Annual Report of Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This Report is required by law; Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)(A)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 245a(1), 602, and 611a); and sections 113, 165, 312, 616, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1860a(c)(1), and 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

NOTE: The Annual Report of Holding Companies must be signed by one director of the top-tier holding company. An individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report. If the holding company is an ESOP/ESOT formed as a corporation or an LLC, see the General Instructions for the authorized individual who must sign the report.

Jill Guettierrez
Name of the Holding Company Director and Officer

CFO
Title of the Holding Company Director and Officer

attest that the Annual Report of Holding Companies (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Jill Guettierrez
Signature of Holding Company Director and Officer

Date of Signing
3-17-2017

Date of Report
December 31, 2016

Bancorp 34, Inc.

Legal Title of Holding Company

500 E. 10th Street
(Mailing Address of the Holding Company) Street / P.O. Box
Alamogordo NM 88310

City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
James L. Hawkins Consultant
Name Title
623-334-6053
Area Code / Phone Number / Extension
480-794-1188
Area Code / FAX Number
james.h@bank34.com
E-mail Address

bank34.com
Address (URL) for the Holding Company's web page

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7030-0297), Washington, DC 20503.

12/2016
Results: A list of branches for your holding company: BANCORP 34, INC. (5009026) of ALAMOGORDO, NM.
The data are as of 12/31/2016. Data reflects information that was received and processed through 01/10/2017.

Reconciliation and Verification Steps
1. In the Data Action column of each branch row, enter one or more of the actions specified below
2. If required, enter the date in the Effective Date column

Actions
OK: If the branch information is correct, enter 'OK' in the Data Action column.
Change: If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the Data Action column and the data when this information first became valid in the Effective Date column.
Close: If a branch listed was sold or closed, enter 'Close' in the Data Action column and the sale or closure date in the Effective Date column.
Delete: If a branch listed was never owned by this depository institution, enter 'Delete' in the Data Action column.
Add: If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the Data Action column and the opening or acquisition date in the Effective Date column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure
When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.
If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:
To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add.
The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - https://y10online.federalreserve.gov.

* FDIC UNNUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSSD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNNUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ok</td>
<td></td>
<td>Full Service (head Office)</td>
<td>955977 BANK 34</td>
<td>500 19TH STREET</td>
<td>ALAMOGORDO NM 88310 OTERO UNITED STATES</td>
<td>41952</td>
<td>0</td>
<td>BANK 34</td>
<td></td>
<td>955977</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ok</td>
<td></td>
<td>Full Service</td>
<td>381618 PEORIA BRANCH</td>
<td>14155 NORTH 89TH AVENUE, SUITE 17</td>
<td>PEORIA AZ 85381 MARICOPA UNITED STATES</td>
<td>Not Required</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ok</td>
<td></td>
<td>Full Service</td>
<td>360831 SCOTTSDALE BRANCH</td>
<td>14850 N. SCOTTSDALE RD., STE 100</td>
<td>SCOTTSDALE AZ 85254 MARICOPA UNITED STATES</td>
<td>Not Required</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ok</td>
<td></td>
<td>Full Service</td>
<td>4167972 LAS CRUCES BRANCH</td>
<td>220 NORTH TELISH BOULEVARD</td>
<td>LAS CRUCES NM 88011 DONA ANA UNITED STATES</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Form FR Y-6  
Bancorp 34, Inc.  
Alamogordo, NM  
Fiscal Year Ending December 31, 2016

Report Item 3: Securities Holders

<table>
<thead>
<tr>
<th>(1)(a)</th>
<th>(1)(b)</th>
<th>(1)(c)</th>
<th>Securities Holders not listed in 3(1)(a) through (3)(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12/31/2016.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name &amp; Address (City, State, Country)</td>
<td>Country of Citizenship or Incorporation</td>
<td>Number and Percentage of Each Class of Voting Securities</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Bancorp 34, Inc. ESOP</th>
<th>USA</th>
<th>208,843 shares 6.1%</th>
</tr>
</thead>
</table>

Trustees are:
Randal L. Rabon
Alamogordo, NM USA
William F. Burt
Alamogordo, NM USA
James D. Harris
Alamogordo, NM USA
Don P. Van Winkle
Alamogordo, NM USA
Jill Gutierrez
Alamogordo, NM USA
Pete Cook Alamogordo, NM USA
Elaine E. Ralls, Ph.D.
Phoenix, AZ

The ESOP is located in Alamogordo, NM USA
## Report Item 4: Insiders

<table>
<thead>
<tr>
<th>Names &amp; Address (City, State, Country)</th>
<th>Principal Occupation if other than with holding company</th>
<th>Title &amp; Position with holding company</th>
<th>Title &amp; Position with Subsidiaries (include names of subsidiaries)</th>
<th>Percentage of Voting Securities in holding company</th>
<th>Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)</th>
<th>List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Randal L. Rabon</td>
<td>Business Owner</td>
<td>Director/ Chairman</td>
<td>Owner, Mesa Verde Enterprises</td>
<td>0.92%</td>
<td>N/A</td>
<td>Mesa Verde Enterprises Owns 33.3%</td>
</tr>
<tr>
<td>William F. Burt</td>
<td>Business Owner</td>
<td>Director/ Vice Chairman</td>
<td>Owner, Burt Broadcasting</td>
<td>0.22%</td>
<td>N/A</td>
<td>Burt Broadcasting Owns 50%</td>
</tr>
<tr>
<td>James D. Harris</td>
<td>Retired Insurance Agent</td>
<td>Director</td>
<td>Director BANK34, AF Mutual Holding Co., Alamogordo Financial Corp., Forward Holdings LLC</td>
<td>N/A</td>
<td>0.32%</td>
<td>N/A</td>
</tr>
<tr>
<td>Don P. Van Winkle</td>
<td>Consultant</td>
<td>Director</td>
<td>Director BANK34, AF Mutual Holding Co., Alamogordo Financial Corp., Forward Holdings LLC</td>
<td>N/A</td>
<td>0.06%</td>
<td>N/A</td>
</tr>
<tr>
<td>Jill Gutierrez</td>
<td>N/A</td>
<td>Director/ CEO</td>
<td>Director/ CEO BANK34, AF Mutual Holding Co., Alamogordo Financial Corp., Forward Holdings LLC</td>
<td>N/A</td>
<td>0.82%</td>
<td>N/A</td>
</tr>
<tr>
<td>Name</td>
<td>Title</td>
<td>Company</td>
<td>Ownership</td>
<td>% Holding</td>
<td>Notes</td>
<td></td>
</tr>
<tr>
<td>------------------------------</td>
<td>---------------------</td>
<td>----------------------------------------------</td>
<td>-----------</td>
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<td>------------------------------</td>
<td></td>
</tr>
<tr>
<td>Pete Cook</td>
<td>Retired Banker</td>
<td>Director</td>
<td>N/A</td>
<td>0.17%</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Elaine E. Rails, Ph.D. Phoenix, AZ</td>
<td>Business Owner</td>
<td>Director</td>
<td>Director BANK'34, AF Mutual Holding Co., Forward Holdings LLC</td>
<td>0.27%</td>
<td>Air Marketing, Phoenix, AZ 100%</td>
<td></td>
</tr>
<tr>
<td>Jan R. Thiry</td>
<td>N/A</td>
<td>Treasurer/ CFO</td>
<td>Treasurier/ CFO BANK'34, AF Mutual Holding Co., Forward Holdings LLC</td>
<td>0.20%</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>William P. Kauper Alamogordo, NM USA</td>
<td>N/A</td>
<td>President</td>
<td>President BANK'34, AF Mutual Holding Co., Forward Holdings LLC</td>
<td>0.58%</td>
<td>N/A</td>
<td></td>
</tr>
</tbody>
</table>