

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, **Robert L. Breslow**

Name of the Holding Company Director and Official

**CFO, SVP**

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]*

Signature of Holding Company Director and Official

**08/25/2016**

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.

**3828625**

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

**December 15, 2015**

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

**Maple Leaf Financial, Inc.**

Legal Title of Holding Company

**10800 Kinsman Road**

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

**Newbury**

**OH**

**44065**

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

**Jennifer L. Brickman**

**Controller**

Name

Title

**4405649441 131**

Area Code / Phone Number / Extension

**4405649185**

Area Code / FAX Number

**jbrickman@geaugasavings.com**

E-mail Address

**www.geaugasavings.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

## Maple Leaf Financial, Inc.

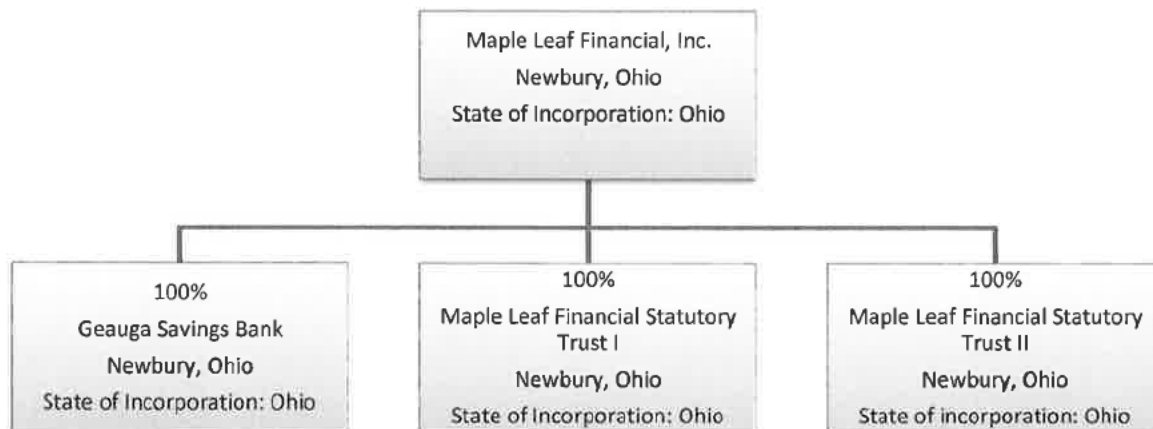
FR Y-6

Annual Report of Holding Companies

Fiscal year ending December 31, 2015

### Report Item:

- 1 The savings and loan holding company prepares an annual report for its shareholders and is not registered with the SEC. The 2015 annual report is enclosed.
- 2a Organizational Chart



- 2b Popular name of the branch: Geauga Savings Bank  
Date the branch became reportable: 12/01/2012  
Address: 10800 Kinsman Rd, Newbury, OH 44065, USA  
Type: Full service head office



Note: There is no Legal Identifier

**Form FR Y-6**

Legal Title of Holding Company: Maple Leaf Financial, Inc.  
Fiscal Year Ends: 12/31/2015

**Report Item 3: Securities Holders**

1a)1b) and 2a)2b)

\*\*\*Instructions: Please complete all items in red. In addition to including all applicable securities holders for Items 1 and 2 for each holding company in your organization, if there are none for either item, please include "None" or "N/A."  
(Please see Appendix A of the report instructions for an example of how to report Items 1 and 2.) Once complete, please print sheet and include in your hardcopy of the report.

\*\*\*Data Entry Tip: If you would like to add a line break within an individual cell, select Alt + Enter at the space where you would like the line break.  
Institution's Note: (If you would like to include a note, please add it here.)

Current securities holders with ownership, control, or holdings of 5% or more with power to vote as of fiscal year ending XX-XX-20XX.				Securities holders not listed in 31X(a) through 31X(c) that had ownership, control, or holdings of 5% or more with power to vote during the fiscal year ending XX-XX-20XX.			
1a) Name, City, State, Country	1b) Country of Citizenship or Incorporation	1c) Number and Percentage of Each Class of Voting Securities (Please include type of security)	2a) Name, City, State, Country	2b) Country of Citizenship or Incorporation	2c) Number and Percentage of Each Class of Voting Securities (Please include type of security)		
Howard Amstel, Palm Beach, Florida, USA	Ohio	26.13%	None	None	None		
Cosmo Bordonaro, Waite Hill, Ohio, USA	Ohio	5.44%	None	None	None		
William Costares, Moreland Hills, Ohio, USA	Ohio	10.87%	None	None	None		

## Form FR Y-6

Legal Title of Holding Company: **Maple Leaf Financial, Inc.**  
Fiscal Year End: **12/31/2015**

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

\*\*\*Instructions: Please complete all items in red in addition to including all applicable insiders for Items 1, 2, 3, and 4 for each holding company in your organization. If a certain item is not applicable  
\*\*\*Data Entry Tip: If you would like to add a line break within an individual cell, select Alt + Enter at the space where you would like to  
Institution's Note: (If you would like to include a note, please add it here)

(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 Companies (include names of other companies)	(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 Securities are held (list names of companies and percentage of voting securities held)
Howard Amster, Palm Beach, Florida, USA	financial consultant, McDonald Partners, LLC (securities brokerage) and private securities and real estate investor	Director	Director, Geauga Savings Bank	financial consultant, McDonald Partners, LLC (securities brokerage) and private securities and real estate investor	26.19%	0	See Exhibit I
Robert M. Bloom, Chesterland, Ohio, USA	president of Bloom Brothers Supply, (retail appliances, hardware and building materials dealer)	Director	Director, Geauga Savings Bank	president of Bloom Brothers Supply, (retail appliances, hardware and building materials dealer)	1.88%	0	none
Cosmo Bordonaro, Waite Hill, Ohio, USA	owner Miles B-Rite (retail grocery store)	Director	Director, Geauga Savings Bank	owner Miles B-Rite (retail grocery store)	5.44%	0	none
William Costaras, Moreland Hills, Ohio, USA	financial consultant, McDonald Partners, LLC (securities brokerage) and private securities and real estate investor	Director	Director, Geauga Savings Bank	financial consultant, McDonald Partners, LLC (securities brokerage) and private securities and real estate investor	10.79%	0	none
James E. Kleinfelter, Oreville, Ohio, USA	President and Chief Executive Officer of Maple Leaf Financial and Gauga Savings Bank	Director, President and Chief Executive Officer of Maple Leaf Financial	Director, President and Chief Executive Officer of Gauga Savings Bank	none	0.00%	0	none
Dennis E. Prots, Chardon, Ohio, USA	Retired	Director	Director, Geauga Savings Bank	none	0.91%	0	none

# EXHIBIT I

Private or Public Companies with an interest exceeding 25% as of December 31, 2015

Mr. Howard Amster

Amster Trading Company 23811 Chagrin Blvd., #200 Beachwood, OH 44122-5525	100% owned by Mr. Amster
Horizon Group Properties 6250 North River Road, Suite 1040 Rosemont, IL 60018-4247	100% owned by Mr. Amster
Pleasant Lake Apts., Corporation 23811 Chagrin Blvd., #200 Beachwood, OH 44122-5525	100% owned by Mr. Amster
Pleasant Lake Apts., LTD. Partnership 6940 South Edgerton Road Brecksville, OH 44141-3184	99% owned by Mr. Amster 1% owned by Pleasant Lake Apts., Corp

Mr. Amster has an interest exceeding 25% in the following entities through holdings by Pleasant Lake Apts., LTD Partnership.

Daleville Somerset Tulare Outlet Center LP	Beachwood, Ohio
HGP Investments LLC	Beachwood, Ohio
Laughlin Holdings LLC	Beachwood, Ohio
Magnolia Bluff Factory Shops LP	Beachwood, Ohio
Medford Holdings LLC	Beachwood, Ohio
Monroe Outlet Center LLC	Beachwood, Ohio
Pleasant Lake Apartments	Beachwood, Ohio
Tulare Outlet Center LP	Beachwood, Ohio
Warrenton Holdings LLC	Beachwood, Ohio