

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). ► Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2016 This Form is Open to Public Inspection
---	--	---

Part I	Annual Report Identification Information		
For calendar plan year 2016 or fiscal plan year beginning <u>01/01/2016</u> and ending <u>12/31/2016</u>			
A	This return/report is for:	☐ a multiemployer plan ☒ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)	
	☐ a single-employer plan ☐ the first return/report ☐ an amended return/report	☐ a DFE (specify) _____ ☐ the final return/report ☐ a short plan year return/report (less than 12 months)	
C	If the plan is a collectively-bargained plan, check here. ☐		
D	Check box if filing under:	☒ Form 5558 ☐ special extension (enter description)	☐ automatic extension ☐ the DFVC program

Part II	Basic Plan Information —enter all requested information		
1a	Name of plan <u>PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS</u>	1b	Three-digit plan number (PN) ► <u>333</u>
		1c	Effective date of plan <u>07/01/1970</u>
2a	Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>BOARD OF DIRECTORS OF PENTEGRA DEFINED CONTRIBUTION PLAN</u> <u>701 WESTCHESTER AVENUE, SUITE 320E</u> <u>WHITE PLAINS, NY 10604</u>	2b	Employer Identification Number (EIN) <u>13-6321489</u>
		2c	Plan Sponsor's telephone number <u>914-694-1300</u>
		2d	Business code (see instructions) <u>525100</u>

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/16/2017	ROBERT ALIN
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address (include room or suite number)			Preparer's telephone number

3a Plan administrator's name and address ☐ Same as Plan Sponsor JOHN PINTO, PRESIDENT BOARD OF DIRECTORS, PENTEGRA DEFINED CONTRIBUTION 701 WESTCHESTER AVENUE, SUITE 320E WHITE PLAINS, NY 10604-3805	3b Administrator's EIN 38-3784887
	3c Administrator's telephone number 914-694-1300
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
5 Total number of participants at the beginning of the plan year	5 28972
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d). a(1) Total number of active participants at the beginning of the plan year..... a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits..... c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	6a(1) 19840 6a(2) 20101 6b 892 6c 8464 6d 29457 6e 98 6f 29555 6g 27527 6h 524
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2G 2H 2J 2K 2R 2S 2T b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ <u>0</u> A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2016 Form M-1 annual report. If the plan was not required to file the 2016 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2016
		This Form is Open to Public Inspection.

For calendar plan year 2016 or fiscal plan year beginning **01/01/2016** and ending **12/31/2016**

A Name of plan PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS	B Three-digit plan number (PN) ▶ 333
C Plan sponsor's name as shown on line 2a of Form 5500 BOARD OF DIRECTORS OF PENTEGRA DEFINED CONTRIBUTION PLAN	D Employer Identification Number (EIN) 13-6321489

Part I	Service Provider Information (see instructions)
---------------	--

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation	
AMERICAN BEACON ADVISORS	220 EAST LAS COLINAS BLVD SUITE 200 IRVING, TX 76155

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation	
T ROWE PRICE	100 EAST PRATT STREET BALTIMORE, MD 21202

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation	
PRINCIPAL GLOBAL INVESTORS	801 GRAND AVE DES MOINES, IA 50392

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation	
AMERICAN FUNDS	5300 ROBIN HOOD ROAD NORFOLK, VA 23513-2430

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

MFS

30 DAN ROAD
CANTON, MA 02021

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

DIMENSIONAL FUND ADVISORS

6300 BEE CAVE ROAD
BUILDING ONE
AUSTIN, TX 78746

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

PENTEGRA SERVICES, INC.

701 WESTCHESTER AVENUE
SUITE 320E
WHITE PLAINS, NY 10604

13-3745616

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
13	CONTRACT ADMIN	10057640	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

STATE STREET GLOBAL ADVISORS

04-1867445

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
18 52 19 51 99	INVESTMENT MANAGER	784720	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

RELiance TRUST COMPANY

58-1428634

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	TRUSTEE	578307	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

GRANT THORNTON

36-6055558

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	ACCOUNTING	59306	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

GLOBAL RETIREMENT PARTNERS

4340 REDWOOD HIGHWAY, SUITE B60
SAN RAFAEL, CA 94903

47-1411118

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	INVESTMENT ADVISOR (PLAN)	31128	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

SIGMA FINANCIAL CORPORATION

300 PARKLAND PLAZA
ANN ARBOR, MI 48103

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	INVESTMENT ADVISORY	20160	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

LPL

04-3046611

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	INVESTMENT ADVISORY	18039	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

BOLTON GLOBAL CAPITAL, INC.

PO BOX 525
RIPLEY, TN 38063

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	INVESTMENT ADVISORY	8469	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

CHARLES SCHWAB & CO., INC

94-1737782

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
33	BROKERAGE ACCOUNT	0	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 <div style="border: 1px solid black; text-align: center; padding: 5px; font-weight: bold; font-size: 1.2em;">2016</div> This Form is Open to Public Inspection.
---	--	--

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan <u>PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS</u>	B Three-digit plan number (PN) ►	<u>333</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>BOARD OF DIRECTORS OF PENTEGRA DEFINED CONTRIBUTION PLAN</u>	D Employer Identification Number (EIN) <u>13-6321489</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
--------	--

a Name of MTIA, CCT, PSA, or 103-12 IE: <u>S&P 500 R INDEX NL SF CL A</u>		
b Name of sponsor of entity listed in (a): <u>STATE STREET GLOBAL ADVISORS</u>		
c EIN-PN <u>04-0025081-097</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>287460460</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>STABLE VALUE FD METLIFE GAC SERIES</u>		
b Name of sponsor of entity listed in (a): <u>RELIANCE TRUST COMPANY</u>		
c EIN-PN <u>46-6625485-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>320146688</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>S&P MIDCAP R INDEX NL SF CL A</u>		
b Name of sponsor of entity listed in (a): <u>STATE STREET GLOBAL ADVISORS</u>		
c EIN-PN <u>04-0025081-089</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>212685451</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>US LONG TREASURY INDEX NL SF CL A</u>		
b Name of sponsor of entity listed in (a): <u>STATE STREET GLOBAL ADVISORS</u>		
c EIN-PN <u>90-0337987-183</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>41741814</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>INTL INDEX NL SF CL A</u>		
b Name of sponsor of entity listed in (a): <u>STATE STREET GLOBAL ADVISORS</u>		
c EIN-PN <u>90-0337987-157</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>60616750</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>CONSERVATIVE STRATEGIC BAL SL SF CL</u>		
b Name of sponsor of entity listed in (a): <u>STATE STREET GLOBAL ADVISORS</u>		
c EIN-PN <u>04-0025081-110</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>33605081</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>MODERATE STRATEGIC BAL SL SF CL I</u>		
b Name of sponsor of entity listed in (a): <u>STATE STREET GLOBAL ADVISORS</u>		
c EIN-PN <u>04-0025081-111</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>71368743</u>

a Name of MTIA, CCT, PSA, or 103-12 IE: AGRESSIVE STRATEGIC BAL SL SF CL I		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 04-0025081-112	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 57308314
a Name of MTIA, CCT, PSA, or 103-12 IE: RUSSELL SMALL CAP R INDX NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 04-0025081-096	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 82025344
a Name of MTIA, CCT, PSA, or 103-12 IE: NASDAQ 100 INDEX R NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-032	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 76436142
a Name of MTIA, CCT, PSA, or 103-12 IE: REIT INDEX NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 04-0025081-352	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 36343014
a Name of MTIA, CCT, PSA, or 103-12 IE: US BOND INDX NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-177	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 30759579
a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2015 NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-189	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 26381256
a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2025 NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-193	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 69776246
a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2035 NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-197	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 49027685
a Name of MTIA, CCT, PSA, or 103-12 IE: RUSSELL LRG CAP VAL INDX NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-225	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 70465835
a Name of MTIA, CCT, PSA, or 103-12 IE: RUSSELL LRG CAP GRW INDX NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-227	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 78564901

a Name of MTIA, CCT, PSA, or 103-12 IE: US INFLATION PRO BD INDX NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 04-0025081-076	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 11224636
a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2045 NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-201	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 29360019
a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2055 NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-321	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 8843137
a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT INC NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-185	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 6329353
a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2050 NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-203	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 13970975
a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2040 NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-199	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 27707959
a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2030 NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-195	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 42949662
a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2020 NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-191	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 42093763
a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2060 NL SF CL A		
b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS		
c EIN-PN 90-0337987-418	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1549435
a Name of MTIA, CCT, PSA, or 103-12 IE: PENTEGRA ADVANTAGE MODERATE ASSET		
b Name of sponsor of entity listed in (a): RELIANCE TRUST COMPANY		
c EIN-PN 46-7425989-002	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 11311672

a Name of MTIA, CCT, PSA, or 103-12 IE: **PENTEGRA ADVANTAGE MOD AGGRESSIVE**

b Name of sponsor of entity listed in (a): **RELIANCE TRUST COMPANY**

c EIN-PN 46-7425989-002	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 9912574
---------------------------------------	-------------------------------	--

a Name of MTIA, CCT, PSA, or 103-12 IE: **PENTEGRA ADVANTAGE AGGRESSIVE ALLOC**

b Name of sponsor of entity listed in (a): **RELIANCE TRUST COMPANY**

c EIN-PN 46-7425989-002	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 5529113
---------------------------------------	-------------------------------	--

a Name of MTIA, CCT, PSA, or 103-12 IE: **PENTEGRA ADVANTAGE MOD CONSERVATIVE**

b Name of sponsor of entity listed in (a): **RELIANCE TRUST COMPANY**

c EIN-PN 46-7425989-002	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 3232087
---------------------------------------	-------------------------------	--

a Name of MTIA, CCT, PSA, or 103-12 IE: **PENTEGRA ADV CONSERVATIVE ASSET ALL**

b Name of sponsor of entity listed in (a): **RELIANCE TRUST COMPANY**

c EIN-PN 46-7425989-002	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1581857
---------------------------------------	-------------------------------	--

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2016
		This Form is Open to Public Inspection

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016		
A Name of plan PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS	B Three-digit plan number (PN) ►	333
C Plan sponsor's name as shown on line 2a of Form 5500 BOARD OF DIRECTORS OF PENTEGRA DEFINED CONTRIBUTION PLAN	D Employer Identification Number (EIN) 13-6321489	

Part I	Asset and Liability Statement
---------------	--------------------------------------

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	3686599	7777607
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	1716890	2725974
(2) Participant contributions	1b(2)	399140	566042
(3) Other.....	1b(3)	964990	1964280
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	61997604	60156826
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common.....	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property).....	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans.....	1c(8)	39295738	40891755
(9) Value of interest in common/collective trusts	1c(9)	1707323860	1820309620
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities.....	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	76211419	82179310
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	6095116	5950913

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e	3000	0
f Total assets (add all amounts in lines 1a through 1e)	1f	1897694356	2022522327

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	0	1483
i Acquisition indebtedness	1i		
j Other liabilities	1j	6050008	10406296
k Total liabilities (add all amounts in lines 1g through 1j)	1k	6050008	10407779

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	1891644348	2012114548
---	-----------	------------	------------

Part II Income and Expense Statement

- 2** Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	51577736	
(B) Participants	2a(1)(B)	80915061	
(C) Others (including rollovers)	2a(1)(C)	10260054	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		142752851
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	170395	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	1693050	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		1863445
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1890130	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		1890130
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		148404966
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		4147032
c Other income.....	2c		10751307
d Total income. Add all income amounts in column (b) and enter total.....	2d		309809731

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	145497452	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		145497452
f Corrective distributions (see instructions)	2f		210854
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees.....	2i(1)	59306	
(2) Contract administrator fees.....	2i(2)	10057640	
(3) Investment advisory and management fees.....	2i(3)	7925294	
(4) Other	2i(4)	1434274	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		19476514
j Total expenses. Add all expense amounts in column (b) and enter total	2j		165184820

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		144624911
l Transfers of assets:			
(1) To this plan.....	2l(1)		20131966
(2) From this plan.....	2l(2)		44286677

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☒ Unqualified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☐ Yes ☒ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: GRANT THORNTON LLP

(2) EIN: 36-6055558

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)

	Yes	No	Amount
4a		X	
4b		X	

		Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e Was this plan covered by a fidelity bond?	4e	X		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l Has the plan failed to provide any benefit when due under the plan?	4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			
o Defined Benefit Plan or Money Purchase Pension Plan Only: Were any distributions made during the plan year to an employee who attained age 62 and had not separated from service?	4o			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If "Yes," enter the amount of any plan assets that reverted to the employer this year. ☐ Yes ☒ No **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)
BANK OF NEW HAMPSHIRE RETIREMENT INCENTIVE PROGRAM	02-0155840	002
RIVERVIEW FINANCIAL CORPORATION 401(K) RETIREMENT PLAN	38-3917371	001
HAMILTON STATE BANK SECTION 401(K) PROFIT SHARING PLAN	20-1515603	001
CU RETIREMENT PLAN ASSOC 401(K) PLAN - THE PARTNERSHIP FCU	35-2491258	333

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ☐ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year (See instructions.)

Part V Trust Information

6a Name of trust	6b Trust's EIN
6c Name of trustee or custodian	6d Trustee's or custodian's telephone number

		Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c			
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d			
e Was this plan covered by a fidelity bond?	4e			
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f			
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g			
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h			
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i			
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j			
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k			
l Has the plan failed to provide any benefit when due under the plan?	4l			
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			
o Defined Benefit Plan or Money Purchase Pension Plan Only: Were any distributions made during the plan year to an employee who attained age 62 and had not separated from service?	4o			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If "Yes," enter the amount of any plan assets that reverted to the employer this year. ☐ Yes ☐ No **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)
COMMUNITY SAVINGS 401(K) PLAN	31-4140480	003
COMMUNITY BANK OF LEXINGTON TN 401(K) PLAN	62-1722861	001

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ☐ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year (See instructions.)

Part V Trust Information

6a Name of trust	6b Trust's EIN
6c Name of trustee or custodian	6d Trustee's or custodian's telephone number

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2016 This Form is Open to Public Inspection.
---	---	--

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan <u>PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS</u>	B Three-digit plan number (PN) ▶ <u>333</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>BOARD OF DIRECTORS OF PENTEGRA DEFINED CONTRIBUTION PLAN</u>	D Employer Identification Number (EIN) <u>13-6321489</u>

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>13-6321489</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3	

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)
----------------	---

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?	☐ Yes	☐ No	☐ N/A

Part III	Amendments
-----------------	-------------------

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
--	-----------------------------------	-----------------------------------	-------------------------------	-----------------------------

Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
----------------	---

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Schedule R (Form 5500) 2016
v. 160205

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14	Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:		
	a The current year	14a	
	b The plan year immediately preceding the current plan year	14b	
	c The second preceding plan year	14c	
15	Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:		
	a The corresponding number for the plan year immediately preceding the current plan year	15a	
	b The corresponding number for the second preceding plan year	15b	
16	Information with respect to any employers who withdrew from the plan during the preceding plan year:		
	a Enter the number of employers who withdrew during the preceding plan year	16a	
	b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	
17	If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐		

Part VI	Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans
----------------	---

18	If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment	☐
19	If the total number of participants is 1,000 or more, complete lines (a) through (c)	
	a Enter the percentage of plan assets held as: Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%	
	b Provide the average duration of the combined investment-grade and high-yield debt: ☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more	
	c What duration measure was used to calculate line 19(b)? ☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____	

Part VII	IRS Compliance Questions
-----------------	---------------------------------

20a Is the plan a 401(k) plan? If "No," skip b	☐ Yes ☐ No
20b How did the plan satisfy the nondiscrimination requirements for employee deferrals under section 401(k)(3) for the plan year? Check all that apply:	☐ Design-based safe harbor ☐ "Prior year" ADP test ☐ "Current year" ADP test ☐ N/A
21a What testing method was used to satisfy the coverage requirements under section 410(b) for the plan year? Check all that apply:	☐ Ratio percentage test ☐ Average benefit test ☐ N/A
21b Did the plan satisfy the coverage and nondiscrimination requirements of sections 410(b) and 401(a)(4) for the plan year by combining this plan with any other plan under the permissive aggregation rules?	☐ Yes ☐ No
22a If the plan is a master and prototype plan (M&P) or volume submitter plan that received a favorable IRS opinion letter or advisory letter, enter the date of the letter / / and the serial number .	
22b If the plan is an individually-designed plan that received a favorable determination letter from the IRS, enter the date of the most recent determination letter / / .	

Employer ID No: 13-6321489
Plan Number: 333

Financial Statements with Supplemental Schedule and Report of
Independent Certified Public Accountants

**PENTEGRA DEFINED CONTRIBUTION PLAN FOR
FINANCIAL INSTITUTIONS**

As of December 31, 2016 and 2015, and
for the year ended December 31, 2016

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

TABLE OF CONTENTS

	Page
Report of Independent Certified Public Accountants	1 - 2
Financial Statements	
Statements of Net Assets Available for Benefits	3
Statement of Changes in Net Assets Available for Benefits	4
Notes to Financial Statements	5 - 20
Supplemental Schedule	
Form 5500, Schedule H, Part IV, Line 4i - Schedule of Assets (Held at End of Year)	22 - 23

Note: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.



Grant Thornton LLP
757 Third Avenue, 9th Floor
New York, NY 10017
T 212.599.0100
F 212.370.4520
GrantThornton.com
linkd.in/GrantThorntonUS
twitter.com/GrantThorntonUS

REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Board of Directors and Participants of
Pentegra Defined Contribution Plan for Financial Institutions

We have audited the accompanying financial statements of Pentegra Defined Contribution Plan for Financial Institutions (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2016 and 2015, and the related statement of changes in net assets available for benefits for the year ended December 31, 2016, and the related notes to the financial statements.

Management's responsibility for the financial statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Plan's preparation and fair presentation of the financial statements, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Pentegra Defined Contribution Plan for Financial Institutions as of December 31, 2016 and 2015, and the changes in net assets available for benefits for the year ended 2016 in accordance with accounting principles generally accepted in the United States of America.

Report on supplemental schedule

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental Schedule of Assets (Held at Year End) as of December 31, 2016 is presented for the purpose of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This schedule is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. Such schedule has been subjected to the auditing procedures applied in our audit of the financial statements and certain additional procedures, including comparing and reconciling such schedule directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, such schedule is fairly stated in all material respects in relation to the financial statements as a whole.

A handwritten signature in cursive script that reads "Grant Thornton LLP".

New York, New York
October 10, 2017

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS
Statements of Net Assets Available for Benefits
As of December 31, 2016 and 2015
(In thousands)

	<u>2016</u>	<u>2015</u>
ASSETS		
Cash	\$ 7,778	\$ 3,687
Investments - at fair value	<u>1,968,597</u>	<u>1,851,307</u>
Receivables		
Notes receivable from participants	40,892	39,296
Accounts receivable - administrative	1,963	965
Employer contributions	2,726	1,717
Participant contributions	566	399
Prepaid expense	<u>-</u>	<u>3</u>
Total receivables	<u>46,147</u>	<u>42,380</u>
Total assets	<u>2,022,522</u>	<u>1,897,374</u>
LIABILITIES		
Other liabilities	2,917	4,468
Payables for securities purchased, not yet settled	<u>7,490</u>	<u>1,582</u>
Total liabilities	<u>10,407</u>	<u>6,050</u>
Net assets available for benefits	<u>\$ 2,012,115</u>	<u>\$ 1,891,324</u>

The accompanying notes are an integral part of these financial statements.

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

Statement of Changes in Net Assets Available for Benefits

For the year ended December 31, 2016

(In thousands)

ADDITIONS

Contributions

Employers	\$ 51,578
Participants	80,915
Rollovers	<u>10,260</u>

Total contributions	<u>142,753</u>
---------------------	----------------

Investment income

Net appreciation in fair value of investments	152,874
Earnings on self-directed brokerage accounts	632
Interest bearing cash	170
Dividends	1,890
Less	
Asset-based fees	<u>(7,925)</u>

Net investment income	<u>147,641</u>
-----------------------	----------------

Interest income on notes receivable from participants	<u>1,693</u>
---	--------------

Administrative income	<u>10,119</u>
-----------------------	---------------

Total income	<u>302,206</u>
--------------	----------------

DEDUCTIONS

Benefits paid to participants	145,497
Corrective distributions	211
Administrative expenses	<u>11,552</u>

Total deductions	<u>157,260</u>
------------------	----------------

Net increase in net assets before plan transfers	<u>144,946</u>
--	----------------

TRANSFERS OF ASSETS

Transfers into the Plan	20,132
Transfers out of the Plan	<u>(44,287)</u>
Net transfers out of the Plan	<u>(24,155)</u>

Total increase in net assets	120,791
------------------------------	---------

NET ASSETS AVAILABLE FOR BENEFITS

Beginning of year	<u>1,891,324</u>
-------------------	------------------

End of year	<u>\$ 2,012,115</u>
-------------	---------------------

The accompanying notes are an integral part of this financial statement.

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

Notes to Financial Statements

December 31, 2016 and 2015

(Amounts in thousands)

1. DESCRIPTION OF THE PLAN

The following description of the Pentegra Defined Contribution Plan for Financial Institutions (the "Plan") is provided for general information purposes only. Participants should refer to their respective Summary Plan Descriptions ("SPD") for more complete information.

General

The Plan is a multiple-employer, tax-exempt trusteed savings plan. The Board of Directors (the "Board") of the Plan controls and manages the operation and administration of the Plan. Reliance Trust Company ("RTC") serves as the trustee of the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Contributions

Participating employers may, at their option, elect the 401(k) feature of the Plan which permits participants to defer current federal income tax, and the income taxes of most states, on the amounts contributed to and earned on the 401(k) account. Employers may, at their option, elect the Roth feature which permits participants to contribute to the plan on an after tax basis. If certain conditions are met, earnings on Roth accounts generally will not be subject to taxation. Employers may also, at their option, elect the after-tax savings feature which permits participants to contribute to the plan on an after-tax basis. While the earnings on this account are taxable upon distribution, the basis in the account is tax-free upon distribution. These contributions are made in cash and are subject to certain Internal Revenue Code ("IRC") limitations. Certain participants who meet the eligibility requirements may contribute additional amounts (e.g., age 50 catch-up). Contributions on behalf of each participant are invested in accordance with the participant's instructions, entirely in one fund or in any combination of funds in increments of 1%. If a participant fails to make an investment election, contributions by participants or on their behalf are invested in the Plan's Qualified Default Investment Option (State Street Global Advisors Target Retirement Fund Series). The profit sharing feature offers employers the option of allowing participant-directed investments as described above or investing at the employer's discretion. Additional employer contributions may be made in accordance with the Plan at the employer's discretion, including, but not limited to, matching contributions. Participants may also rollover balances from other qualified defined benefit or defined contribution plans or individual retirement accounts. An employer may elect automatic 401(k) elective deferrals on behalf of a participant in accordance with the Automatic Enrollment feature. The automatic contributions would cease if the participant affirmatively elects to make contributions in a different amount or percentage or not to have deferrals made on his or her behalf. Automatic 401(k) elective deferrals will be invested in a qualified default investment alternative until a participant affirmatively indicates how such amounts shall be invested.

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

Notes to Financial Statements

December 31, 2016 and 2015

(Amounts in thousands)

Participant Accounts

Individual accounts are maintained for each plan participant. Participant accounts are credited with participant contributions, employer contributions, forfeitures, loan repayments and investment earnings and charged with withdrawals, administrative expenses, loan advances and investment losses. Allocations, if any, are based on participant account balances or compensation. Any additions to the participant's account purchase units based on the unit values of the respective investment funds. Any distributions from the account result in a decrease in units. The difference between the value of a participant's account at the end of the previous day and the value at the end of the current day, net of all transactions occurring during the current day (contributions, withdrawals, etc.), is the amount of earnings (losses) credited to the participant's account. The total value of a participant's account is determined by multiplying the number of units in each investment fund by the unit value of such fund and aggregating the results. The benefit to which a participant is entitled is their vested account balance. Employers select the vesting schedule that will apply to employer contributions made to the Plan.

Investments

Total nonparticipant-directed investments in the Plan were \$3,975 and \$3,661 as of December 31, 2016 and 2015, respectively. In addition, \$1,012 and \$1,981 as of December 31, 2016 and 2015, respectively, are held by the Plan for liquidity purposes, and primarily used to pay expenses incurred by the Plan. Generally, participants direct the investment of their contributions into various investment options offered by the Plan. Participants should refer to their SPD. The Plan offers a wide variety of investment options spanning the risk/return spectrum, including equity, fixed income, stable value and asset allocation funds. Plan assets are generally invested in common/collective trust funds ("CCTs") under one menu (Option I), and in CCTs and mutual funds under another menu (Option II). The investments are managed by State Street Global Advisors ("SSgA"), American Beacon Advisors, Inc., Capital Research and Management Company, Dimensional Fund Advisors, Dodge and Cox, Massachusetts Financial Services Company, Principal Management Corp., T. Rowe Price Associates, Inc., RTC and MetLife. In addition to the investment options managed by the listed advisors, employers, at their option, may offer expanded investment flexibility through the Personal Choice Retirement Account ("PCRA"). The PCRA is a self-directed brokerage feature that works in tandem with the other investment options, providing access to additional mutual funds and individual securities. It is administered through Charles Schwab and Company, Inc.

Vesting

Participants are vested immediately in their contributions plus earnings thereon. Participants should refer to their respective SPD to determine the vesting schedule for employer contributions.

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

Notes to Financial Statements

December 31, 2016 and 2015

(Amounts in thousands)

Notes Receivable from Participants

Employers may also, at their option, make available a loan program to their employees. This program, depending on the option elected by the employer, allows a participant to borrow from their account balance subject to limitations imposed by federal law. The loans are secured by the balance in the participant's account. The rate of interest for the term of the loan is established as of the loan date and shall bear interest rates comparable to the rates of interest in effect at a major banking institution (the Barron's Prime Rate plus one percent). Loan repayments of principal and interest are credited to participants' accounts. A one-time setup fee and an annual maintenance fee is charged to participant accounts. Loan defaults are classified as withdrawals and treated as taxable distributions. Participants should refer to their respective SPD for more complete information. As of December 31, 2016, participant loans have maturities through 2043 at interest rates ranging from 2.45 percent to 10.25 percent.

Payment of Benefits

A participant may elect to receive either a lump-sum amount equal to the value of the participant's vested interest in their account or a portion of their account, subject to limitations imposed by federal law or options elected by the participating employer. Participants should refer to their respective SPD for more information.

Participants are also eligible to make hardship withdrawals from their deferred contributions in the event of certain financial hardships. In order to determine if a hardship exists, the Plan uses the facts and circumstances test as required by Internal Revenue Service ("IRS") regulations. The use of this method does not require a six-month suspension of elective deferrals.

Transfers

Transfers into the Plan represent participant accounts related to new employers coming into the Plan and transfers out of the Plan represent monies related to participant accounts whose employers are leaving the Plan.

Forfeited Accounts

When participants terminate employment, the non-vested portion of the participant's account as defined by the Plan, represents a forfeiture. The Plan document permits the use of forfeitures to reduce future employer contributions, offset plan administrative expenses or be reallocated among eligible participants for the Plan year. However, if a participant is reemployed and fulfills certain requirements, as defined in the Plan document, the account will be reinstated. At December 31, 2016 and 2015, forfeitures totaled \$983 and \$1,148, respectively. During the year ended December 31, 2016, forfeitures of \$773 were used to offset employer contributions or allocated to eligible participants and \$87 were used to offset administrative fees.

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

Notes to Financial Statements

December 31, 2016 and 2015

(Amounts in thousands)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

Cash

The Plan's cash is in noninterest-bearing checking accounts that are used to process client activity, outside vendor transactions and administrative expenses.

Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP requires plan management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Risk and Uncertainties

The Plan provides various investment options to its participants. Investment securities in general are exposed to various risks, such as interest rate, credit risk and overall market volatility. Due to the level of risk associated with a majority of the investment options, management believes it is reasonably possible that changes in the values of investment securities will occur in the near term and that such change could materially affect the amounts reported in the financial statements (Notes 3 and 5).

Income Recognition

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on an accrual basis. Dividend income is recorded on the ex-dividend date.

Asset based fees charged to the Plan include fees for recordkeeping and administrative services, trustee and custodial services and investment management expenses, and are reflected as component of net investment income on the Statement of Changes in Net Assets Available for Benefits.

Realized gains or losses on investment transactions are recorded as the difference between proceeds received and cost. Cost is generally determined on the average cost basis for CCTs and the identified cost method for the mutual funds. Net appreciation or depreciation in fair value of investments includes the Plan's gains and losses on investments bought and sold as well as held during the year.

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

Notes to Financial Statements

December 31, 2016 and 2015

(Amounts in thousands)

Investment Valuation

The Plan's investments are stated at fair value, except for the stable value fund (the "SVF"), which is stated at contract value (Note 6). Fair value of a financial instrument is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A more detailed description of the individual types of securities and fair value measurement methods can be found in Note 3.

Notes Receivable from Participants

If applicable, notes receivable from participants are measured at their unpaid principal balances plus any accrued but unpaid interest. Delinquent participant loans are recorded as distributions based on the term of the Plan document. In accordance with IRS regulations, if a repayment is missed, the loan is treated as a distribution at the end of the quarter following the quarter in which the repayment was missed.

Administrative Income

Administrative income includes asset-based fees, flat base fees, per participant fees and transactional fees that are charged to employers or participants and are used to pay for administrative expenses of the Plan.

Administrative Expenses

Total administrative expenses include administrative fees, professional fees, transactional fees and board of director expenses that are paid by the Plan or charged against the Plan's assets.

To the extent the amount of total administrative expense is greater or less than total collections, such amount is recorded as a deferred liability and is included in other liabilities in the Statements of Net Assets Available for Benefits. The net deferred liability at December 31, 2016 and 2015 was \$1,067 and \$1,109, respectively, which is adequately covered a portion of the \$1,012 and \$1,981 as of December 31, 2016 and 2015, respectively, held by the Plan for liquidity purposes as discussed in the investments caption in Note 1 and available cash.

Fiduciary liability insurance premiums aggregating \$82 and board of director fees aggregating \$42 in 2016 were billed directly to and paid by participating employers and are not reflected in the Plan's financial statements.

Payment of Benefits

Benefit payments to participants are recorded upon distribution. As of December 31, 2016 and 2015, there were no outstanding benefit payments.

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

Notes to Financial Statements

December 31, 2016 and 2015

(Amounts in thousands)

Excess Contributions Payable

The Plan is required to return contributions received during the Plan year in excess of the IRC limits. As of December 31, 2016 and 2015, there were no excess contributions payable.

New Accounting Standards

In May 2015, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2015-07 Fair Value Measurement (Topic 820): Disclosures for Investments in Certain Entities that Calculate Net Asset Value per Share (or its Equivalent). ASU 2015-07 removes the requirement to categorize within the fair value hierarchy all investments for which fair value is measured using net asset value per share as a practical expedient. For nonpublic business entities, ASU 2015-07 is effective for fiscal years beginning after December 15, 2016. Accordingly, the Plan has chosen not to early adopt ASU 2015-07 and is currently in the process of evaluating the impact the adoption of this new standard will have on the Plan financial statements.

In July 2015, the FASB issued ASU 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), and Health and Welfare Benefit Plans (Topic 965): Part (I) Fully Benefit-Responsive Investment Contracts, Part (II) Plan Investment Disclosures, Part (III) Measurement Date Practical Expedient Consensus of the Emerging Issues Task Force. This three-part standard simplifies employee benefit plan reporting with respect to fully benefit-responsive investment contracts and plan investment disclosures, and provides for a measurement-date practical expedient. Parts I and II are effective for fiscal years beginning after December 15, 2015 and should be applied retrospectively, with early application permitted. Part III is effective for fiscal years beginning after December 15, 2015 and should be applied prospectively, with early application permitted.

Part I of the ASU requires an entity to measure fully benefit-responsive investment contracts only at contract value, eliminating the requirement to reconcile contract value to fair value if the two measures differ on the face of the financial statements. The amendments apply only to reporting entities within the scope of ASC 962 and ASC 965.

The objective of Part II of the ASU is to simplify and improve benefit plan investment disclosure requirements. For both participant-directed investments and nonparticipant-directed investments, the ASU eliminates the requirements to disclose individual investments in excess of 5% of net assets available for benefits, as well as net appreciation or depreciation for investments by general type. Entities must still disclose in aggregate net appreciation or depreciation in investments for the period. The amendments also require an entity to group participant-directed and nonparticipant-directed investments of employee benefit plans only by general type of investment, eliminating the need for entities to disclose classes of assets based on other ways, such as nature, characteristics, and risks. Lastly, plans that file Form 5500 with the Department of

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

Notes to Financial Statements

December 31, 2016 and 2015

(Amounts in thousands)

Labor ("DOL") as direct-filing entities are no longer required to provide the investment strategy disclosures under ASC 820, for investments using the NAV practical expedient.

The amendments in Part III of the ASU apply only to entities that have a fiscal year that does not coincide with a month end and follow the requirements in ASC 960, ASC 962, and ASC 965. Under the new guidance, as a practical expedient, a plan can measure investments and investment-related accounts as of a month-end date that is closest to the Plan's fiscal year end when the fiscal period does not coincide with a month end.

Part III is not applicable to the Plan, but management has adopted Parts I and II. Accordingly, the amendments were retrospectively applied, resulting in the elimination of the adjustment from fair value to contract value for fully benefit-responsive stable value fund and the removal of certain fair value disclosures related to these investments. The disclosures of individual investments that represent 5% or more of net assets available for benefits, the net appreciation or depreciation in fair value of investments by general type, and the level of disaggregation of investments that are measured at fair value has been simplified by disaggregating investments by general type versus disaggregating by nature, characteristics and risks.

3. FAIR VALUE MEASUREMENTS

ASC 820, Fair Value Measurements and Disclosures, provides a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value, as follows: Level 1, which refers to securities valued using unadjusted quoted prices from active markets for identical assets; Level 2, which refers to securities not traded on an active market but for which observable market inputs are readily available; and Level 3, which refers to securities valued based on significant unobservable inputs. Assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

Asset Valuation Techniques

Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs. There have been no changes in the methodologies used at December 31, 2016 and December 31, 2015.

The following is a description of the valuation methodologies used for assets measured at fair value:

Self-Directed Brokerage Account - Valued at quoted market prices except for the fixed income investments which may be valued using pricing models maximizing the use of observable inputs for similar securities. This includes basing value on yields currently available on comparable securities of issuers with similar credit ratings. When

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

Notes to Financial Statements

December 31, 2016 and 2015

(Amounts in thousands)

quoted prices are not available for identical or similar bonds, the bond may be valued under a discounted cash flow approach that maximizes observable inputs, such as current yields of similar instruments, but includes adjustments for certain risks that may not be observable, such as credit and liquidity risks or a broker quote, if available.

Mutual Funds - Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-ended mutual funds that are registered with the Securities and Exchange Commission. The funds are required to publish their daily Net Asset Value ("NAV") and to transact at that price.

Cash Series U.S. Government Fund-Stated at estimated fair value based on the NAV practical expedient. The Cash Series U.S. Government Fund invests in U.S. government securities and in repurchase agreements collateralized by U.S. government securities.

Common/Collective Trust Funds - Stated at estimated fair value, based on the NAV practical expedient, which is based on the fair value of the underlying assets held by the CCTs. Unit values of the CCTs are determined by dividing the funds' net assets at fair value by their units outstanding at the valuation dates.

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

Notes to Financial Statements

December 31, 2016 and 2015

(Amounts in thousands)

The following tables set forth by level within the fair value hierarchy a summary of the Plan's investments measured at fair value on a recurring basis at December 31, 2016 and 2015.

	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	2016 Total
Self-directed brokerage account				
Money market funds	\$ 628	\$ -	\$ -	\$ 628
Equity	3,961	-	-	3,961
Fixed income	-	17	-	17
Mutual funds	<u>1,345</u>	<u>-</u>	<u>-</u>	<u>1,345</u>
Total self-directed brokerage account	<u>5,934</u>	<u>17</u>	<u>-</u>	<u>5,951</u>
Common/collective trust funds				
Equity funds	-	904,598	-	904,598
Stable value fund	-	320,147	-	320,147
Fixed income funds	-	83,726	-	83,726
Asset allocation funds	<u>-</u>	<u>511,839</u>	<u>-</u>	<u>511,839</u>
Total common collective trust funds	<u>-</u>	<u>1,820,310</u>	<u>-</u>	<u>1,820,310</u>
Mutual funds				
Equity funds	72,702	-	-	72,702
Fixed income funds	<u>9,477</u>	<u>-</u>	<u>-</u>	<u>9,477</u>
Total mutual funds	<u>82,179</u>	<u>-</u>	<u>-</u>	<u>82,179</u>
Cash series U.S. government fund	<u>-</u>	<u>60,157</u>	<u>-</u>	<u>60,157</u>
Total	<u>\$ 88,113</u>	<u>\$ 1,880,484</u>	<u>\$ -</u>	<u>\$ 1,968,597</u>

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

Notes to Financial Statements

December 31, 2016 and 2015

(Amounts in thousands)

	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	2015 Total
Self-directed brokerage account				
Money market funds	\$ 1,081	\$ -	\$ -	\$ 1,081
Equity	3,813	-	-	3,813
Fixed income	-	42	-	42
Mutual funds	<u>1,159</u>	<u>-</u>	<u>-</u>	<u>1,159</u>
Total self-directed brokerage account	<u>6,053</u>	<u>42</u>	<u>-</u>	<u>6,095</u>
Common/collective trust funds				
Equity funds	-	853,550	-	853,550
Stable value fund	-	317,705	-	317,705
Fixed income funds	-	80,492	-	80,492
Asset allocation funds	<u>-</u>	<u>455,256</u>	<u>-</u>	<u>455,256</u>
Total common collective trust funds	<u>-</u>	<u>1,707,003</u>	<u>-</u>	<u>1,707,003</u>
Mutual funds				
Equity funds	67,662	-	-	67,662
Fixed income funds	<u>8,549</u>	<u>-</u>	<u>-</u>	<u>8,549</u>
Total mutual funds	<u>76,211</u>	<u>-</u>	<u>-</u>	<u>76,211</u>
Cash series U.S. government fund	<u>-</u>	<u>61,998</u>	<u>-</u>	<u>61,998</u>
Total	<u>\$ 82,264</u>	<u>\$ 1,769,043</u>	<u>\$ -</u>	<u>\$ 1,851,307</u>

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

Notes to Financial Statements

December 31, 2016 and 2015

(Amounts in thousands)

Transfers Between Levels

The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the Plan's policy is to recognize significant transfers between levels at the beginning of the reporting period.

We evaluate the significance of transfers between levels based upon the nature of the financial instrument and size of the transfer relative to total net assets available for benefits. For the year ended December 31, 2016 and 2015, there were no transfers between levels.

Securities Lending

There are no direct securities lending by the Plan; however certain investment funds permit securities lending. Should there be a default on loaned securities, the funds are generally reimbursed for the amount of the default. In certain market circumstances, there is the possibility that the funds may impose withdrawal restrictions. As of December 31, 2016 and 2015, there were no withdrawal restrictions. In addition, there were no losses allocated to participants as a result of the loss of collateral with respect to securities lending programs as of and for the years ended December 31, 2016 and 2015.

4. NAV PER SHARE

The following tables set forth a summary of the Plan's investments with a reported NAV at December 31, 2016 and 2015:

Investment	Fair Value Estimated Using Net Asset Value per Share December 31, 2016				
	Fair Value	Unfunded Commitment	Redemption Frequency	Other Redemption Restrictions	Redemption Notice Period
Common / collective trust funds					
Equity funds ^(a)	\$ 904,598	\$ -	Immediate	None	None
Fixed income funds ^(b)	83,726	-	Immediate	None	None
Asset allocation funds ^(c)	511,839	-	Immediate	None	None
Stable value fund ^(d)	320,147	-	Immediate	None	None
Cash series US gov't fund ^(e)	60,157	-	Immediate	None	None
Total	<u>\$ 1,880,467</u>	<u>\$ -</u>			

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

Notes to Financial Statements

December 31, 2016 and 2015

(Amounts in thousands)

Fair Value Estimated Using Net Asset Value per Share December 31, 2015					
Investment	Fair Value	Unfunded Commitment	Redemption Frequency	Other Redemption Restrictions	Redemption Notice Period
Common / collective trust funds					
Equity funds ^(a)	\$ 853,550	\$ -	Immediate	None	None
Fixed income funds ^(b)	80,492	-	Immediate	None	None
Asset allocation funds ^(c)	455,256	-	Immediate	None	None
Stable value fund ^(d)	317,705	-	Immediate	None	None
Cash series US gov't fund ^(e)	<u>61,998</u>	<u>-</u>	Immediate	None	None
Total	<u>\$ 1,769,001</u>	<u>\$ -</u>			

^(a) Equity - these funds seek to match the performance of an index of a particular segment of the financial market, such as the Standard & Poor's 500 Index.

^(b) Fixed income - these funds seek to invest its assets in a diversified portfolio of bonds, including corporate bonds, government bonds, mortgage backed and asset backed securities and Treasury Inflation Protected securities. The strategies seek to match the performance of particular bond indexes such as the Bloomberg Barclays Capital U.S. Aggregate Bond Index.

^(c) Asset allocation - these funds offer broad diversification and a disciplined rebalancing process. These funds seek to maintain the mix of U.S. and International stocks and U.S. bonds according to the asset allocation targets set at a conservative to aggressive asset mix or based on the target retirement date.

^(d) Stable value fund - the SVF consists of separately managed portfolios directed by RTC and managed by MetLife and RTC. The strategy's primary objective is the safety and preservation of principal and accumulated interest for participant-initiated transactions. Investment return will reflect both current market conditions and performance of the underlying investments (see Note 5).

^(e) Cash series U.S. government fund- the Cash series U.S. government fund seeks to maximize current income, to the extent consistent with the preservation of capital and liquidity. It invests in U.S. government securities and in repurchase agreements collateralized by U.S. government securities.

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

Notes to Financial Statements

December 31, 2016 and 2015

(Amounts in thousands)

5. STABLE VALUE FUND

RTC Stable Value Fund Collective Investment Trust, Series 25053 was formed for the purpose of allowing participating plan sponsors, who maintained defined contribution plans qualified under Sections 401(a) and 501(a) of the IRC, to invest in MetLife Group Annuity Contract 25053 issued by Metropolitan Life Insurance Company to RTC, for use as the primary underlying investment for their stable value collective investment trust fund. RTC is a wholly owned subsidiary of Reliance Financial Corporation. Reliance Financial Corporation is an indirect wholly-owned subsidiary of Fidelity National Information Services, Inc. Units are issued and redeemed daily at contract value (See "Circumstances That Impact the SVF" below for definition of contract value.). Contract value represents contributions, plus interest, less participant-initiated withdrawals or transfers. As of December 31, 2016 and 2015, contract value approximated estimated fair value.

Events Limiting Contract Value Treatment

Investment contracts are valued at contract value principally because participants are able to transact at contract value when initiating benefit-responsive withdrawals and transfers. Based on meeting the requirements for investment contract accounting, the SVF accounts for investment contracts in accordance with ASC 946-210 (formerly, FASB Staff Position (FSP) No. AAG INV-a, Reporting of Fully Benefit-Responsive Investment Contracts Held by Certain Investment Companies Subject to the AICPA Investment Company Guide and Defined-Contributions Health and Welfare and Pension Plans), which limits the circumstances in which the net assets of an investment company will be able to reflect the contract value of wrapper agreements and provides guidance with respect to the financial statement presentation and disclosure of fully benefit-responsive investment contracts.

Fair Value Estimation

The SVF is stated at contract value and invests in an actively-managed, highly diversified portfolio of fixed and floating rate securities. MetLife, a AA rated company, guarantees the contract value of the SVF and is the sole wrap provider. The estimated fair values of each of the Trust's investments are determined in accordance with valuation policies established by the Trustee.

Circumstances that Impact the SVF

The SVF invests entirely in the MetLife Group Annuity Contract Series 25053 Class 0, which consists of separately managed investment portfolios directed by RTC and managed by MetLife and RTC. Investments are stated at contract value which is equal to contributions, plus interest, less participant-initiated withdrawals and transfers. The SVF generally contains certain provisions that limit the ability of the SVF to transact at contract value upon the occurrence of certain events. These events include but are not

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

Notes to Financial Statements

December 31, 2016 and 2015

(Amounts in thousands)

limited to termination of the Plan, a material adverse change to the provisions of the Plan, or the employer elects to switch to a different investment provider. While it is possible that some of the Plans participating in the SVF may experience plan terminations or other events that would trigger fair value payouts under the SVF agreement, based on prior experience, management believes it is not probable that such events would be of sufficient magnitude to limit the ability of the SVF to transact at contract value with the participants in the SVF. Given that such events are beyond the control of the SVF, however, there can be no guarantee that this will be the case. In addition, investment contracts have elements of risk due to lack of a secondary market. Investment contracts may be subject to credit risk based on the ability of the wrap provider to meet its obligations under the terms of the contract. Plan management believes that the occurrence of events that would cause the SVF to transact at less than contract value is not probable.

6. EXEMPT PARTIES-IN-INTEREST TRANSACTIONS

The Board is comprised of executive officers of participating employers in the Plan and as such are participants in the Plan. Pentegra Services Inc. ("PSI"), a participating employer in the Plan, entered into a five-year service agreement effective May 1, 2007 whereby PSI provides administrative services to the Plan. This agreement outlines the fees that PSI charges the Plan and as such the Plan and PSI are related parties. The agreement has remained in effect pursuant to automatic one-year renewals. PSI and the Plan entered into a new five-year service agreement effective as of December 1, 2012. For the year ended December 31, 2016, the Plan incurred \$10,058 in administrative expenses charged by PSI. Pentegra Trust Company, a wholly-owned subsidiary of PSI is the sub-advisor to the Pentegra Advantage Asset Allocation Strategies ("PAAAS") sponsored by RTC. Total party-in-interest investments were \$31,567 and \$31,303 as of December 31, 2016 and 2015, respectively. Total net change in appreciation in fair value of investments on party-in-interest investments was \$2,218 or 1.45% of the Plan's net change in appreciation in fair value of investments and asset based fees on party-in-interest investments was \$145 or 1.83% of the Plan's asset based fees on investments for the year ended December 31, 2016.

7. PLAN TERMINATION

The Board shall have the right to amend or terminate the Plan or trust agreement subject to the provisions set forth in ERISA, at any time in whole or in part, for any reason, and without the consent of any participating employer or participant, and each employer by its adoption of the Plan and trust agreement shall be deemed to have delegated this authority to the Board. No amendment, however, shall impair such rights of payment as the participant would have had, if such amendment had not been made, with respect to contributions made by them or on their behalf to the Plan.

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

Notes to Financial Statements

December 31, 2016 and 2015

(Amounts in thousands)

8. FEDERAL INCOME TAX STATUS

The IRS has determined and informed the Plan by letter dated November 14, 2014 that the Plan and related trust are designed in accordance with the applicable regulations of the IRC. It is the view of the Plan administrator and the Plan's counsel that the Plan continues to be designed and operated in compliance with the applicable requirements of the IRC and the Plan and related trust continue to be tax-exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

U.S. GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2016 and 2015, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. Therefore, no provision for income taxes has been included in the Plan's financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

9. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

A reconciliation of net assets available for benefits per the financial statements to the total net assets per the Form 5500 as of December 31, 2016 and 2015, and the increase in net assets per the financial statements to the net income per the Form 5500 for the year ended December 31, 2016, is as follows:

	<u>2016</u>	<u>2015</u>
Net assets available for benefits per the financial statements	\$ 2,012,115	\$ 1,891,324
Deemed distributions	-	-
Adjustment from contract value to fair value for fully benefit-responsive stable value fund	<u>-</u>	<u>321</u>
Total net assets per the Form 5500	<u>\$ 2,012,115</u>	<u>\$ 1,891,645</u>
Net increase in net assets before plan transfers per the financial statements	\$ 144,946	\$ (4,418)
Deemed distributions	-	-
Adjustment from contract value to fair value for fully benefit-responsive stable value fund - December 31, 2016	-	321
Adjustment from contract value to fair value for fully benefit-responsive stable value fund - December 31, 2015	<u>(321)</u>	<u>(10,080)</u>
Net income per Form 5500	<u>\$ 144,625</u>	<u>\$ (14,177)</u>

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS

Notes to Financial Statements

December 31, 2016 and 2015

(Amounts in thousands)

10. SUBSEQUENT EVENTS

Subsequent events were evaluated through October 10, 2017. Management determined that there are no additional events requiring disclosures in the financial statements.

SUPPLEMENTAL SCHEDULE

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS
Form 5500, Schedule H, Part IV, Line 4i - Schedule of Assets (Held at End of Year)
December 31, 2016

(a)	(b) Identity of Issuer, Borrower, Lessor or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral par, or Maturity Value	(d) Cost	(e) Current Value
	Reliance Trust Company	Stable Value Fund, MetLife Series 25053 CL 0***	**	\$ 320,146,688
	State Street Global Advisors	S&P 500 (R) Indx NL SF CL A***	**	287,460,460
	State Street Global Advisors	S&P Midcap (R) Indx NL SF CL A***	**	212,685,451
	State Street Global Advisors	Russell Small Cap (R) Indx NL SF CL A***	**	82,025,344
	State Street Global Advisors	Russell Large Cap Growth Indx NL SF A***	**	78,564,901
	State Street Global Advisors	NASDAQ 100 Indx (R) NL SF CL A***	**	76,436,142
	State Street Global Advisors	Moderate Strategic Balanced SL SF CL I	**	71,368,743
	State Street Global Advisors	Russell Large Cap Value (R) Indx NL SF CL A***	**	70,465,835
	State Street Global Advisors	Target Retirement 2025 NL SF CL A	**	69,776,246
	State Street Global Advisors	Intl Indx NL SF CL A***	**	60,616,750
	State Street Global Advisors	Aggressive Strategic Balanced SL SF CL I***	**	57,308,314
	State Street Global Advisors	Target Retirement 2035 NL SF CL A***	**	49,027,760
	State Street Global Advisors	Target Retirement 2030 NL SF CL A***	**	42,949,662
	State Street Global Advisors	Target Retirement 2020 NL SF CL A***	**	42,093,763
	State Street Global Advisors	US Long Treasury Indx NL SF CL A	**	41,741,814
	State Street Global Advisors	REIT Indx NL SF CL A***	**	36,343,014
	State Street Global Advisors	Conservative Strategic Balanced SL SF CL I	**	33,605,081
	State Street Global Advisors	US Bond Indx NL SF CL A***	**	30,759,579
	State Street Global Advisors	Target Retirement 2045 NL SF CL A***	**	29,360,019
	State Street Global Advisors	Target Retirement 2040 NL SF CL A***	**	27,707,959
	State Street Global Advisors	Target Retirement 2015 NL SF CL A***	**	26,381,256
	State Street Global Advisors	Target Retirement 2050 NL SF CL A***	**	13,970,975
	State Street Global Advisors	US Inflation Pro Bond Indx NL SF CL A***	**	11,224,636
	State Street Global Advisors	Target Retirement 2055 NL SF CL A***	**	8,843,137
	State Street Global Advisors	Target Retirement Income NL SF CL A***	**	6,329,353
	State Street Global Advisors	Target Retirement 2060 NL SF CL A***	**	1,549,435
*	Reliance Trust Company	Pentegra Advantage Moderate Asset Allocation CL 0	**	11,311,672
*	Reliance Trust Company	Pentegra Advantage Moderately Aggressive Asset Allocation CL 0	**	9,912,574
*	Reliance Trust Company	Pentegra Advantage Aggressive Asset Allocation CL 0	**	5,529,113
*	Reliance Trust Company	Pentegra Advantage Moderately Conservative Asset Alloc. CL 0	**	3,232,087
*	Reliance Trust Company	Pentegra Advantage Conservative Asset Allocation CL 0	**	1,581,857
	Total investments in common collective trust funds**			<u>1,820,309,620</u>
	T. Rowe Price	T.Rowe Price Blue Chip Growth Fund	**	22,435,353
	American Beacon Funds	American Beacon Large Cap Value Fund Institutional	**	13,350,989
	American Funds	American Funds EuroPacific Growth Fund R6	**	11,707,862
	Principal Global Investors	Principal MidCap Fund Institutional	**	11,523,031
	Dodge and Cox	Dodge & Cox Income Fund	**	9,477,123
	Dimensional Fund Advisors	DFA US Small Cap Portfolio Institutional	**	8,515,121
	MFS	MFS Massachusetts Investors Trust Growth Stock Fund R6	**	<u>5,169,831</u>
	Total investments in mutual funds			<u>82,179,310</u>

See accompanying Independent Auditors' Report.

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS
Form 5500, Schedule H, Part IV, Line 4i - Schedule of Assets (Held at End of Year)
December 31, 2016

(a)	(b) Identity of Issuer, Borrower, Lessor or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral par, or Maturity Value	(d) Cost	(e) Current Value
	Charles Schwab and Company Inc.	Self Directed Brokerage Account	**	\$ 5,950,913
*	State Street Global Advisors	Cash Series US Government Fund***	**	60,156,826
	Total Investments			<u>\$ 1,968,596,669</u>
	Notes Receivable from	Loans - interest rates 2.45% to 10.25%, maturity dates 2017 through 2043	**	<u>\$ 40,891,755</u>

* Party-in-interest.

** Cost information not required for participant directed investments.

*** Common/collective trust funds and Cash Series US Government Fund include non-participant directed investments that have an aggregate cost and current value of \$2,665,315 and \$3,974,567 respectively, as of December 31, 2016.

See accompanying Independent Auditors' Report.

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS**Employer ID No.: 13-6321489****Plan No.: 333****FORM 5500, SCHEDULE H, PART IV, LINE 4i****Multiple-Employer Plan Participating Employer****FOR THE YEAR ENDED DECEMBER 31, 2016**

Row Labels	Plan Name	Plan EIN
M00	FEDERAL HOME LOAN BANK OF BOSTON	04-6002575
M19	FOXBORO FEDERAL SAVINGS	04-1339492
M25	MILFORD FEDERAL SAVINGS & LOAN ASSOC	04-1620675
M32	WINDSOR FEDERAL SAVINGS & LOAN ASSOC	06-0592775
M36	COMMUNITY GUARANTY SAVINGS BANK	02-0415243
M41	WINTER HILL BANK	04-1980523
M47	AROOSTOOK COUNTY FS & LA	01-0021085
M48	COLONIAL FEDERAL SAVINGS BANK	04-1983105
M52	WEBSTER FIRST FEDERAL CREDIT UNION	04-1953450
M53	NORTHFIELD SAVINGS BANK	03-0145560
M54	SHARON CREDIT UNION	04-2391206
M55	FREEDOM CREDIT UNION	04-1961180
M56	NEW HAMPSHIRE MUTUAL BANCORP	46-1671704
N00	FEDERAL HOME LOAN BANK OF NEW YORK	13-6400946
N01	PENTEGRA RETIREMENT SERVICES	13-6321489
N03	FIRST FS & LA OF MIDDLETOWN	14-0757620
N05	FRANKLIN BANK	21-0454410
N20	BOILING SPRINGS SAVINGS BANK	22-0780922
N21	NVE BANK	22-0892830
N33	MARINER'S BANK	22-3715369
N34	MASSENA SAVINGS & LOAN ASSOC	15-0379920
N35	MAPLE CITY SAVINGS BANK	16-0538200
N36	MILLVILLE SAVINGS & LOAN ASSOC.	21-0515339
N38	ENTERPRISE NATIONAL BANK N.J.	22-3687525
N39	1ST BANK OF SEA ISLE CITY	21-0624164
N42	JEFF BANK	14-0779859
N45	SCHUYLER SAVINGS BANK	22-1267395
N46	CARTHAGE FEDERAL SAVINGS AND LOAN ASSOC	15-0263165
N47	PINNACLE FEDERAL CREDIT UNION	22-6057338
N48	FIRST SOURCE FEDERAL CREDIT UNION	15-0535531
N49	FIRST HOPE BANK,N.A.	22-0998445
N51	USNY Bank	26-0432177
O00	FEDERAL HOME LOAN BANK OF PITTSBURGH	25-6001324
O08	UNITED SAVINGS BANK	23-0791885
O11	WASHINGTON FINANCIAL BANK	25-0866405

O16	HUNTINGDON SAVINGS BANK PASA	23-1621575
O17	PA ASSOC OF COMMUNITY BANKERS	25-1672295
O27	SLOVENIAN S & LA ASSOC. OF CANONSBURG	25-0801560
O29	cfsbank	25-0400413
O42	WASHINGTON SAVINGS ASSOCIATION	23-0747842
O44	FLEETWOOD BANK	23-0586213
O45	CITIZENS NATIONAL BANK	25-0404585
O46	GREENVILLE SAVINGS BANK	25-0361790
O47	ASIAN BANK	23-2956401
O50	C&G SAVINGS BANK	23-0485486
O52	FIRST UNITED NATIONAL BANK	25-0494045
O53	FIRST FEDERAL SVGS & LN ASSN GREENE CTY	25-0523055
O54	ALLEGHENY VALLEY BANK OF PITTSBURGH	25-0315543
O55	Putnam County Bank	55-0662270
O56	JONESTOWN BANK & TRUST CO.	23-0739565
O57	ATLANTIC COMMUNITY BANKERS BANK	23-2217734
O58	Coatesville Savings Bank	23-1580399
P04	OFFICE OF FINANCE FHLB	13-6400979
P21	SECURITY FEDERAL BANK	57-0113015
P22	HOMEWOOD FEDERAL SAVINGS BANK	52-0736512
P42	FIRST SAVINGS & LOAN ASSOC. OF MEBANE	56-0319795
P51	COUNCIL OF FEDERAL HOME LOAN BANKS	54-1877922
P57	TRI-PARISH BANK	72-0358722
P59	ROANOKE VALLEY SAVINGS BANK, SSB	56-0382885
P63	NEW REPUBLIC SAVINGS BANK	56-2105187
P66	SELECT BANK & TRUST COMPANY	56-2183600
P70	WAKE FOREST FEDERAL SAVINGS & LOAN ASSOC	56-0440967
P71	FARMERS STATE BANK	58-0240000
P73	THE CLAXTON BANK	58-0196521
P74	TARBORO SAVINGS BANK, SSB	56-0424070
P87	THE BANK OF COMMERCE	65-0981700
P88	ABBEVILLE FIRST BANK, SSB	57-0130830
P90	FIRST CENTURY BANK, N.A.	58-2661919
P93	SOUND BANKING COMPANY	31-1763452
P97	THE PEOPLES BANK	58-0643381
P99	CITIZENS BANK	58-0192680
PA2	FRIEND BANK	63-0191010
PA5	CITIZENS BANK AND TRUST COMPANY	54-0169450
PB1	HIGHLAND COMMERCIAL BANK	20-1429640
PB6	STATE DEPARTMENT FEDERAL CREDIT UNION	53-0197045
PB8	COMMUNITY BANK AND TRUST OF FLORIDA	59-3472696
PC1	PILOT BANCSHARES, INC	59-3304822
PC2	Belmont Federal Savings and	56-0138905
PC4	DEPARTMENT OF LABOR FEDERAL CREDIT	53-0205698
PC7	FIRST FLORIDA BANK	20-2951094
PC8	LIVE OAK BANKING COMPANY	80-0182298
PC9	JETSTREAM FEDERAL CREDIT UNION	59-0663622

PD1	MUNICIPAL EMPLOYEES CREDIT UNION OF	52-0284053
PD3	COMMERCE NATIONAL BANK & TRUST	16-1635422
PD4	FREEDOM FIRST FEDERAL CREDIT UNION	54-0699770
PD5	SOUTHCOAST COMMUNITY BANK	58-2384011
PD6	ENTRUST FINANCIAL CREDIT UNION	54-1040653
PD7	CARDINAL BANKSHARES CORPORATION	54-1804471
PD8	COASTAL BANK & TRUST	26-3754431
PD9	LIBRARY OF CONGRESS	53-0201233
PE3	PACIFIC NATIONAL BANK	59-2437764
PE5	MEMBER ONE FEDERAL CREDIT UNION	54-0526784
PE6	WASHINGTON GAS LIGHT	53-0201511
PE7	LATINO COMMUNITY CREDIT UNION	56-2180770
PE8	SURREY BANK & TRUST	56-6466868
PE9	FIRST STATE BANK	54-0186370
PF1	OLD TOWN BANK	26-0823021
PF2	nCino	45-3806440
PF3	First Carolina Bank	20-0967347
PF4	Brannen Banks of Florida, Inc.	59-2067268
PF5	Cornerstone Bank	56-2129155
Q00	FHLB OF CINCINNATI	31-6000228
Q17	GREENVILLE FEDERAL	34-4249480
Q24	HOME SAVINGS BANK OF WAPAKONETA	34-4264429
Q28	GREENEVILLE FEDERAL BANK, FSB	62-0634326
Q37	HOME CITY FINANCIAL CORPORATION	34-1839475
Q38	KENTUCKY FEDERAL S & LA	61-0245513
Q39	THE CALDWELL SAVINGS AND LOAN CO	31-4140480
Q42	FIRST FEDERAL SAVINGS & LOAN	34-0347710
Q43	VAN WERT FEDERAL SAVINGS BANK	34-4382025
Q44	FIRST FEDERAL S&L ASSOCIATION OF DELTA	34-4233110
Q47	FARMERS & MERCHANTS BANK	31-1038216
Q48	WINCHESTER FEDERAL BANK	61-0385463
Q49	WHITAKER BANK CORPORATION OF KENTUCKY	61-1208135
Q50	AMERICAN SAVINGS BANK	31-0199530
Q51	COMMUNITY BANK	62-1722861
Q52	CITIZENS FEDERAL SAVINGS & LOAN	61-0156535
Q53	OHIO BANKERS LEAGUE	31-0916384
Q55	THE PEOPLES NATIONAL BANK	31-4278465
Q58	BANK OF MAGNOLIA	34-0083490
Q59	HOME FEDERAL SAVINGS & LOAN ASSOCIATION	61-0228640
Q60	THE ROCKHOLD, BROWN & COMPANY BANK	31-4351147
Q61	FIRST NATIONAL BANK OF MCMINNVILLE	62-1203303
Q62	CENTERBANK	31-1657741
Q64	TNCONNECT CREDIT UNION	62-0262707
Q65	LCNB CORPORATION	13-1564588
Q66	FAIRFIELD FEDERAL SAVINGS & LOAN	31-4176480
Q68	THE ARLINGTON BANK	31-1630721
Q69	COMMERCIAL SAVINGS BANK	34-4209230

Q70	BANK OF RIPLEY	62-0340125
Q71	Citizens Bank of Kentucky, Inc.	61-0335030
R00	FEDERAL HOME LOAN BANK OF INDIANAPOLIS	35-6001443
R02	EATON FEDERAL SAVINGS BANK	38-0414093
R16	FIRST FEDERAL SAVINGS BANK	35-1116773
R24	OUR COMMUNITY BANK	35-0564470
R34	LAKE FEDERAL BANK, FSB	35-0994170
R35	UNITED FIDELITY BANK	35-1894432
R40	HOMESTEAD SAVINGS BANK	38-0660120
R44	RICHMOND MUTUAL BANCORPORATION	35-0309830
R49	FARMERS & MECHANICS FS&LA	35-0303170
R53	OLD MISSION BANK	38-3489563
R56	American Community Bank of Indiana	35-0144969
R58	EXCHANGE STATE BANK	38-0526280
R59	ISABELLA BANK CORPORATION	38-3568210
R60	OWEN COUNTY STATE BANK	35-0564480
R61	HILLSDALE COUNTY NATIONAL BANK	38-0650660
R62	ELEMENTS FINANCIAL FEDERAL CREDIT UNION	35-6022541
R63	INOVA FEDERAL CREDIT UNION	35-0887540
R64	Fort Financial Federal Credit Union	35-0868966
R65	Crestmark Bank	38-3286561
S00	FEDERAL HOME LOAN BANK OF CHICAGO	36-6001019
S01	FIRST LS & LA OF KEWANEE	36-1320290
S04	GREAT MIDWEST BANK	39-0476365
S21	BEARDSTOWN SAVINGS, SB	37-0170560
S22	HOYNE SAVINGS BANK	36-1241755
S24	GUARDIAN SAVINGS BANK	37-0533190
S25	LIBERTY BANK FOR SAVINGS	36-1385954
S26	SECURITY BANK, s.b.	37-0509011
S27	ILLINOIS LEAGUE OF FIN INSTIT	37-0341930
S28	ILLINOIS SERVICE F S & L A	36-1255545
S33	CENTRAL FEDERAL SAVINGS & LOAN ASSOC.	36-0882755
S36	WEST POINTE BANK	39-1827049
S37	COMMUNITY SAVINGS BANK	36-0939290
S38	MUTUAL FEDERAL BANK	36-1776229
S39	THE FIRST NATIONAL BANK OF RIVER	39-0280840
T00	FEDERAL HOME LOAN BANK OF DES MOINES	42-6000149
T13	VIKING SAVINGS BANK	41-1368205
T17	B&L BANK	44-0326420
T27	NEW ERA BANK	43-0432620
T28	FIRST NATIONAL BANK MAHNOMEN TWIN VALLEY	41-0256330
T30	Worthington Federal Savings Bank	41-0620886
T31	EXCHANGE STATE BANK	42-0239000
T33	KEARNEY TRUST COMPANY	44-0310650
T37	BANCSTAR, INC.	43-1261607
T38	SERVICE FIRST FEDERAL CREDIT UNION	46-0224713
T39	HEARTLAND BANK	42-0535090

U00	FEDERAL HOME LOAN BANK OF DALLAS	71-6013989
U12	AMORY FS & LA	64-0113206
U16	FIDELITY BANK	72-0184470
U23	NORTHEAST TEXAS TEACHERS FCU	75-1099272
U24	FIRST FEDERAL BANK OF LOUISIANA	72-0401264
U25	KAPLAN STATE BANK	72-1066314
U27	FIRST NATIONAL BANK OF FORT STOCKTON	74-1315027
U28	TEXAS BANKERS ASSOCIATION	74-0602235
U29	RAYNNE BUILDING & LOAN ASSOC.	72-0296215
U30	FIFTH DISTRICT SAVINGS BANK	72-0184630
U31	CITY NATIONAL BANK	74-0560702
U34	MBL BANK	72-0261971
U35	EUREKA HOMESTEAD	72-0180310
U36	FIRST NATIONAL BANK IN DERIDDER	72-0168925
U38	CITIZENS STATE BANK	75-1249004
U39	STATE NATIONAL BANK OF BIG SPRING	75-0139735
U40	RICHLAND STATE BANK	72-0300200
U41	EAST TEXAS BANCSHARES, INC.	76-0151437
U42	COMMUNITY BANK HOLDINGS OF TEXAS, INC.	75-1652603
U43	EVANGELINE BANK & TRUST COMPANY	72-0180410
U45	TENSAS STATE BANK	72-0332815
U46	MERCHANTS & FARMERS BANK & TRUST	72-0258810
U47	STATE EMPLOYEES CREDIT UNION OF	85-6010733
U48	GIBSLAND BANK & TRUST COMPANY	72-0389530
U49	U.S. EAGLE FEDERAL CREDIT UNION	85-0102181
U50	ST. LANDRY HOMESTEAD FSB	72-0307750
U51	CITIZENS SAVINGS BANK	72-0369226
U52	FIRST NATIONAL BANK OF LOUISIANA	72-0163429
U53	SUNDOWN STATE BANK	75-1104365
U54	COMANCHE NATIONAL CORPORATION	75-2937916
U55	THE FIRST NATIONAL BANK OF EAGLE LAKE	74-0602058
U56	POWELL STATE BANK	75-0304380
U57	ST. MARTIN BANK & TRUST COMPANY	72-0307850
U58	FALCON INTERNATIONAL BANK	74-2382841
U60	COMMUNITY BANCSHARES OF MISSISSIPPI	64-0606241
U62	Synergy Bank	72-1433422
U63	Farmers State Bank & Trust Company	72-0358475
U64	NEW FIRST NATIONAL BANK	74-0606995
U67	BANK OF GRAVETT	71-0009850
U68	MUENSTER STATE BANK	75-0453080
U69	Credit Union of Texas	75-0225045
U70	Progressive Bank	72-0769210
U71	CommunityBank of Texas, NA	74-1946814
U72	M C Bank & Trust Co.	72-0465556
U74	First Federal Savings and Loan Association	64-0341960
V00	FEDERAL HOME LOAN BANK OF TOPEKA	48-0561319
V04	MUTUAL SAVINGS ASSOC	48-0306560

V05	SAN LUIS VALLEY FEDERAL BANK	84-0312757
V09	ARGENTINE FEDERAL SAVINGS	48-0123640
V12	LIBERTY SAVINGS ASSOCIATION	48-0309900
V15	FIRST FLO CORPORATION	84-0725524
V17	LINDOE, INC	84-0530210
V19	KANSAS BANKERS SERVICES, INC.	48-1233705
V20	FIRST LIBERTY CAPITAL CORPORATION	84-0818995
V23	BancCentral, National Association	73-0177591
V24	CEDAR SECURITY BANK	47-0672448
V25	CHISHOLM TRAIL FINANCIAL CORPORATION	48-0932878
V27	SAC FEDERAL CREDIT UNION	47-0376486
V29	EQUITY BANK	48-0987182
V31	Central of Kansas, Inc.	48-0938215
V32	Capital City Bank	48-0391435
W02	SUMMIT STATE BANK	94-2878925
W09	SEA WEST COAST GUARD FEDERAL CREDIT	94-1480396
W10	FRESNO COUNTY FEDERAL CREDIT UNION	94-1214416
W11	SCE FEDERAL CREDIT UNION	95-1766772
W13	FINANCE AND THRIFT COMPANY	94-0762490
W14	MONTEREY CREDIT UNION	94-6198351
W15	ALTIER CREDIT UNION	86-0929205
X10	BANK OF THE ROCKIES, N.A.	81-0135360
X12	CASCADE FEDERAL CREDIT UNION	91-0596529
X13	SALAL CREDIT UNION	91-0593941
X15	FIRST NATIONAL BANK OF GILLETTE	83-0201987
X16	MOUNTAINCREST CREDIT UNION	91-0596314
X17	TRAILHEAD CREDIT UNION	93-0256725
X18	IRELAND BANK	82-0132840
X19	BIG HORN FEDERAL SAVINGS BANK	83-0105255
Grand Total		

Sum of Employee Contribution \$	Sum of Employer Contribution \$	Sum of Employer and Employee Contributions \$	Percentage of Total Contributions
2,164,721.57	1,114,492.83	3,279,214.40	2.48%
73,764.92	28,038.58	101,803.50	0.08%
315,847.83	79,376.91	395,224.74	0.30%
365,921.85	284,074.67	649,996.52	0.49%
27,695.47	24,834.18	52,529.65	0.04%
216,302.58	-	216,302.58	0.16%
92,233.58	26,522.18	118,755.76	0.09%
183,698.50	35,563.79	219,262.29	0.17%
483,898.70	407,737.11	891,635.81	0.67%
674,419.13	464,724.39	1,139,143.52	0.86%
246,603.70	494,859.61	741,463.31	0.56%
342,162.11	640,122.32	982,284.43	0.74%
1,340,154.34	425,137.20	1,765,291.54	1.33%
3,000,135.85	1,988,286.84	4,988,422.69	3.77%
1,519,292.69	534,043.01	2,053,335.70	1.55%
55,154.64	17,451.56	72,606.20	0.05%
124,757.00	127,150.00	251,907.00	0.19%
1,017,114.05	559,571.17	1,576,685.22	1.19%
359,822.81	79,234.67	439,057.48	0.33%
177,472.38	76,262.93	253,735.31	0.19%
80,331.58	-	80,331.58	0.06%
44,161.73	38,611.82	82,773.55	0.06%
44,783.58	74,573.34	119,356.92	0.09%
127,287.67	39,433.51	166,721.18	0.13%
128,375.25	102,316.83	230,692.08	0.17%
404,723.81	218,330.08	623,053.89	0.47%
35,508.84	-	35,508.84	0.03%
128,162.26	60,281.75	188,444.01	0.14%
79,819.51	49,472.12	129,291.63	0.10%
302,503.72	392,950.55	695,454.27	0.53%
488,544.82	244,006.44	732,551.26	0.55%
54,621.32	27,938.94	82,560.26	0.06%
1,889,053.86	1,023,470.35	2,912,524.21	2.20%
85,305.63	85,292.71	170,598.34	0.13%
685,171.00	402,747.00	1,087,918.00	0.82%

20,116.36	14,699.40	34,815.76	0.03%
28,831.02	23,719.46	52,550.48	0.04%
65,571.74	-	65,571.74	0.05%
153,290.83	35,259.21	188,550.04	0.14%
78,767.30	26,641.82	105,409.12	0.08%
173,169.10	67,979.48	241,148.58	0.18%
4,066.74	2,212.59	6,279.33	0.00%
126,293.09	74,234.46	200,527.55	0.15%
36,571.35	17,683.96	54,255.31	0.04%
106,431.93	170,640.08	277,072.01	0.21%
79,843.78	144,324.67	224,168.45	0.17%
198,691.36	34,146.16	232,837.52	0.18%
272,212.13	161,504.30	433,716.43	0.33%
115,360.53	54,998.15	170,358.68	0.13%
325,974.74	203,994.62	529,969.36	0.40%
544,606.15	481,738.20	1,026,344.35	0.78%
95,382.87	19,818.09	115,200.96	0.09%
1,308,804.16	617,203.11	1,926,007.27	1.46%
617,302.87	226,730.83	844,033.70	0.64%
15,872.30	15,872.30	31,744.60	0.02%
47,806.20	14,555.32	62,361.52	0.05%
39,720.13	33,403.22	73,123.35	0.06%
166,628.06	264,782.26	431,410.32	0.33%
17,609.76	4,865.16	22,474.92	0.02%
88,833.94	45,389.67	134,223.61	0.10%
534,563.58	383,720.96	918,284.54	0.69%
109,349.87	76,524.79	185,874.66	0.14%
118,927.64	103,030.03	221,957.67	0.17%
37,876.66	42,097.11	79,973.77	0.06%
5,989.57	25,182.18	31,171.75	0.02%
101,805.17	-	101,805.17	0.08%
61,507.30	41,692.81	103,200.11	0.08%
73,160.22	-	73,160.22	0.06%
139,600.68	75,908.68	215,509.36	0.16%
49,276.41	29,112.80	78,389.21	0.06%
38,747.25	3,928.33	42,675.58	0.03%
72,059.13	49,535.17	121,594.30	0.09%
228,438.55	80,561.61	309,000.16	0.23%
4,627.06	1,478.81	6,105.87	0.00%
828,767.32	814,320.58	1,643,087.90	1.24%
406,400.31	109,421.57	515,821.88	0.39%
190,705.86	40,357.70	231,063.56	0.17%
31,557.45	2,748.00	34,305.45	0.03%
52,732.35	63,926.92	116,659.27	0.09%
112,713.67	-	112,713.67	0.09%
2,574,112.28	2,019,644.27	4,593,756.55	3.47%
153,428.49	203,497.46	356,925.95	0.27%

735,751.71	369,688.53	1,105,440.24	0.84%
167,688.98	-	167,688.98	0.13%
343,250.28	345,434.68	688,684.96	0.52%
197,109.24	104,960.40	302,069.64	0.23%
39,032.68	85,637.50	124,670.18	0.09%
70,366.41	103,737.91	174,104.32	0.13%
98,778.78	22,503.86	121,282.64	0.09%
58,906.44	84,797.26	143,703.70	0.11%
322,280.44	231,799.81	554,080.25	0.42%
508,670.91	424,105.78	932,776.69	0.70%
90,584.26	41,574.79	132,159.05	0.10%
145,546.53	195,015.69	340,562.22	0.26%
210,654.26	177,334.83	387,989.09	0.29%
31,991.88	21,410.90	53,402.78	0.04%
32,978.52	13,956.34	46,934.86	0.04%
700,784.19	-	700,784.19	0.53%
138,948.25	49,216.23	188,164.48	0.14%
176,000.69	140,772.70	316,773.39	0.24%
49,964.71	28,539.87	78,504.58	0.06%
1,592,897.15	1,029,375.78	2,622,272.93	1.98%
127,908.12	80,337.54	208,245.66	0.16%
67,065.87	18,750.70	85,816.57	0.06%
134,212.79	106,780.54	240,993.33	0.18%
115,302.51	59,466.22	174,768.73	0.13%
22,224.79	3,488.35	25,713.14	0.02%
10,895.73	5,447.78	16,343.51	0.01%
296,991.20	48,844.60	345,835.80	0.26%
66,582.94	41,888.31	108,471.25	0.08%
98,148.96	25,720.50	123,869.46	0.09%
123,038.65	127,700.53	250,739.18	0.19%
56,527.24	43,541.15	100,068.39	0.08%
1,131,447.37	921,915.66	2,053,363.03	1.55%
37,880.50	51,466.24	89,346.74	0.07%
19,241.74	18,442.28	37,684.02	0.03%
8,895.70	4,580.62	13,476.32	0.01%
85,373.71	57,294.99	142,668.70	0.11%
68,203.55	48,623.83	116,827.38	0.09%
38,606.58	18,173.29	56,779.87	0.04%
204,907.72	86,505.03	291,412.75	0.22%
14,920.38	14,274.88	29,195.26	0.02%
310,866.88	-	310,866.88	0.23%
186,253.26	56,563.26	242,816.52	0.18%
42,550.65	39,341.36	81,892.01	0.06%
489,682.30	355,157.92	844,840.22	0.64%
174,002.80	95,259.97	269,262.77	0.20%
335,428.85	153,008.15	488,437.00	0.37%
283,060.18	106,034.85	389,095.03	0.29%

224,122.08	168,358.66	392,480.74	0.30%
355,239.73	219,417.28	574,657.01	0.43%
2,255,999.35	1,440,982.97	3,696,982.32	2.79%
239,296.10	99,014.98	338,311.08	0.26%
554,716.54	225,239.13	779,955.67	0.59%
47,087.14	36,456.59	83,543.73	0.06%
27,173.22	9,261.60	36,434.82	0.03%
117,017.08	22,265.59	139,282.67	0.11%
43,162.37	36,134.73	79,297.10	0.06%
450,755.13	159,109.29	609,864.42	0.46%
20,007.59	12,690.02	32,697.61	0.02%
81,811.59	66,151.78	147,963.37	0.11%
91,937.72	20,275.50	112,213.22	0.08%
70,426.83	16,403.78	86,830.61	0.07%
1,182,705.88	660,643.75	1,843,349.63	1.39%
163,288.91	99,647.65	262,936.56	0.20%
500,716.63	1,102,259.24	1,602,975.87	1.21%
1,068,215.61	1,775,496.77	2,843,712.38	2.15%
336,870.91	198,266.93	535,137.84	0.40%
90,037.42	-	90,037.42	0.07%
2,049,638.99	278,621.39	2,328,260.38	1.76%
3,817,184.84	1,899,393.20	5,716,578.04	4.32%
24.50	-	24.50	0.00%
404,950.13	290,708.61	695,658.74	0.53%
30,550.73	19,205.11	49,755.84	0.04%
205,214.08	92,393.26	297,607.34	0.22%
11,872.55	9,541.47	21,414.02	0.02%
503,476.76	242,880.69	746,357.45	0.56%
106,208.72	64,652.37	170,861.09	0.13%
36,679.74	11,319.44	47,999.18	0.04%
66,163.58	10,500.17	76,663.75	0.06%
92,833.52	94,188.80	187,022.32	0.14%
197,528.97	127,659.11	325,188.08	0.25%
193,975.95	127,664.86	321,640.81	0.24%
105,045.73	46,819.64	151,865.37	0.11%
386,659.73	448,859.05	835,518.78	0.63%
245,461.94	399,195.01	644,656.95	0.49%
78,571.32	124,029.32	202,600.64	0.15%
10,207.03	-	10,207.03	0.01%
140,687.02	306,826.52	447,513.54	0.34%
93,917.37	36,659.13	130,576.50	0.10%
50,646.87	57,824.40	108,471.27	0.08%
144,298.29	101,096.26	245,394.55	0.19%
82,208.02	126,069.05	208,277.07	0.16%
199,994.53	103,515.97	303,510.50	0.23%
138,302.28	54,785.14	193,087.42	0.15%
84,271.41	215,307.68	299,579.09	0.23%

2,101,997.28	1,304,592.14	3,406,589.42	2.57%
54,106.09	16,294.47	70,400.56	0.05%
1,685,086.19	870,932.07	2,556,018.26	1.93%
14,102.79	10,532.79	24,635.58	0.02%
567,158.70	289,916.73	857,075.43	0.65%
76,614.42	97,835.42	174,449.84	0.13%
36,545.58	-	36,545.58	0.03%
363,170.36	485,582.65	848,753.01	0.64%
21,155.76	28,095.80	49,251.56	0.04%
137,580.02	332,554.97	470,134.99	0.36%
18,303.13	-	18,303.13	0.01%
147,785.93	88,783.88	236,569.81	0.18%
100,995.64	118,670.98	219,666.62	0.17%
107,591.37	65,069.94	172,661.31	0.13%
167,682.72	88,204.73	255,887.45	0.19%
175,382.68	135,648.08	311,030.76	0.24%
250,124.50	247,928.67	498,053.17	0.38%
375,840.39	189,308.82	565,149.21	0.43%
519,470.33	373,187.51	892,657.84	0.67%
259,125.00	120,698.40	379,823.40	0.29%
125,117.40	62,288.80	187,406.20	0.14%
218,809.77	121,259.64	340,069.41	0.26%
515,898.99	193,960.44	709,859.43	0.54%
125,418.95	34,364.53	159,783.48	0.12%
497,333.86	565,203.52	1,062,537.38	0.80%
217,167.15	341,449.29	558,616.44	0.42%
286,300.95	883,240.66	1,169,541.61	0.88%
271,148.41	77,447.12	348,595.53	0.26%
93,112.70	78,694.99	171,807.69	0.13%
156,750.23	234,690.76	391,440.99	0.30%
62,255.17	29,740.12	91,995.29	0.07%
25,640.17	12,820.43	38,460.60	0.03%
253,121.28	252,654.99	505,776.27	0.38%
412,715.13	94,339.93	507,055.06	0.38%
536,442.07	-	536,442.07	0.41%
370,710.86	263,595.48	634,306.34	0.48%
109,593.16	178,297.25	287,890.41	0.22%
455,417.74	226,934.45	682,352.19	0.52%
118,392.45	105,684.17	224,076.62	0.17%
94,632.49	29,295.13	123,927.62	0.09%
1,190,853.09	1,378,570.43	2,569,423.52	1.94%
497,777.89	341,417.75	839,195.64	0.63%
2,248,820.18	1,656,403.87	3,905,224.05	2.95%
60,158.69	40,558.43	100,717.12	0.08%
16,942.24	-	16,942.24	0.01%
1,646,576.65	1,139,797.33	2,786,373.98	2.11%
133,014.00	47,497.00	180,511.00	0.14%

139,153.00	-	139,153.00	0.11%
25,466.53	23,266.49	48,733.02	0.04%
-	18,869.24	18,869.24	0.01%
64,816.55	46,430.54	111,247.09	0.08%
44,031.32	9,244.32	53,275.64	0.04%
197,913.32	144,452.35	342,365.67	0.26%
51,890.24	-	51,890.24	0.04%
204,610.70	154,893.26	359,503.96	0.27%
18,417.04	0.00	18,417.04	0.01%
23,464.95	5,862.14	29,327.09	0.02%
485,765.05	316,275.00	802,040.05	0.61%
753,313.32	446,550.78	1,199,864.10	0.91%
894,139.05	496,756.76	1,390,895.81	1.05%
306,766.42	173,036.01	479,802.43	0.36%
387,967.33	-	387,967.33	0.29%
134,613.14	45,414.46	180,027.60	0.14%
477,809.77	40,395.96	518,205.73	0.39%
594,918.79	475,481.43	1,070,400.22	0.81%
135,539.07	99,680.13	235,219.20	0.18%
356,659.81	188,503.53	545,163.34	0.41%
202,599.31	98,402.15	301,001.46	0.23%
128,349.16	43,065.76	171,414.92	0.13%
84,873.47	119,650.65	204,524.12	0.15%
625,087.02	225,574.17	850,661.19	0.64%
212,914.79	202,167.26	415,082.05	0.31%
26,896.58	-	26,896.58	0.02%
95,490.60	63,398.62	158,889.22	0.12%
200,700.91	25,000.00	225,700.91	0.17%
153,977.33	199,775.78	353,753.11	0.27%
80,621,288.37	51,722,450.34	132,343,738.71	100.00%

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS**Employer ID No.: 13-6321489**

Plan No.: 333

FORM 5500, SCHEDULE H, PART IV, LINE 5B

SCHEDULE OF PLANS TRANSFERRED FROM THIS PLAN TO ANOTHER PLAN(S)

JANUARY 1, 2016-DECEMBER 31, 2016

5b(1) Name of plan(s)	5b(2) EIN	5b(3) PN
Bank of New Hampshire Retirement Incentive Program	02-0155840	002
Riverview Financial Corporation 401(k) Retirement Plan	38-3917371	001
Hamilton State Bank Section 401(k) Profit Sharing Plan	20-1515603	001
Credit Union Retirement Plan Association 401(k) Plan - The Partnership FCU	35-2491258	333
Community Savings 401(k) Plan	31-4140480	003
Community Bank of Lexington TN 401(k) Plan	62-1722861	001
Citizens Federal Saving and Loan Association of Covington 401k Retirement Savings Plan	61-0156535	004
Pedcor Companies 401(k) Plan	35-0298350	001
FHLB Des Moines 401(k) Plan	42-6000149	001
Kaplan State Bank 401(k) Plan	72-1066314	001
Credit Union Retirement Plan Association 401(k) Plan as adopted by Premier Members Credit Union	84-0500890	333
Beneficial State Bank 401(k) Plan	94-0762490	001

PENTEGRA DEFINED CONTRIBUTION PLAN FOR FINANCIAL INSTITUTIONS
Employer ID No.: 13-6321489
Plan No.: 333

FORM 5500, SCHEDULE H, PART IV, LINE 4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2016

a)	b) Identity of issue, borrower, lessor or similar party	c) Description of Investment, including maturity date, rate of interest, collateral, par, or maturity value	d) Cost **	e) Current Value
	Reliance Trust Company	Stable Value Fund, MetLife Series 25053 CL 0***	**	\$ 320,146,688
	State Street Global Advisors	S&P 500 (R) Indx NL SF CL A***	**	287,460,460
	State Street Global Advisors	S&P Mid cap (R) Indx NL SF CL A***	**	212,685,451
	State Street Global Advisors	Russell Small Cap (R) Indx NL SF CL A***	**	82,025,344
	State Street Global Advisors	Russell Large Cap Growth Indx NL SF A***	**	78,564,901
	State Street Global Advisors	NASDAQ 100 Indx (R) NL SF CL A***	**	76,436,142
	State Street Global Advisors	Moderate Strategic Balanced SF Fund	**	71,368,743
	State Street Global Advisors	Russell Large Cap Value (R) Indx NL SF CL A***	**	70,465,835
	State Street Global Advisors	Target Retirement 2025 NL SF CL A	**	69,776,246
	State Street Global Advisors	Intl Indx NL SF CL A***	**	60,616,750
	State Street Global Advisors	Aggressive Strategic Balanced SF Fund CL I***	**	57,308,314
	State Street Global Advisors	Target Retirement 2035 NL SF CL A***	**	49,027,760
	State Street Global Advisors	Target Retirement 2030 NL SF CL A***	**	42,949,662
	State Street Global Advisors	Target Retirement 2020 NL SF CL A***	**	42,093,763
	State Street Global Advisors	US Long Treasury Indx NL SF CL A	**	41,741,814
	State Street Global Advisors	REIT Indx NL SF CL A***	**	36,343,014
	State Street Global Advisors	Conservative Strategic Balanced SF Fund CL I	**	33,605,081
	State Street Global Advisors	US Bond Indx NL SF CL A***	**	30,759,579
	State Street Global Advisors	Target Retirement 2045 NL SF CL A***	**	29,360,019
	State Street Global Advisors	Target Retirement 2040 NL SF CL A***	**	27,707,959
	State Street Global Advisors	Target Retirement 2015 NL SF CL A***	**	26,381,256
	State Street Global Advisors	Target Retirement 2050 NL SF CL A***	**	13,970,975
	State Street Global Advisors	US Inflation Pro Bond Indx NL SF CL A***	**	11,224,636
	State Street Global Advisors	Target Retirement 2055 NL SF CL A***	**	8,843,137
	State Street Global Advisors	Target Retirement Income NL SF CL A***	**	6,329,353
	State Street Global Advisors	Target Retirement 2060 NL SF CL A***	**	1,549,435
*	Reliance Trust Company	Pentegra Advantage Moderate Asset Allocation CL 0	**	11,311,672
*	Reliance Trust Company	Pentegra Advantage Moderately Aggressive Asset Allocation CL 0	**	9,912,574
*	Reliance Trust Company	Pentegra Advantage Aggressive Asset Allocation CL 0	**	5,529,113
*	Reliance Trust Company	Pentegra Advantage Moderately Conservative Asset Alloc. CL 0	**	3,232,087
*	Reliance Trust Company	Pentegra Advantage Conservative Asset Allocation CL 0	**	1,581,857
Total Investments in Common Collective Trust at Fair Value				1,820,309,620
	T. Rowe Price	T.Rowe Price Blue Chip Growth Fund	**	22,435,353
	American Beacon Funds	American Beacon Large Cap Value Fund Institutional	**	13,350,989
	American Funds	American Funds EuroPacific Growth Fund R6	**	11,707,862
	Principal Global Investors	Principal MidCap Fund Institutional	**	11,523,031
	Dodge and Cox	Dodge & Cox Income Fund	**	9,477,123
	Dimensional Fund Advisors	DFA US Small Cap Portfolio Institutional	**	8,515,121
	MFS	MFS Massachusetts Investors Trust Growth Stock Fund R6	**	5,169,831
Total Investments in Mutual Funds at Fair Value				82,179,310
	Charles Schwab and Company Inc.	Self Directed Brokerage Account	**	5,950,913
	State Street Global Advisors	Cash Series US Government Fund***	**	60,156,826
Total Investments				1,968,596,669
* Notes Receivable from participants Loans - Interest Rates 2.45% to 10.25%, Maturity Dates 2017 through 2043				39,295,738
Total				\$ 3,976,489,076

* Party - In - Interest

**Cost information not provided non - participant directed investments

***Common Collective Trust Funds, Short Term Investment Fund and Government Short Term Investment