION	321947	
ok		Full Service	3748312	HARRISON BRANCH	590 RING ROAD	HARRISON	OH	45030	HAMILTON	UNITED STATES	478463	5	FCN BANK, NATIONAL ASSOCIATION	321947	

3: Securities Holders

(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
John Reifel Spring Lake, MI	USA	185,600 shares — 12.34% Common Stock
Randall W. Listerman Oxford, OH	USA	122,360 shares — 7.53% Common Stock
Devin Listerman Chicago, IL	USA	12,268 - .81% Common Stock
Loron H. Baker Loveland, OH	USA	82,000 shares — 5.45% Common Stock

Report Item (Continued)

4: Insiders

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Company	(3) (b) Title & Position with Subsidiaries	(3) (c) Title & Position with Other Businesses	(4) (a) Percentage of Voting Shares in Bank Holding Company	(4) (b) Percentage of Voting Shares in Subsidiaries	(4) (c) List names of other companies if 25% or more of voting securities are held
John Reifel Spring Lake, MI/USA	Professor of Economics	Principle Shareholder	N/A	None	12.34%	None	None
Edwin D Roberts Brookville, IN/USA	Retired President & CEO FCN Bank, N.A.	Director	Director, FCN Bank N.A.	None	.77%	None	None
Devin W. Listerman Denver, CO/USA	Businessman	Director	Director, FCN Bank N.A.	Sr. Vice President, Pure Health Solutions	.81%	None	None
Arthur K. Hildebrand Brookville, IN/USA	N/A	President & Director	President, CEO & Director FCN Bank N.A.	None	.41%	None	None
Kenneth T. Wanstrath Batesville, IN/USA	Businessman	Chairman of the Board of Directors	Chairman, FCN Bank N.A.	President New Point Stone Company	1.55%	None	None
Ronald J. Knucven Sunman, IN/USA	Certified Public Accountant	Director	Director, FCN Bank, N.A.	Partner RBSK Partners CPAs & Advisors	.08%	None	RBSK Partners CPAs & Advisors 25%
Brad M. Tebbe Brookville, IN/USA	Certified Public Accountant	Director	Director, FCN Bank, N.A.	Owner Brad M. Tebbe, CPA LLC	.57%	None	Brad M. Tebbe CPA LLC 100%
Kevin D. Lyons Harrison, OH/USA	Insurance Agent	Director	Director, FCN Bank, N.A.	Owner Hawk Insurance Agency, Inc	.07%	None	Hawk Insurance Agency, Inc. 50%
Thomas D. Hominger Brookville, IN/USA	N/A	Secretary	Vice President & Secretary of the Board of Directors, FCN Bank N.A.	None	.02%	None	None
Timothy J. Schoettmer Batesville, IN/USA	N/A	Treasurer	Vice President & Chief Financial Officer, FCN Bank N.A.	None	.01%	None	None