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.

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, Nelson L. Person
Name of the Holding Company Director and Official
President and 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.

Signature of Holding Company Director and Official
March 28, 2016

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: 1294000
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
Apollo Bancorp, Inc.

Legal Title of Holding Company
201 N Warren Avenue

(Mailing Address of the Holding Company) Street / P.O. Box
Apollo PA 15613

City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Carolyn R. Bash
Assistant Treasurer

Name Title
724-478-3151 231
Area Code / Phone Number / Extension
724-478-1118
Area Code / FAX Number
carolyn@apollotrust.com
E-mail Address
www.apollotrust.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:
Item 3 and Item 4
☒ 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

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.
REPORT ITEM 1: The bank holding company does prepare an annual report for its shareholders. Two copies are enclosed.

REPORT ITEM 2a: Organization Chart

Apollo Bancorp, Inc.
Apollo, Pennsylvania
(Parent)
Incorporated in Pennsylvania

100%

Apollo Trust Company
Apollo, Pennsylvania
(Subsidiary)
Incorporated in Pennsylvania

100%

Apollo Realty, Inc.
Apollo, Pennsylvania
(Subsidiary)
Incorporated in Pennsylvania

REPORT ITEM 2b: Domestic Branch Listing

Branch listing was verified and emailed on March 7, 2016.

REPORT ITEM 3: Securities Holders

REFER TO CONFIDENTIAL VOLUME

Note: All Legal Entity Identifies are n/a, unless noted.
<table>
<thead>
<tr>
<th>Name, Address and Principal Occupation, Other Business Interests</th>
<th>Title for Apollo Bancorp, Inc.</th>
<th>Title for Apollo Trust Company</th>
<th>Number of Shares Owned</th>
<th>Percentage Owned Apollo Bancorp</th>
<th>Percentage Owned Apollo Trust Co</th>
<th>Other Companies</th>
</tr>
</thead>
<tbody>
<tr>
<td>John C. Dormire, P.E. Refer to Confidential Volume</td>
<td>Director</td>
<td>Director</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
</tr>
<tr>
<td>Dickson K. Forbes Refer to Confidential Volume</td>
<td>Director</td>
<td>Director</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
</tr>
<tr>
<td>Richard G. Hildebrand Refer to Confidential Volume</td>
<td>Director</td>
<td>Director</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
</tr>
<tr>
<td>Larry D. Loperfito Refer to Confidential Volume</td>
<td>Director, Counsel</td>
<td>Director, Counsel</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
</tr>
<tr>
<td>Nelson L. Person Refer to Confidential Volume</td>
<td>President and CEO; Director</td>
<td>President and CEO; Director</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
</tr>
<tr>
<td>Karen A. Stanford Refer to Confidential Volume</td>
<td>Director</td>
<td>Director</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
</tr>
<tr>
<td>Barbara R. Calizzi Refer to Confidential Volume</td>
<td>Sr. Vice President, Secretary/Treasurer and CFO</td>
<td>Sr. Vice President, Secretary/Treasurer and CFO</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
<td>Refer to Confidential Volume</td>
</tr>
</tbody>
</table>
### Data Action

| Data Action | Effective Date | Branch Service Type | Branch ID (RSSD) | Popular Name | Street Address | City | State | Zip Code | County | Country | FDIC UNRNUM | Office Number | Head Office | Head Office ID (RSSD) | Comments |
|-------------|----------------|---------------------|-------------------|--------------|----------------|------|-------|---------|--------|---------|------------|---------------|-------------|---------------|------------|-------------|
| OK          | 2017-04-07     | Full Service (Head Office) | 2685227 | Apollo Trust Company | 101 W WARNER AVE | Apollo | PA     | 15633  | Armstrong | United States | 40552 | 3685227 | 3E73000001-00000 | 1 | 3E73000001-00000 | 1 |
| OK          | 2016-06-06     | Full Service (Head Office) | 2685335 | Apollo Trust Company | 15633 | Apollo | PA     | 15633  | Armstrong | United States | 40552 | 3685335 | 3E73000001-00000 | 1 | 3E73000001-00000 | 1 |
| OK          | 2016-06-06     | Full Service (Head Office) | 2685335 | Apollo Trust Company | 15633 | Apollo | PA     | 15633  | Armstrong | United States | 40552 | 3685335 | 3E73000001-00000 | 1 | 3E73000001-00000 | 1 |
| OK          | 2016-06-06     | Full Service (Head Office) | 2685335 | Apollo Trust Company | 15633 | Apollo | PA     | 15633  | Armstrong | United States | 40552 | 3685335 | 3E73000001-00000 | 1 | 3E73000001-00000 | 1 |
| OK          | 2016-06-06     | Full Service (Head Office) | 2685335 | Apollo Trust Company | 15633 | Apollo | PA     | 15633  | Armstrong | United States | 40552 | 3685335 | 3E73000001-00000 | 1 | 3E73000001-00000 | 1 |
| OK          | 2016-06-06     | Full Service (Head Office) | 2685335 | Apollo Trust Company | 15633 | Apollo | PA     | 15633  | Armstrong | United States | 40552 | 3685335 | 3E73000001-00000 | 1 | 3E73000001-00000 | 1 |
| OK          | 2016-06-06     | Full Service (Head Office) | 2685335 | Apollo Trust Company | 15633 | Apollo | PA     | 15633  | Armstrong | United States | 40552 | 3685335 | 3E73000001-00000 | 1 | 3E73000001-00000 | 1 |

**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.ffc.afr.gov.

* FDIC UNRNUM, Office Number, and ID (RSSD) columns are for reference only. Verification of these values is not required.