

FEDERAL RESERVE
OF CLEVELAND

2016 JUN 23 P 2:46

STATISTICS & ANALYSIS
DEPARTMENT

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

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

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

I, William J. Small

Name of the Holding Company Director and Official

Chairman of the Board

Title of the Holding Company Director and Official

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

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

Signature of Holding Company Director and Official

06/11/2015

Date of Signature

For holding companies not registered with the SEC—

Indicate status of Annual Report to Shareholders:

- ☐ is included with the FR Y-6 report
☐ will be sent under separate cover
☐ is not prepared

For Federal Reserve Bank Use Only

RSSD ID
C.I.

3316917

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

December 31, 2014

Month / Day / Year

None

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

Reporter's Name, Street, and Mailing Address

First Defiance Financial Corporation

Legal Title of Holding Company

601 Clinton Street

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

Defiance

OH

43512

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Steve Giesige

Senior Accountant

Name

Title

419-782-3064

Area Code / Phone Number / Extension

419-785-3759

Area Code / FAX Number

sgiesige@first-fed.com

E-mail Address

www.fdef.com

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

Does the reporter request confidential treatment for any portion of this submission?

☐ Yes Please identify the report items to which this request applies:

- ☐ In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
☐ The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

☒ No

Form FR Y-6
First Defiance Financial Corp.
Defiance, Ohio
Fiscal Year Ending December 31, 2014

Report Item

1: The savings and loan holding company prepares an annual report for its securities holders and is registered with the SEC. This report is filed publicly.

2a: Organizational Chart:



NR=Ownership percentage not reportable on the FR Y-10.

2b: Domestic branch listing provided to the Federal Reserve Bank on March 19, 2015.

FORM FR Y-6
First Defiance Financial Corp.
Fiscal Year Ending December 31, 2014

Report Item 3: Securities Holders
(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2014			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 12-31-2014		
(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Dimensional Fund Advisors LP Austin, TX, USA	USA	768,462 - 8% Common Stock	Wellington Management Company, LLP Boston, MA, USA	USA	820,572 - 9% Common Stock
Blackrock, Inc. New York, NY, USA	USA	677,121 - 7% Common Stock			
Manulife Asset Management, LLC Boston, MA, USA	USA	487,140 - 5% Common Stock			
*U.S. Treasury (TARP CPP) USA	USA	550,595 - 6% Common Stock Warrants			

*These common stock warrants are not voting shares, but according to the instructions, are to be included with this item.

FORM FR Y-6
First Defiance Financial Corp.
Fiscal Year Ending December 31, 2014

Report Item 4: Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securi- ties are held (List names of companies and percentage of voting securities held)
William Small Defiance, OH, USA	N/A	Chairman of the Board of Directors	N/A	N/A	1%	N/A	N/A
Donald Hileman Defiance, OH, USA	N/A	President & CEO	Executive Vice President & CEO (First Federal Bank) CEO (First Insurance Group)	N/A	0%	N/A	N/A
Kevin Thompson Defiance, OH, USA	N/A	Executive Vice President & CFO	Executive Vice President & CFO (First Federal Bank)	N/A	0%	N/A	N/A
Dennis Rose Defiance, OH, USA	N/A	N/A	Executive Vice President (First Federal Bank)	N/A	0%	N/A	N/A
Gregory Allen Findlay, OH, USA	N/A	N/A	Executive Vice President (First Federal Bank)	N/A	0%	N/A	N/A
Timothy Harris Bowling Green, OH, USA	N/A	N/A	Executive Vice President (First Federal Bank)	N/A	0%	N/A	N/A
Jim Williams Defiance, OH, USA	N/A	N/A	Executive Vice President (First Federal Bank)	N/A	0%	N/A	N/A
Marybeth Shunck Swanton, OH, USA	N/A	N/A	Executive Vice President (First Federal Bank)	N/A	0%	N/A	N/A
Mike Mulford Defiance, OH, USA	N/A	N/A	Executive Vice President (First Federal Bank)	N/A	0%	N/A	N/A
John Reisner Defiance, OH, USA	N/A	N/A	Executive Vice President (First Federal Bank)	N/A	0%	N/A	N/A
Stephen Boomer Defiance, OH, USA	N/A	Director	N/A	President & CEO (Arps Dairy, Inc.)	0%	N/A	N/A

FORM FR Y-6
First Defiance Financial Corp.
Fiscal Year Ending December 31, 2014

Report Item 4: Insiders
(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company	(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	(3)(c) Title & Position with Other Businesses (include names of other businesses)	(4)(a) Percentage of Voting Shares in Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securi- ties are held (List names of companies and percentage of voting securities held)
John Bookmyer Findlay, OH, USA	N/A	Director	N/A	President & CEO (Touch Consulting, LLC) CEO (Pain Mangement Group)	0%	N/A	N/A
Douglas Burgei, D.V.M. Napoleon, OH, USA	N/A	Director	N/A	Veternarian (Napoleon Veternary Clinic)	0%	N/A	N/A
Peter Diehl Defiance, OH, USA	N/A	Director	N/A	N/A	0%	N/A	N/A
Jean Hubbard Defiance, OH, USA	N/A	Director	N/A	Business Mgr & Treasurer (The Hubbard Company)	0%	N/A	N/A
Barbara Mitzel Adrian, MI, USA	N/A	Director	N/A	Area Manager (Consumers Energy)	0%	N/A	N/A
Samual Strausbaugh Tiffin, OH, USA	N/A	Director	N/A	President & CEO (JB & Company, Inc.)	0%	N/A	N/A
Charles D. Niehaus Sylvania, OH, USA	N/A	Director	N/A	Member, Manager (Niehaus, Wise & Kalas Ltd. Attorneys at Law)	0%	N/A	N/A

Results: A list of branches for your depository institution: FIRST FEDERAL BANK OF THE MIDWEST (ID: RSSD: 981275).
This depository institution is held by FIRST DEFENCE FINANCIAL CORPORATION (3316817) of DEFENCE, OH.
The data are as of 1/23/2014. Data reflects information that was received and processed through 1/18/2015.

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, revise the data, enter 'Change' in the Data Action column and the date when this information first became valid in the Effective Date column.
Close: If a branch failed was sold or closed, enter 'Close' in the Data Action column and the date when this information first became valid in the Effective Date column.
Add: If a new branch is being added, enter 'Add' in the Data Action column and the opening or acquisition date in the Effective Date 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 Procedures

When you are finished, send a saved copy to your FRBS contact. See the detailed instructions on this site for more information.
If you are emailing this to your FRBS 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 UNIFORM, Office Number, and ID_JSSD columns are for reference only. Verification of these values is not required.

Date Action	Effective Date	Branch Service Type	Branch ID - RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNIFORM*	Office Number*	Head Office	Head Office ID - RSSD*	Comments
OK		Full Service (Head Office)	981275	FIRST FEDERAL BANK OF THE MIDWEST	601 CLINTON STREET	DEFANCE	OH	43512	DEFANCE	UNITED STATES	42979	0	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840113	FORT WAYNE BRANCH	1655 WEST OUPONT ROAD	FORT WAYNE	IN	46825	ALLEN	UNITED STATES	49186	138	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	2056618	ADRIAN NORTH BRANCH	300 NORTH MAIN STREET	ADRIAN	MI	49721	LENAAWEE	UNITED STATES	186762	129	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	2053022	ADRIAN WEST BRANCH	1701 WEST MAUMEE STREET	ADRIAN	MI	49721	LENAAWEE	UNITED STATES	186764	131	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	2064091	HUDSON BRANCH	539 SOUTH MERIDIAN HIGHWAY	HUDSON	MI	49747	LENAAWEE	UNITED STATES	241154	133	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	2053099	MORENCI BRANCH	211 WEST MAIN STREET	MORENCI	MI	49756	LENAAWEE	UNITED STATES	186763	130	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	879448	TECHAMEN WEST BRANCH	1409 WEST CHICAGO	TECHAMEN	MI	49786	LENAAWEE	UNITED STATES	460233	137	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840177	BOWLING GREEN BRANCH	1228 WEST WOODSTER STREET	BOWLING GREEN	OH	43402	WOOD	UNITED STATES	463822	127	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	4416131	BOWLING GREEN NORTH BRANCH	1200 NORTH MAIN STREET	BOWLING GREEN	OH	43402	WOOD	UNITED STATES	531911	144	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840038	BRYAN MAIN BRANCH	204 EAST HIGH STREET	BRYAN	OH	43506	WILLIAMS	UNITED STATES	277444	3	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840010	DEFANCE NORTH BRANCH	1177 NORTH CLINTON STREET	DEFANCE	OH	43512	DEFANCE	UNITED STATES	463847	123	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840092	DELPHOS BRANCH	220 EAST SECOND STREET	DELPHOS	OH	45833	ALLEN	UNITED STATES	477	112	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840186	ELDA BRANCH	105 SOUTH GREENLAWN AVENUE	ELDA	OH	45607	ALLEN	UNITED STATES	7092	114	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3203556	FINLAY DOWNTOWN BRANCH	301 SOUTH MAIN STREET	FINLAY	OH	45840	HANCOCK	UNITED STATES	419226	111	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840065	FINLAY EAST BRANCH	7591 PATRIOT DRIVE	FINLAY	OH	45840	HANCOCK	UNITED STATES	463848	124	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840056	FINLAY NORTH BRANCH	3900 NORTH MAIN STREET	FINLAY	OH	45840	HANCOCK	UNITED STATES	357837	108	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840195	FOSTORIA BRANCH	1000 NORTH COUNTYLINE STREET	FOSTORIA	OH	44830	SENECA	UNITED STATES	463851	126	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3345005	GENOA BRANCH	2220 STATE ROUTE 51 WEST	GENOA	OH	43430	OTTAWA	UNITED STATES	441792	120	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840122	GLANDORF BRANCH	135 SOUTH MAIN STREET	GLANDORF	OH	45848	PUTNAM	UNITED STATES	518112	140	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840814	HICKSVILLE BRANCH	201 EAST HIGH STREET	HICKSVILLE	OH	43526	DEFANCE	UNITED STATES	277450	106	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840823	IMA ALLENTOWN BRANCH	2600 ALLENTOWN ROAD	IMA	OH	45605	ALLEN	UNITED STATES	185391	115	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840850	IMA SHAWNEE BRANCH	2565 SHAWNEE ROAD	IMA	OH	45908	ALLEN	UNITED STATES	518111	142	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840083	MAUMEE BRANCH	417 WEST DUSSEL DRIVE	MAUMEE	OH	43507	LUCAS	UNITED STATES	463849	125	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	1452726	MCCOMB BRANCH	124 EAST MAIN STREET	MCCOMB	OH	45958	HANCOCK	UNITED STATES	208862	109	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840069	MONTPELIER BRANCH	1050 EAST MAIN STREET	MONTPELIER	OH	43543	WILLIAMS	UNITED STATES	277445	100	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840131	NAPOLEON MAIN BRANCH	625 SCOTT STREET	NAPOLEON	OH	43545	HENRY	UNITED STATES	277443	2	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840140	NAPOLEON NORTH BRANCH	1800 NORTH SCOTT STREET	NAPOLEON	OH	43545	HENRY	UNITED STATES	277447	103	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	2949203	OREGON BRANCH	3420 NAVARRA AVENUE	OREGON	OH	43916	LUCAS	UNITED STATES	357229	118	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	566421	OTTAWA BRANCH	405 EAST MAIN STREET	OTTAWA	OH	46075	PUTNAM	UNITED STATES	4468	110	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840159	PAULDING BRANCH	905 NORTH WILLIAMS STREET	PAULDING	OH	45679	PAULDING	UNITED STATES	277451	107	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3345014	PERRYBURG BRANCH	1077 LOUISIANA AVENUE	PERRYBURG	OH	43951	WOOD	UNITED STATES	441793	121	FIRST FEDERAL BANK OF THE MIDWEST	981275	
OK		Full Service	3840168	WAUSEON BRANCH	211 SOUTH FULTON STREET	WAUSEON	OH	43967	FULTON	UNITED STATES	277442	1	FIRST FEDERAL BANK OF THE MIDWEST	981275	
ADD	8/25/2014	Full Service		FORT WAYNE LENOX RD BRANCH	9909 LENOX RD	FORT WAYNE	IN	46804	ALLEN	UNITED STATES			FIRST FEDERAL BANK OF THE MIDWEST		