

Board of Governors of the Federal Reserve System

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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, D. Steve Tolliver
 Name of the Holding Company Director and Official
President/CEO
 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.

Steve Tolliver Pres
 Signature of Holding Company Director and Official
03/31/2016
 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 Only
 RSSD ID 114843
 C.I. _____

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2015

Month / Day / Year
n/a
 Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address
Banco Harlan, Inc.
 Legal Title of Holding Company
PO Box 919
 (Mailing Address of the Holding Company) Street / P.O. Box
Harlan KY 40831
 City State Zip Code
First & Central Street, Harlan, KY 40831
 Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
D. Steve Tolliver President/CEO
 Name Title
606-573-1202 655
 Area Code / Phone Number / Extension
606-573-1717
 Area Code / FAX Number
steve.tolliver@bankofharlan.com
 E-mail Address
www.bankofharlan.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

For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical Location (if different from mailing address)

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City State Zip Code

Physical Location (if different from mailing address)

Report Item Number:

1 Financial Summary	Enclosed
2(a) Organizational Chart	Enclosed
2(b) Domestic Branch Listing	Enclosed
3 Securities Holders	Enclosed
4 Insiders	Enclosed

Report Item 1: Consolidated Financial Statement

Attached for review.

Report Item 2(a): Organizational Chart

Entity: Banco Harlan, Inc.

Physical Address: First & Central Streets, Harlan, KY 40831

Mailing Address: Post Office Box 919, Harlan, KY 40831

LEI: none

Ownership: 100% of The Bank of Harlan

State of Incorporation: Kentucky

Entity: The Bank of Harlan

Physical Address: First & Central Streets, Harlan, KY 40831

Mailing Address: Post Office Box 919, Harlan, KY 40831

LEI: none

Ownership: none

State of Incorporation: Kentucky

Report Item 2(b): Domestic Branch Listing

Results: A list of branches for your depository institution: BANK OF HARLAN, THE (ID_RSSD: 146618).
 This depository institution is held by BANCO HARLAN, INC. (1141843) of HARLAN, KY.
 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)	146618	BANK OF HARLAN, THE	FIRST & CENTRAL STREET	HARLAN	KY	40831	HARLAN	UNITED STATES	8866	0	BANK OF HARLAN, THE	146618	
ok		Full Service	3516771	MOUND OFFICE	102 E MOUND STREET	HARLAN	KY	40831	HARLAN	UNITED STATES	231160	2	BANK OF HARLAN, THE	146618	
ok		Full Service	611415	VILLAGE CENTER BRANC	181 FINANCE STREET	HARLAN	KY	40831	HARLAN	UNITED STATES	231159	1	BANK OF HARLAN, THE	146618	

Report Item 3: Shareholders

Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12/31/2013.

(1)(a) Name & Address	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number/Percentage of Each Class of Voting Securities	
Earl F. Croushorn Harlan, KY	USA	3880	10.30%
Rayburn Doss Harlan, KY	USA	3450	9.16%
Don Parsons Harlan, KY	USA	3950	10.48%
Mark David Goss Lexington, KY	USA	3123	8.29%

Item (3)(2): None

Report Item 4: Insiders

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

Legal Title of Holding Company: Banco Harlan, Inc.

Fiscal Year End: 2015

***Instructions: Please complete all items in red, in addition to including all applicable insiders for Items 1, 2, 3, and 4 for each holding company in your organization. If a certain item is not applicable to an insider, please include "None" or "N/A." (Please see Appendix A of the report instructions for an example of how to report Items 1, 2, 3, and 4.) Once complete, please print sheet and include in your hardcopy of the report.

***Data Entry Tip: If you would like to add a line break within an individual cell, select Alt + Enter at the space where you would like the line break.

Institution's Note: (If you would like to include a note, please add it here.)

(1) Name, 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 Companies (include names of other companies)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares 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)
Earl F Croushorn, II, Harlan KY USA	VP Croushorn Equipment	Chairman of Board	Chairman, TBOH	n/a	10.30%	0	Croushorn Equipment 25%
Gary W. Cupp, Harlan, KY USA	President, Southern Wholesale Supply, Inc.	Director	Director, TBOH	n/a	2.39%	0	Southern Wholesale Supply, Inc. 50%
Rayburn Doss, Harlan, KY USA	President, Doss Fuelco, Inc.	Director	Director, TBOH	n/a	9.16%	0	Doss Fuelco, Inc. 67%
Richard L. Fox, Harlan, KY USA	Financial Advisor, Alexander Investments	Director	Director, TBOH	n/a	3.32%	0	none
Mark David Goss, Nicholasville, KY USA	Attorney, Goss Samford PLLC	Director	Director, TBOH	n/a	8.29%	0	Goss Samford PLLC 50%
Ulam Wayne Greene, Middlesboro, KY USA	CPA, Greene & Greene, Certified Public Accountants	Director	Director, TBOH	n/a	0.33%	0	Greene & Greene, Certified Public Accountants 50%
Donald G. Parsons, Harlan, KY USA	Retired Investor	Director	Director, TBOH	n/a	10.48%	0	Holiday Apartments 50%, Kentucky Properties 100%, Center City Condos 50%
D. Steve Tolliver	President/CEO, TBOH	Director	Director, TBOH	n/a	0.07%		none