



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.

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

December 31, 2015

Month / Day / Year

N/A

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

I, Peter F. Schork

Name of the Holding Company Director and Official

Director, President & 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.

Reporter's Name, Street, and Mailing Address

Ann Arbor Bancorp, Inc.

Legal Title of Holding Company

125 West William

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

Ann Arbor	MI	48104
City	State	Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Rebecca A. Stephens SVP & CFO

Name Title

734 418-0593

Area Code / Phone Number / Extension

7347614780

Area Code / FAX Number

rstephens@a2sb.com

E-mail Address

www.a2sb.com

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

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.

Peter F. Schork

Signature of Holding Company Director and Official

03/03/2016

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.

3962350

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
ANN ARBOR BANCORP
ANN ARBOR, MICHIGAN
FISCAL YEAR ENDING DECEMBER 31, 2015

1) Annual Report to Shareholders - 3 copies included with this report

2) a. Organization Chart

ANN ARBOR BANCORP, INC.
ANN ARBOR, MICHIGAN
State of Incorporation: Michigan

No LEI has been issued to Ann Arbor Bancorp, Inc.

100% OWNERSHIP

ANN ARBOR STATE BANK
ANN ARBOR, MICHIGAN
State of Incorporation: Michigan

No LEI has been issued to Ann Arbor State Bank

b. Branch Verification

The branch verification report was emailed to BranchReview@chi.frb.org on 01/26/16.

Results: A list of branches for your holding company: ANN ARBOR BANCORP, INC. (3962350) of ANN ARBOR, MI.
 The data are as of 12/31/2015. Data reflects information that was received and processed through 04/05/2016.

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 date 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>.

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

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	3825080	ANN ARBOR STATE BANK	125 WEST WILLIAM STREET	ANN ARBOR	MI	48104	WASHTENAW	UNITED STATES	474197	0	ANN ARBOR STATE BANK	3825080	
OK		Full Service	4958967	JACKSON BRANCH	611 NORTH WISNER STREET	JACKSON	MI	49202	JACKSON	UNITED STATES	Not Required	Not Required	ANN ARBOR STATE BANK	3825080	

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Ann Arbor Bancorp, Inc
 Ann Arbor, Michigan
 Fiscal Year Ending December 31, 2015

Report Item 3: Securities Holders

Current Securities Holders with ownership, control or holdings of 5% or more with power to vote <u>as-of</u> fiscal year end.			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 <u>during</u> the fiscal year.		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
Joseph R. Hollenshead III Ann Arbor MI 48105	USA	70,015, 8.45%	n/a	n/a	n/a
Howard J. Cooper Ann Arbor MI 48105	USA	47,800, 5.77%			

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Ann Arbor Bancorp, Inc
Ann Arbor, Michigan
Fiscal Year Ending December 31, 2015

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

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Names & Address (City, State, Country)	Principal Occupation if other than with Holding Company	Title & Position with Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (include names of other businesses)	Percentage of Voting Securities in Holding Company	Percentage of Voting Securities in Subsidiaries (include names of subsidiaries)	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)
Peggy Bachli, Saline, Michigan, USA	Banker	Senior Vice President	Senior Vice President (Ann Arbor State Bank)	none	0.30%	n/a	none
Carol Bradford, Ann Arbor, Michigan, USA	Surgeon	Director	Director (Ann Arbor State Bank)	Chair, Department of Otolaryngology-Head and Neck Surgery, University of Michigan	0.60%	n/a	none
William M Broucek, Manchester, Michigan, USA	Banker	Chairman	Executive Chairman (Ann Arbor State Bank)		3.26%	n/a	none
Michael Coghlin, Saline, Michigan, USA	Investor	Director	Director (Ann Arbor State Bank)	Owner & President, KHK Ventures	2.50%	n/a	100% KHK Ventures, LLC 100% Coghlan Properties, LLC 50% Alumitect Industries, LLC 50% All American Auto, LLC 46% Indian Brook Trout Fann

Howard Cooper, Ann Arbor, Michigan, USA	Retired Automotive Dealer	Director	Director (Ann Arbor State Bank)	President, Howard Cooper Inc	5.77%	n/a	none
Chester Czaplicka, Northville, Michigan, USA	Medical Instruments Inventor/Manufacturer	Director	Director (Ann Arbor State Bank)	Owner & President, Comprehensive Care Services	1.00%	n/a	47.50% Grizzley Peak Brewing Company 50% West Washington Street Associates 78% Comprehensive Care Services 45% 3T Medical Products 30% Northern United Brewing 38% Retro Partners 33% 105/107 25% 2 Up Partners 33% Edgewater Holdings 25% Czaplicka Properties
William Davis, Ann Arbor, Michigan, USA	Retail/Wholesale Water Supplier	Director	Director (Ann Arbor State Bank)	Owner & President, Arbor Springs Water Company	0.66%	n/a	100% Arbor Springs Water Co., Inc 25% Arbor Springs Water Co of Detroit 50% LampPost LTD 37.5% Campus Corner, LLC 33.33% DUM LLC 25% Maple Village Self Storage 68.7% Water Coolers, LLC 40% Marten/Davis LTD
Lee Gorman	Consulting Service for Start up Businesses	Director	Director (Ann Arbor State Bank)	Owner Barton Consulting Services	0.51%		50% Barton Consulting Services

Jake Haas, Chelsea, Michigan, USA	Property Management	Vice Chairman, Director	Vice Chairman, Director (Ann Arbor State Bank)	Managing Partner Managing Partner Managing Partner Managing Partner President Saline Construction	3.02%	n/a	50% Airport Boulevard Associates, LLC 50.5% Airport LNDC Associates, LLC 50% Runway Associates 50% Ellsworth Road Management, LLC 100% Saline Construction Company, Inc
David Hing, Ann Arbor, Michigan, USA	Surgeon	Director	Director (Ann Arbor State Bank)	Partner, Center for Plastic and Reconstructive Surgery Section Head, Plastic & Reconstructive Surgery St. Joseph's Mercy Hospital	1.13%	n/a	none
Darrell Kenney, Manchester, Michigan, USA	Banker	Senior Vice President	Senior Vice President (Ann Arbor State Bank)	none	1.09%	n/a	none
Stephen Kleinschmidt, Ann Arbor, Michigan, USA	Investor/Restaurateur	Director	Director (Ann Arbor State Bank)	Owner & Vice President Owner & Vice President	2.03%	n/a	50% 3685 Jackson Rd In 50% 3645 Jackson Rd LLC
David Munson, Dexter, Michigan, USA	Professor	Director	Director (Ann Arbor State Bank)	Dean of Engineering, University of Michigan Professor of Electrical Engineering and Computer Science, University of Michigan	0.26%	n/a	none
John Oberdick, South Lyon Michigan, USA	n/a	Senior Vice President, Investment Advisory Services	none	none	0.22%	n/a	none

Timothy Patton, Ann Arbor, Michigan, USA	Medical Services Provider	Director	Director (Ann Arbor State Bank)	Owner & President, Patton Holdings	3.50%	n/a	>51% Patton Holdings >51% Patton Real Estate >51% Patton Rentals >51% Depot Dining Clubs, LLC
Edward A Shaffran, Ypsilanti, MI 48197, USA	Real Estate Management	Director	Director (Ann Arbor State Bank)	Founder The Shaffran Co	0.12%	n/a	100% EAS Realty, Inc 100% EAS South, Inc 45% 118-124 S Main Associates, LLC 60% 216-218 Associates, LLC 55% 306-310 S Main Associates, LLC 50% 420 W Huron Associates, LLC 60% The Edward A Shaffran Company, Inc. 50% CES Equities, LLC 45% ECD Associates, LLC 70% Shaffran Equities, LLC 45% The Shaffran Companies, LTD 50% Fourth Ave Real Estate Management, LLC 50% 116 South Main, LLC
Peter F Schork, Ann Arbor, Michigan, USA	Banker	Director, President & CEO	Director, President & CEO (Ann Arbor State Bank)	none	2.47%	n/a	none
Rebecca Stephens, Ann Arbor, Michigan, USA	Banker	SVP, Chief Financial Officer	SVP & Chief Financial Officer (Ann Arbor State Bank)	none	0.15%	n/a	none
Joseph R Hollenshead III	Owner of Wholesale Computer Supply Business specializing in Ink	n/a	n/a	Owner, President Diversif	8.45%	n/a	none