



# Annual Report of Holding Companies - ER, Y16

### 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. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(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. 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. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

#### I, James Kleinfelter

Name of the Holding Company Director and Official

#### Director; CEO

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	
For holding companies <u>not</u> 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 3828625	

This report form is to be filed by all top-tier bank holding companies, top-tier savings and loan holding companies, and U.S. inter-

mediate 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. Date of Report (top-tier holding company's fiscal year-end): December 31, 2016 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 Rd (Mailing Address of the Holding Company) Street / P.O. Box Newbury OH 44065 State Zip Code Physical Location (if different from mailing address) Person to whom questions about this report should be directed: Robert Breslow SVP/CFO Name 440 564 9441 x108 Area Code / Phone Number / Extension 440 564 9185 Area Code / FAX Number rbreslow@geaugasavings.com E-mail Address www.geaugasavings.com

ddress (URL) for the Holding Company's web page	
Is confidential treatment requested for any portion of this report submission?	0=No 1=Yes 0
In accordance with the General Instructions for this r (check only one),	eport
a letter justifying this request is being provided with the report	
a letter justifying this request has been provide separately	200000
NOTE: Information for which confidential treatment is requested must be provided separately and la as "confidential."	

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 (7100-0297), Washington, DC 20503 12/2016

## For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

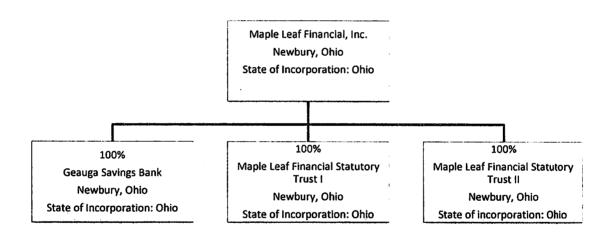
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Legal Title of Subsidiary Holding Company			Legal Title of Subsidiary Holding Company			
(Mailing Address of the	e Subsidiary Holding Company	r) Street / P.O. Box	(Mailing Address of t	he Subsidiary Holding Company)	Street / P.O. Box	
City	State	Zip Code	City	State	Zip Code	
Physical Location (if di	ifferent from mailing address)		Physical Location (if	different from mailing address)		
Legal Title of Subsidia	ry Holding Company		Legal Title of Subsid	iary Holding Company		
(Mailing Address of the	e Subsidiary Holding Company	/) Street / P.O. Box	(Mailing Address of t	he Subsidiary Holding Company)	Street / P.O. Box	
City	State	Zip Code	City	State	Zip Code	•
Physical Location (if di	ifferent from mailing address)		Physical Location (if	different from mailing address)		
Legal Title of Subsidia	ry Holding Company		Legal Title of Subsid	iary Holding Company		
(Mailing Address of the	e Subsidiary Holding Company	) Street / P.O. Box	(Mailing Address of t	he Subsidiary Holding Company)	Street / P.O. Box	
City	State	Zip Code	City	State	Zip Code	
Physical Location (if different from mailing address)			Physical Location (if different from mailing address)			
Legal Title of Subsidia	ry Holding Company		Legal Title of Subsid	iary Holding Company		
···	e Subsidiary Holding Company	Street / P.O. Box		he Subsidiary Holding Company)	Street / P.O. Boy	
		<u> </u>				
City	State	Zip Code	City	State	Zip Code	
Physical Location (if different from mailing address)			Physical Location (if different from mailing address)			

## Maple Leaf Financial, Inc.

FR Y-6 Annual Report of Holding Companies Fiscal year ending December 31, 2016

## Report Item:

- The savings and loan holding company prepares an annual report for its shareholders and is not registered with the SEC. The 2016 annual report is enclosed.
- 2a Organizational Chart



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 End: 12/31/2016

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

\*\*\*Instructions: Please complete all items in red, in addition to including all applicable secunties 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.)

	<del></del>		Securities holders not listed in 3(1)(a) through 3(1)(c) tha	had ownership, control, or holdings of \$% or m	ore with nower to unte during the	
Current securities holders with ownership, control, or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2016.			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			
		1(c)	2(a) Name, City, State, Country	2(b) Country of Citizenship or Incorporation	2(c) Number and Percentage of Each Class of Voting Securities (Please Include type of security.)	
Howard Amster, Palm Beach, Florida	USA	16063 shs Common Stock 26.19%	None	None	None	
Cosmo Bordonaro, Waite Hill, Ohio	USA	3337 shs Common Stock 5,44%	Hone	Hone	None	
William Costaras, Moreland Hills,						
Ohio	USA	6624 shs Common Stock 20.8%	None	None	None	
Brandon Kanitz, Grand Rapids, Michigan	USA	5293 shs Common Stock8.63%	None	None	None	
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Form FR Y-6 Legal Title of Holding Company: Maple Leaf Financial, Inc. Fiscal Year End: 12/31/2016

#### 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.)

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(1) Name, City, State, Country		(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	in 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 appliance, hardware and building materials dealer)	Director	Director; Geauga Savings Bank	president of Bloom Brothers Supply, (retail appliance, hardware and building materials dealer)	1.38%	0	none
Cosmo Bordonaro, Waite Hill, Ohio, USA	owner Miles Bi-Rite (retail grocery store)	Director	Director; Geauga Savings Bank	owner Miles Bi-Rite (retail grocery store)	5.44%		none
William Costaras, Moreland Hills, Ohio, USA		Director	Director; Geauga Savings Bank	financial consultant, McDonald Partners, LLC (securities brokerage) and private securities and real estate investor	10.79%		none
Olio, OSA	estate investor	Director	Director, Geauge Savings Bunk	CHAIC IIICHO!	10.75%		none
James E. Kleinfelter, Oreville, Ohio, USA	Officer of Maple Leaf Financial and	Director; President and Chief Executive Officer of Maple Leaf Financial	Director; President and Chief Executive Officer of Geauga Savings Bank	none	0.00%	0	none
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Dennis E. Prots, Chardon, Ohio, USA	Retired	Director	Director; Geauga Savings Bank	none	0.91%	0	none
Thornapple River Capital- Financial Services Industry Fund; Grand Rapids, Michigan, USA Brandon Kanitz Managing Principal	Managing Principal, Thornapple River Capital, LLC	Director	Director, Geauga Savings Bank	Managing Principal, Thornapple River Capital, LLC	8.63%	0	none
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## EXHIBIT I

Private or Public Companies with an interest exceeding 25% as of December 31, 2016 Mr. Howard Amster

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

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