Board of Governors of the Federal Reserve System

FEDERAL RESERVE BANK
2014 MAR 12 A 10:28
STATISTICS & ANALYSIS
DEPARTMENT

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, Michael R. Miller
Name of the Holding Company Director and Official

Chairman and 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

Date of Signature

Date of Report (top-tier holding company's fiscal year-end):
December 31, 2013
Month / Day / Year

Reporter's Name, Street, and Mailing Address
Waterford Bancorp, Inc.
Legal Title of Holding Company
3900 N. McCord Rd.
(Mailing Address of the Holding Company) Street / P.O. Box
Toledo | OH | 43617
City | State | Zip Code

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:
Deborah G. Beyer | SVP/CFO
Name | Title
419-720-3544
Area Code / Phone Number / Extension
419-720-3942
Area Code / FAX Number
debbie.beyer@waterfordbankna.com
E-mail Address
www.waterfordbankna.com
Address (URL) for the Holding Company's web page

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 3588415
C.I. _____

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

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 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, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

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.

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

City State Zip Code

Physical location (if different from mailing address)

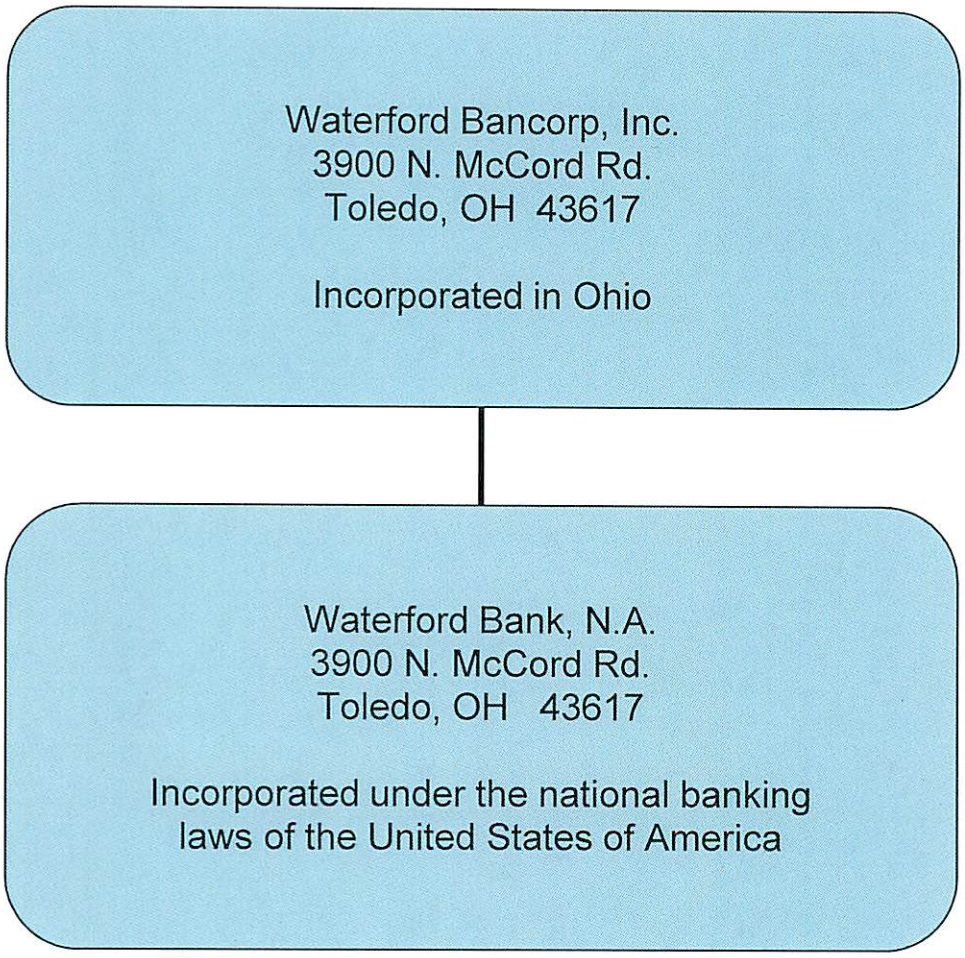
Form FR Y-6

Waterford Bancorp, Inc.

Toledo, OH

Fiscal Year Ending December 31, 2013

Report Item 2a: Organizational Chart



Results: A list of branches for your depository institution: WATERFORD BANK, NA (ID_RSSD: 3588424).
This depository institution is held by WATERFORD BANCORP (3588415) of TOLEDO, OH.
The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

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 **Eff**
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
OK		Full Service (Head Office)	3588424	WATERFORD BANK, NA	3900 NORTH MCCORD ROAD	TOLEDO	OH	43617	LUCAS
OK		Full Service	4485856	PERRYSBURG BRANCH	231 LOUISIANA AVENUE	PERRYSBURG	OH	43551	WOOD

'**ective Date** column.

Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
UNITED STATES	451642	0	WATERFORD BANK, NA	3588424	
UNITED STATES	Not Required	Not Required	WATERFORD BANK, NA	3588424	

Form FR Y-6

Waterford Bancorp, Inc.

Toledo, OH

Fiscal Year Ending December 31, 2013

Report Item 3: Securities Holders

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2013

(1)(a) Name Address City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Stock		
		Number	Percentage	Class
Patrick R. Hylant Toledo, OH [redacted]	USA	129,800 14,700	8.0% 0.9%	Common Options on Common
Steven H. Swigart Maumee, OH [redacted]	USA	151,700 2,400	9.4% 0.1%	Common Options on Common

Shareholders not listed in 3(1)(c) that had ownership, control or holdings of 5% or more with the power to vote during the fiscal year ending 12-31-2013

(2)(a) Name Address City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Stock		
		Number	Percentage	Class
NONE				

Form FR Y-6

Waterford Bancorp, Inc.

Toledo, OH

Fiscal Year Ending December 31, 2013

Report Item 4: Insiders

(1) Name Address City, State, Country	(2) Principal Occupation if other than with Bank Holding Co.	(3)(a) Title and Position with Bank Holding Company	(3)(b) Title and Position with Subsidiaries	(3)(c) Title and Position with Other Businesses	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) Names of other companies over 25% owner
Michael R. Miller Toledo, OH [redacted] USA	N/A	Chairman & Chief Executive Officer	Chairman & Chief Executive Officer Waterford Bank, N.A.	Director - Treu House of Munch, Inc., and TTE Realty Chrm & President- Toledo Mud Hens Baseball Club Inc. Chrm & President- Toledo Arena Sports Inc. Member -Captiva Partners, LLC Lawson Enterprises	3.9%	N/A	N/A
Michael W. White Sylvania, OH [redacted] USA	N/A	President & Chief Operating Officer	President & Chief Operating Officer Waterford Bank, N.A.	N/A	3.0%	N/A	N/A
Lawrence C. Boyer Toledo, OH [redacted] USA	N/A	Executive Vice President	Executive Vice President Waterford Bank, N.A.	Board President- Tam-O-Shanter Sports, Inc.	3.0%	N/A	N/A
Deborah G. Beyer Maumee, OH [redacted] USA	N/A	Senior Vice President & Chief Financial Officer	Senior Vice President & Chief Financial Officer Waterford Bank, N.A.	N/A	0.5%	N/A	N/A
Rinold W. Burkhart III Maumee, OH [redacted] USA	N/A	Senior Vice President & Chief Information Officer	Senior Vice President & Chief Information Officer Waterford Bank, N.A.	N/A	0.6%	N/A	N/A

Waterford Bancorp, Inc.
Toledo, OH
Fiscal Year Ending December 31, 2013
Report Item 4: Insiders

(1) Name Address City, State, Country	(2) Principal Occupation if other than with Bank Holding Co.	(3)(a) Title and Position with Bank Holding Company	(3)(b) Title and Position with Subsidiaries	(3)(c) Title and Position with Other Businesses	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) Names of other companies over 25% owner
Stephen R. Seddemi Toledo, OH [redacted] USA	Orthopaedic Surgeon Toledo Orthopaedic Surgeons, Inc.	Director	Director Waterford Bank, N.A.	Managing Member- Toledo Orthopaedic Surgeons, Inc. TOSMOB, LLC The Orthopaedic Network, Inc. Captiva Partners, LLC Lawson Enterprises	0.2%	N/A	25% Owner- Toledo Orthopaedic Surgeons, Inc. 25% Owner- TOSMOB, LLC
Mark E. Ridenour Toledo, OH [redacted] USA	Executive VP & CFO Heidtman Steel Products, Inc.	Director	Director Waterford Bank, N.A.	Executive VP & CFO Heidtman Steel Products, Inc. Beta Aire Ltd. Semter Development Gibraltar Partners Heidtman Investors Main Ride , LLC	1.2%	N/A	25% Owner- Beta Aire Ltd.

Waterford Bancorp, Inc.
Toledo, OH
Fiscal Year Ending December 31, 2013
Report Item 4: Insiders

(1) Name Address City, State, Country	(2) Principal Occupation if other than with Bank Holding Co.	(3)(a) Title and Position with Bank Holding Company	(3)(b) Title and Position with Subsidiaries	(3)(c) Title and Position with Other Businesses	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) Names of other companies over 25% owner
Patrick R. Hylant Toledo, OH [redacted] USA	Chairman & CEO Hylant Group, Inc.	Director	Director Waterford Bank, N.A.	Chairman & CEO Hylant Group, Inc. Ohio Building Co., Ltd. Ohio Building Co. Too, Ltd. Hylant, Ltd. Two Guys and a Plane, Ltd. The New Stockade Club, Inc. Patrick R. Hylant IDIT #2 Ann M. Hylant IDIT #1 Ann M. Hylant IDIT #2 Ontario Leasing, Ltd. Lancelot Properties, Ltd. Hylant Investment Ltd.	8.9%	N/A	62% Owner- Hylant Group, Inc. 56% Owner- Ohio Building Co., Ltd. 56% Owner- Ohio Building Co. Too, Ltd. 100% Owner- Hylant, Ltd. 95% Owner- Two Guys and a Plane, Ltd. 25% Owner- The New Stockade Club, Inc. 100% Owner- Patrick R. Hylant IDIT #2 100% Owner- Ann M. Hylant IDIT #1 100% Owner- Ann M. Hylant IDIT #2 100% Owner- Ontario Leasing, Ltd. 100% Owner- Lancelot Properties, Ltd. 100% Owner- Hylant Investment Ltd.

Waterford Bancorp, Inc.
Toledo, OH
Fiscal Year Ending December 31, 2013
Report Item 4: Insiders

(1) Name Address City, State, Country	(2) Principal Occupation if other than with Bank Holding Co.	(3)(a) Title and Position with Bank Holding Company	(3)(b) Title and Position with Subsidiaries	(3)(c) Title and Position with Other Businesses	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) Names of other companies over 25% owner
Steven H. Swigart Maumee, OH [redacted] USA	Chrm & President Spartan Chemical Co., Inc.	Director	Director Waterford Bank, N.A.	Chrm & President Spartan Chemical Co., Inc. Spartan Do Brazil CompuClean WHOJ Swan Song Will Holdings LLC ONANON Canvas Back Maggie's Flicks	9.5%	N/A	27% Owner- Spartan Chemical Co., Inc. 27% Owner- Spartan Do Brazil 27% Owner- CompuClean 27% Owner- WHOJ 27% Owner- Swan Song 32% Owner- Will Holdings LLC 49% Owner- ONANON 32% Owner- Canvas Back 32% Owner- Maggie's Flicks
Salvatore F. Gianino Northville, MI [redacted] USA	President Clarkston Capital Partners, LLC	Director	Director Waterford Bank, N.A.	President Clarkston Capital Partners, LLC	0.7%	N/A	N/A

Waterford Bancorp, Inc.
Toledo, OH
Fiscal Year Ending December 31, 2013
Report Item 4: Insiders

(1) Name Address City, State, Country	(2) Principal Occupation if other than with Bank Holding Co.	(3)(a) Title and Position with Bank Holding Company	(3)(b) Title and Position with Subsidiaries	(3)(c) Title and Position with Other Businesses	(4)(a) Percentage of Voting Shares in Bank Holding Company	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) Names of other companies over 25% owner
Marc E. Stockwell Toledo, OH [redacted] USA	Principal Findley Davies, Inc.	Director	Director Waterford Bank, N.A.	Shareholder, Board Member and Executive Officer - Findley Davies, Inc. Treasurer - Ottawa Skeet Club Director - Treu House of Munch, Inc., and TTE Realty Toledo Classic Inc. Toledo Culteral Arts Center, Inc. Erie Shooting and Fishing Club	0.8%	N/A	N/A