

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. Timothy G. Marshall

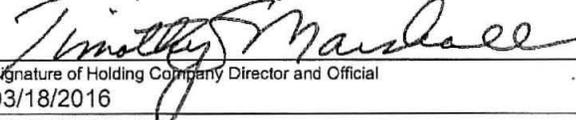
Name of the Holding Company Director and Official

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.

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
03/18/2016
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 2454380
C.I. _____

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

December 31, 2015

Month / Day / Year

None

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

Reporter's Name, Street, and Mailing Address

Arbor Bancorp, Inc.

Legal Title of Holding Company

125 South Fifth Ave

(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:

Mark J. Slade EVP & CFO

Name Title

734-327-1136

Area Code / Phone Number / Extension

734-663-7160

Area Code / FAX Number

msslade@boaa.com

E-mail Address

www.bankofannarbor.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

Arbor Bancorp, Inc.
Form Y6: December 31, 2015

Item 1a) 10K (Not applicable)

Item 1b) Annual Report (Enclosed)

Item 2) Organization Chart (Enclosed)

Item 2b) Branch Verification (Enclosed)

Item 3a) Shareholders voting greater than 5%

Name	Address	Citizenship	# of Shs.	# of Options	% Owned
Thomas P. Borders	Austin, TX. 78703	USA	65,166	6,000	7.27%
William C. Martin	Ann Arbor, MI. 48105	USA	138,332	7,500	15.44%
Michael C. Martin	Ann Arbor, MI. 48105	USA	24,000	5,000	2.68%

Item 3b) N/A

Item 4) Directors and Officers (See Attached)

Arbor Bancorp, Inc.
Year Ended December 31, 2015
March 16, 2016

Arbor Bancorp, Inc.

Ann Arbor, Michigan
State of Incorporation – Michigan
LEI: None

**Arbor Bancorp
Statutory Trust I**

Ann Arbor, Michigan
State of Incorporation – Connecticut
LEI: None

100% Owned

Bank of Ann Arbor

Ann Arbor, Michigan
State of Incorporation – Michigan
LEI: None

100% Owned

BOAA Leasing LLC

Managing Member
Ann Arbor, Michigan
State of Incorporation – Michigan
LEI: None

100% Owned

**UniFi Equipment Finance,
Inc.**

Ann Arbor, Michigan
State of Incorporation – Michigan
LEI: None

100% Owned

Results: A list of branches for your depository institution: BANK OF ANN ARBOR (ID_RSSD: 2390929).
 This depository institution is held by ARBOR BANCORP, INC. (2454380) of ANN ARBOR, MI.
 The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

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>.

* FDIC UNINUM, 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*
OK		Full Service (Head Office)	2390929	BANK OF ANN ARBOR	125 SOUTH FIFTH AVENUE	ANN ARBOR	MI	48104	WASHTENAW	UNITED STATES	56263	0	BANK OF ANN ARBOR	2390929
OK		Full Service	3717466	ELLSWORTH OFFICE	801 WEST ELLSWORTH ROAD	ANN ARBOR	MI	48108	WASHTENAW	UNITED STATES	457989	5	BANK OF ANN ARBOR	2390929
OK		Full Service	3528644	STADIUM OFFICE	2204 WEST STADIUM BOULEVARD	ANN ARBOR	MI	48103	WASHTENAW	UNITED STATES	419761	4	BANK OF ANN ARBOR	2390929
OK		Full Service	3528626	TRAVER VILLAGE OFFICE	2649 PLYMOUTH ROAD	ANN ARBOR	MI	48105	WASHTENAW	UNITED STATES	358945	1	BANK OF ANN ARBOR	2390929
OK		Full Service	4131087	PLYMOUTH BRANCH	1333 ANN ARBOR ROAD WEST	PLYMOUTH	MI	48170-123	WAYNE	UNITED STATES	82015	6	BANK OF ANN ARBOR	2390929
OK		Full Service	4779292	SALINE BRANCH	179 EAST MICHIGAN AVENUE	SALINE	MI	48176	WASHTENAW	UNITED STATES	Not Required	Not Required	BANK OF ANN ARBOR	2390929
OK		Full Service	3528596	YPSILANTI BRANCH	7 WEST MICHIGAN AVENUE	YPSILANTI	MI	48197	WASHTENAW	UNITED STATES	359737	2	BANK OF ANN ARBOR	2390929

FORM Y6 (as of Dec 2015)
 Item 4): Directors and Officers

Name:	Thomas P. Borders		
Address:	Austin, Texas		
Principal Occupation:	Business Owner/Investor		
	Title Position	No. Of Shares	Percent Owned
Arbor Bancorp, Inc.**	Director	65,166	7.27%
Bank of Ann Arbor	Director		
Other Affiliates: Midtown Group, Inc. Which includes: Midtown Realty, LLC 610 Guadalupe, LLC	President		50%
City Hall LLC	Member		22.65%
Hogarth Management, LLC	Member		50%
Douglas Lake LLC	Member		100%
Arbor Green II, LP**	Partner		23%
The Tapestry Foundation	Director		
MTG Portfolio, Ltd	Limited Partner		49.5%
Texas One Capital Mgt. LLC	Member		30.00%
Sixth Street Film, Ltd	General Partner		100%
Sixth Street Management	President		100%
214-218 South State St., LLC	Member		7.575%
6559 Partners, Ltd	Partner		49.5%
Whistler Goods, LP	Partner		.01%
SSF Seventeen, LP	Partner		99%
HVAC Acquisition, Inc.	Member		20%
BCL Walker, LLC	Member		36.6%
Rivercity Live, LLC	Member		35.1%
Greenhill Recreation, LLC	Manager		
2222 Rosewood, LLC	Manager		0%
1801 West Parmer Lane, LLC	Manager		0%

**The bank stock is owned by Arbor Green II, LP, of which Midtown Group, Inc. is the General Partner owning 1%. Mr. Borders is the President of Midtown Group, Inc. and also a 23% limited partner of Arbor Green II, LP.

Signature: 

Date: 3/2/16

FORM Y6 (as of Dec 2015)
 Item 4): Directors and Officers

Name:	Jan L. Garfinkle		
Address:	Ann Arbor, Michigan		
Principal Occupation:	Venture Capitalist		
	Title Position	No. Of Shares	Percent Owned
Arbor Bancorp, Inc.	Director	1,500	0.17%
Bank of Ann Arbor	Director		
<u>Other Affiliates:</u>			
Arboretum Ventures	President	680	68.0%
Arboretum Ventures, II, LP	Managing Director	n/a	1.0% 20.8%
Arboretum Ventures, IIa, LP	Managing Director	n/a	1.0% 20.8%
Arboretum Ventures, I, LLC	Managing Director	n/a	20.0%
Arboretum Ventures, I-A, LLC	Managing Director	n/a	0.0% 10.0%
Arboretum Ventures, III, LP	Managing Director	n/a	1.2%
Arboretum Investment Manager, LLC	Managing Member	n/a	68.0%
Arboretum Investment Manager II, LLC	Managing Member	n/a	48.0%
Arboretum Investment Manager IIa, LLC	Managing Member	n/a	48.0%
Arboretum Investment Manager III, LLC	Managing Member	n/a	38.0%

Arboretum Ventures IV, LP ^{Managing Director} n/a 1.5%

Arboretum Investment Manager IV, LLC ^{Managing Member} 27.1%

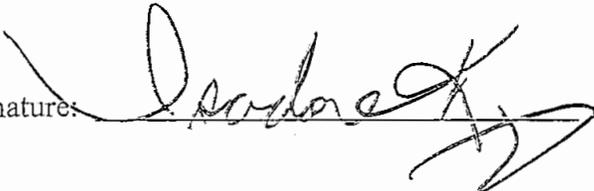
Signature: Jan Garfinkle

Date: 3/1/16

FORM Y6 (as of Dec 2015)
Item 4): Directors and Officers

Name:	Isadore J. King		
Address:	Ann Arbor, Michigan		
Principal Occupation:	Health Care Executive		
	Title Position	No. Of Shares	Percent Owned
Arbor Bancorp, Inc.	Director	300	0.03%
Bank of Ann Arbor	Director		
Other Affiliates:	President &		
Synergy Partners, LLC	CEO		

↑
Integrated Care Alliance, LLC

Signature: 

Date: 2/3/16

FORM Y6 (as of Dec 2015)

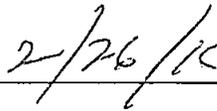
Item 4): Directors and Officers

Name:	Timothy G. Marshall		
Address:	Ann Arbor, Michigan		
Principal Occupation:	Bank CEO		
	Title Position	No. Of Shares	Percent Owned
Arbor Bancorp, Inc.	Director & CEO	11,950	1.33%
Bank of Ann Arbor	Director & CEO		
<u>Other Affiliates:</u> None			

Signature:



Date:



FORM Y6 (as of Dec 2015)
 Item 4): Directors and Officers

Name:	Michael C. Martin		
Address:	Ann Arbor, Michigan		
Principal Occupation:	Real Estate Developer		
	Title Position	No. Of Shares	Percent Owned
Arbor Bancorp, Inc.	Director	24,000	2.68%
Bank of Ann Arbor	Director		
Other Affiliates:			
Huron Ashley LLP	Member		24.50%
Traver Village LLP	Member		32.00%
South First Associates LLC	Member		19%
First Properties Assoc. LLP	Member		25%
Millcreek One LLC	Member		26.11%
Mill Creek II Assoc.	Partner		35.63%
3965 South State Associates LLC	Member		32%
2001 Commonwealth LLC	Member		1%
Keweenaw LLC	Member		20%
317 Maynard LLC	Member		35.05%
330 East Liberty LLC	Member		15%
520 East Liberty LLC	Member		15%
555 South Forest LLC	Member		1%
320 South Division LLC	Member		1%
Rabbit Bay LLC	Member		24.50%
201 Depot LLC	Member		50%
Long Timber Ranch LLC	Member		10%
Traverwood Apartments LLC	Member		25%
116-120 W. Huron LLC	Member		25%
Traverwood Properties MDI LLC	Member		37.50%
Second Properties Associates LLC	Member		4.166705%

Mingt Hi Investors, LLC

6.25%

Signature: 

Date: 3/9/14

FORM Y6 (as of Dec 2015)
 Item 4): Directors and Officers

Name:	William C. Martin		
Address:	Ann Arbor, Michigan		
Principal Occupation:	Real Estate Developer		
	Title Position	No. Of Shares	Percent Owned
Arbor Bancorp, Inc.	Director	138,332	15.44%
Bank of Ann Arbor	Director		
<u>Other Affiliates:</u>			
First Martin Corporation	Owner		100%
C-3 Partners	Member		50%
Depot Street Benevolent Assn.	Member		50%
Homestead Commons LLC	Member		98.95%
Homestead Office LLC	Member		72%
Huron Ashley LLC	Member		49%
Traver Village LLC	Member		34%
Second Properties Assoc. LLC	Member		81.33%
First Properties Assoc. LLC	Member		48%
Main/Washington Assoc. LLC	Member		49%
Green Road Assoc. LLC	Member		98%
Mill Creek One LLC	Member		47.79%
Mill Creek II Assoc.	Member		18.75%
Traverwood	Owner		100%
EPA LLC	Member		50%
Traverwood Properties I LLC	Member		50%
City Hall LLC	Member		63.73%
Trackside Restaurant Corp.	Member		52.27272%
3965 South State Associates LLC	Member		25%
2001 Commonwealth LLC	Member		49%
Keweenaw LLC	Member		58%
API Properties 815 LLC	Member		100%
Traverwood Properties MDI LLC	Member		25%
Traverwood Properties II LLC	Member		50%
317 Maynard LLC	Member		9.90%
2401, LLC	Member		50%
Traverwood Properties III LLC	Member		50%
330 East Liberty LLC	Member		35%
520 East Liberty LLC	Member		35%
555 South Forest LLC	Member		49%
320 South Division LLC	Member		49%
Rabbit Bay LLC	Member		49%
Dreamland LLC	Member		50%

South First Associates LLC	Member		48.798%
Martin Family Foundation	Owner		100%
First Charter Service Corp	Owner		100%
Traverwood Bank LLC	Member		50%
Traverwood Apartments LLC	Member		25%

Minor Hi Investors

6.75%

Signature: _____

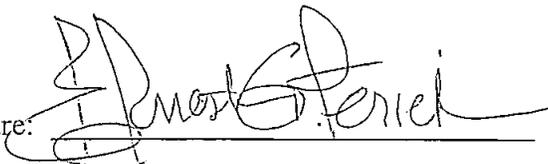


Date: _____

3/9/16

FORM Y6 (as of Dec 2015)
 Item 4): Directors and Officers

Name:	Ernest G. Perich		
Address:	Ann Arbor, Michigan		
Principal Occupation:	Advertising Agency Owner		
	Title Position	No. Of Shares	Percent Owned
Arbor Bancorp, Inc.	Director	10,200	1.14%
Bank of Ann Arbor	Director		
Other Affiliates:			
Perich + Partners	Owner		100%

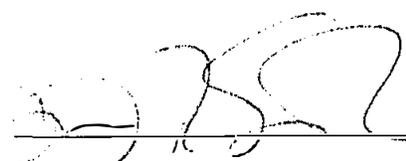
Signature: 

Date: 2/26/16

FORM Y6 (as of Dec 2015)

Item 4): Directors and Officers

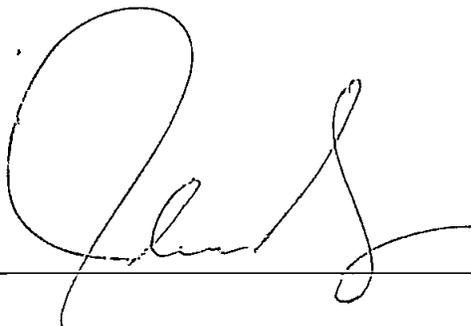
Name:	David R. Sarns		
Address:	Ann Arbor, Michigan		
Principal Occupation:	Private Investor		
	Title Position	No. Of Shares	Percent Owned
Arbor Bancorp, Inc.	Director	30,488	3.40%
Bank of Ann Arbor	Director		
<u>Other Affiliates:</u>			
360 Advisors	Managing Member		100%
SI Company	Manager		49%
NuStep, Inc	Shareholder		20%
Morgan & State	Shareholder	5,000	11%
Ridge Run III, LLC	Member		100%
State & Venture, LLC	Member		20%
Pondview Properties, LLC	owned by parents		0%
NuStep IC-Disc, Inc	Shareholder		20%

Signature: 

Date: 2/26/16

FORM Y6 (as of Dec 2015)
 Item 4): Directors and Officers

Name:	Joseph A. Sesi		
Address:	Ann Arbor, Michigan		
Principal Occupation:	Car Dealership Owner		
	Title Position	No. Of Shares	Percent Owned
Arbor Bancorp, Inc.	Director	7,500	0.84%
Bank of Ann Arbor	Director		
Other Affiliates:			
Sesi Lincoln Mazda Volvo	Owner		100%
LMV Properties	Owner		100%
Madison Plaza, LLC	Owner		33%
✓Sesi Real Estate Investment			100%
✓Sesi Agency Incorporated			100%

Signature: 

Date: 2-25-2015

FORM Y6 (as of Dec 2015)

Item 4): Directors and Officers

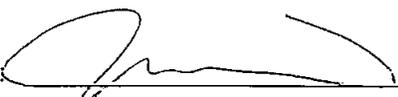
Name:	Cynthia H. Wilbanks		
Address:	Ypsilanti, Michigan		
Principal Occupation:	University Administrator		
	Title Position	No. Of Shares	Percent Owned
Arbor Bancorp, Inc.	Director	2,500	0.28%
Bank of Ann Arbor	Director		
<u>Other Affiliates:</u> None			

Signature: Cynthia H. Wilbanks Date: 2-26-16

FORM Y6 (as of Dec 2015)
 Item 4): Directors and Officers

Name:	Jeffrey S. Williams		
Address:	Ann Arbor, Michigan		
Principal Occupation:	Managing Director Cavanaugh Lake, LLC		
	Title Position	No. Of Shares	Percent Owned
Arbor Bancorp, Inc.	Director	1,000	0.11%
Bank of Ann Arbor	Director		
Other Affiliates:			
Tangent Medical Technologies	Chairman & CEO		
NeuMoDx Molecular, Inc.	Chairman & CEO		

Strata Oncology, Inc. Director

Signature: 

Date: 2/27/16

FORM Y6 (as of Dec 2015)

Item 4): Directors and Officers

Name:	Charles E. Crone		
Address:	Ann Arbor, Michigan		
Principal Occupation:	Loan Officer		
	Title Position	No. Of Shares	Percent Owned
Arbor Bancorp, Inc.	VP	1,674	0.19%
Bank of Ann Arbor	EVP & Chief Revenue Officer		
<u>Other Affiliates:</u> None			

Signature: 

Date: 2-16-16

FORM Y6 (as of Dec 2015)

Item 4): Directors and Officers

Name:	Lyle F. Dahlberg		
Address:	Ann Arbor, Michigan		
Principal Occupation:	Trust Officer		
	Title Position	No. Of Shares	Percent Owned
Arbor Bancorp, Inc.	VP	1,583	0.18%
Bank of Ann Arbor	1 st VP		
Other Affiliates:			
None			

Signature: L.F. Dahlberg

Date: 2/22/2016

FORM Y6 (as of Dec 2015)

Item 4): Directors and Officers

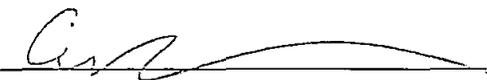
Name:	Patti H. Judson		
Address:	Ann Arbor, Michigan		
Principal Occupation:	Bank Officer		
	Title Position	No. Of Shares	Percent Owned
Arbor Bancorp, Inc.	VP	2,740	0.31%
Bank of Ann Arbor	EVP & COO		
<u>Other Affiliates:</u>			
None			

Signature: 

Date: 2/25/16

FORM Y6 (as of Dec 2015)
Item 4): Directors and Officers

Name:	Cynthia J. Livesay		
Address:	Ann Arbor, Michigan		
Principal Occupation:	Credit Officer		
	Title Position	No. Of Shares	Percent Owned
Arbor Bancorp, Inc.	VP	2,027	0.23%
Bank of Ann Arbor	1 st VP		
Other Affiliates:			
None			

Signature: 

Date: 2-22-16

FORM Y6 (as of Dec 2015)

Item 4): Directors and Officers

Name:	Mark J. Slade		
Address:	Ann Arbor, Michigan		
Principal Occupation:	Bank CFO		
	Title Position	No. Of Shares	Percent Owned
Arbor Bancorp, Inc.	VP & CFO	3,651	0.41%
Bank of Ann Arbor	1 st VP & CFO		
Other Affiliates: None			

Signature: 

Date: 2/22/16