

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):
12/31/15

Month / Day / Year
N/A

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

I, Dennis Walker, President and CEO

Reporter's Name, Street, and Mailing Address

Citizens Community Bancshares, Inc.

Legal Title of Holding Company

1418 Dinah Shore Blvd.

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

Winchester Tennessee 37398
City State Zip Code

NA
Physical Location (if different from mailing address)

Name of the Holding Company Director and Official

Person to whom questions about this report should be directed:

Mona Swann Vice President
Name Title

931-967-3342

Area Code / Phone Number / Extension

931-967-4761

Area Code / FAX Number

mswann@ccbanc.net

E-mail Address

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

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.

Dennis Walker
Signature of Holding Company Director and Official

04/11/16

Date of Signature

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

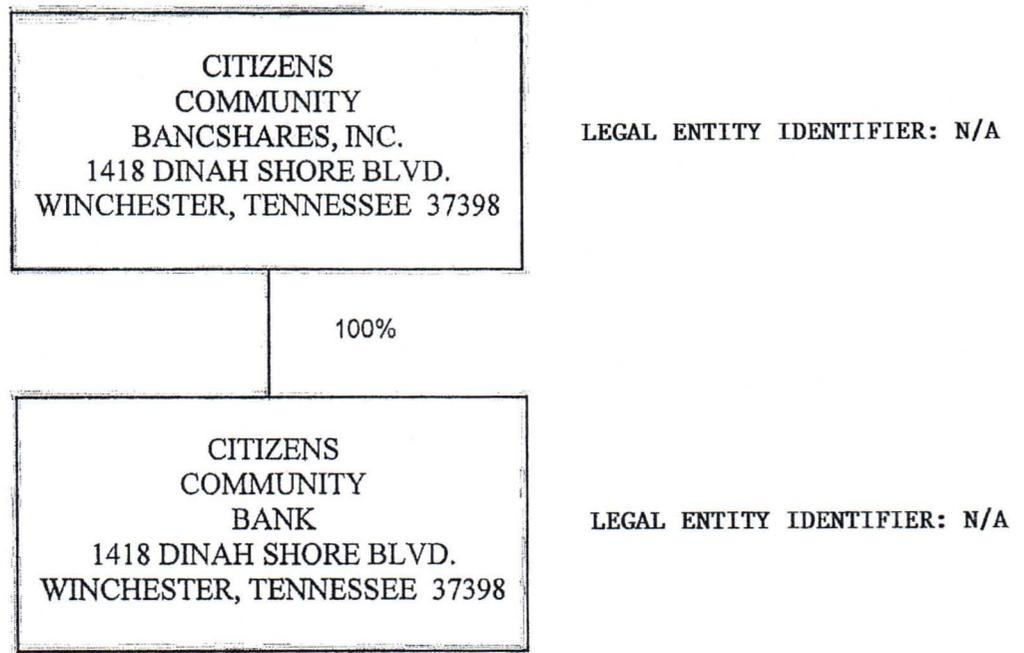
For holding companies not registered with the SEC—
Indicate status of Annual Report to Shareholders:
 is included with the FR Y-6 report
 will be sent under separate cover
 is not prepared

For Federal Reserve Bank Use Only
RSSD ID Q354305
C.I. _____

CITIZENS COMMUNITY BANCSHARES, INC.
All Incorporated in the State of Tennessee

Organization Chart

December 31, 2015



 **REVISED**
5/17/16

Results: A list of branches for your holding company: **CITIZENS COMMUNITY BANCSHARES, INC. (2354305) of WINCHESTER, TN.**
 The data are as of **06/30/2016**. Data reflects information that was received and processed through **07/11/2016**.

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
		Full Service (Head Office)	2002222	CITIZENS COMMUNITY BANK	1418 DINAH SHORE BOULEVARD	WINCHESTER	TN	37398	FRANKLIN	UNITED STATES	47930	0	CITIZENS COMMUNITY BANK	2002222	
		Full Service	3317718	DECHERD BRANCH	2176 DECHERD BOULEVARD	DECHERD	TN	37324	FRANKLIN	UNITED STATES	433575	1	CITIZENS COMMUNITY BANK	2002222	
		Full Service	3614145	HUNTLAND BRANCH	517 MAIN STREET	HUNTLAND	TN	37345	FRANKLIN	UNITED STATES	465200	2	CITIZENS COMMUNITY BANK	2002222	

EXHIBIT B

CITIZENS COMMUNITY BANCSHARES, INC.

Security Holders With More Than 5 Percent
of Voting Common Stock

December 31, 2015

<u>(1)(a) Name and Address</u>	<u>(1)(b) Country of Citizenship</u>	<u>(1)(c) Number of Voting Shares Owned</u>	<u>Percentage</u>
Eddie Tinsley Estill Springs, TN USA	USA	37,017	10.01%

No additional Shareholders will hold 5% of voting stock after exercising any warrants, options, etc.

(2) Citizens Community Bank
534 Main Street
Huntland, TN 37345

Citizens Community Bank
2176 Decherd Blvd
Decherd, TN 37324

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EXHIBIT C

CITIZENS COMMUNITY BANCSHARES, INC.

Insiders

December 31, 2015

Name and Address	Citizens Community Bancshares, Inc.	Citizens Community Bank	Other Business	Position Other Business	Principal Occupation	Percentage of Citizens Community Bancshares, Inc. Shares Owned	Percentage of Citizens Community Bank Shares Owned	Other Business	
								Percent	Name Of Business
William Anderton Winchester, TN 37398 USA	Director	Director	Winton Realty Winchester Storage SAW Rental	Owner Owner Partner	Realtor	1.28	None	100 100 50	Winton Realty Winchester Storage SAW Rental
Steve Collins Winchester, TN 37398 USA	Director	Director	None	None	None	1.67	None	N/A	None
Phil Hall Winchester, TN 37398 USA	Director	Director	DPK	Partner	None	.92	None	N/A	None
Eddie Tinsley Estill Springs, TN 37330 USA	Director	Director	Tinsley Asphalt Tinsley Asphalt Products TN Valley Ready Mix, LLC Curbers, Inc.	Partner Partner Partner Partner	Road Const.	10.01	None	33 33 10 20	Tinsley Asphalt Tinsley Asphalt Products TN Valley Ready Mix, LLC 20 Curbers, Inc.

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CITIZENS COMMUNITY BANCSHARES, INC.

Insiders, Continued

December 31, 2015

Name and Address	Citizens Community Bancshares, Inc.	Citizens Community Bank	Other Business	Position Other Business	Principal Occupation	Percentage of Citizens Community Bancshares, Inc. Shares Owned	Percentage of Citizens Community Bank Shares Owned	Other Business	
								Percent	Name Of Business
Dennis M. Walker Decherd, TN 37324 USA	Chairman President & Director	Chairman President & Director	B&W Livestock SAW Rental Walker Farm	Partner Partner Owner	None	2.43	None	50 50 100	B & W Livestock SAW Rental Walker Farm
Mona Swann Decherd, TN 37324 USA	Vice- President	Vice- President & Cashier	None	None	None	2.14	None	N/A	None
Randy Cofer Decherd, TN 37324 USA	Director	Director	Retail Rental	Owner	Equipment Rental	2.46	None	100	Equipment Rental
Chris Parker Winchester, TN 37398 USA	Director Executive VP	Director Executive VP	None	None	Banker	0.29	None		None
Donnie Worley Winchester, TN 37398 USA	Director	Director	Lumber Company	Owner	Retail Sales	0.99	None	100	Franklin Co. Lumber Co.
David Fandrich Belvidere, TN USA	Director	Director	Fandrich Supply	Owner	Retail Agriculture	0.27	None	N/A	None
Patrick Lynch Winchester, TN USA	Director	Director	Lynch, Lynch & Lynch	Partner	Attorney	0.27	None	N/A	None

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5/17/16