

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, Marc A. Stefanski

Name of the Holding Company Director and Official

Chairman, President, and Chief Executive Officer

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.

Marc A. Stefanski

Signature of Holding Company Director and Official

12/23/2016

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 3828036
C.I. _____

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

September 30, 2016

Month / Day / Year

N/A

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

Reporter's Name, Street, and Mailing Address

Third Federal Savings and Loan Assoc. of Cleve., MHC

Legal Title of Holding Company

7007 Broadway Avenue

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

Cleveland

OH

44105

City

State

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Kara Brokaw

Regulatory Reporting

Name

Title

216-429-5168

Area Code / Phone Number / Extension

216-441-0055

Area Code / FAX Number

Kara.Brokaw@ThirdFederal.com

E-mail Address

www.thirdfederal.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

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.

TFS Financial Corporation

Legal Title of Subsidiary Holding Company

7007 Broadway Avenue

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

Cleveland

OH

44105

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)

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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)

Results: A list of branches for your depository institution: **THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND (ID: RSSD: 915878)**. This depository institution is held by **FIS FINANCIAL CORPORATION (3878045) OF CLEVELAND, OH**. The data are as of **09/30/2016**. Data reflects information that was received and processed through **10/06/2016**.

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 and the date when this information first became valid in the **Effective Date** 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 saving landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FBI contact. See the detailed instructions on this site for more information. If you are e-mailing this to your FBI contact, put your institution name, city and state in the subject line of the e-mail.

Notes:

To link the FR Y-10 report 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*	Comments
ok		Full Service (Head Office)	915878	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	7027 BROADWAY AVENUE	CLEVELAND	OH	44105	CUYAHOGA	UNITED STATES	27846	0	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148160	BECA VICTOR BRANCH	70 S DORE HIGHWAY SUITE B	BECA VICTOR	OH	33724	CLERMONT	UNITED STATES	28238	121	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148242	CLARAWATER BRANCH	29247 US HWY 17N	CLARAWATER	FL	33734	LEE	UNITED STATES	28238	119	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148263	CORAL SPRINGS	29247 US HWY 17N	CORAL SPRINGS	FL	33061	PRELHAS	UNITED STATES	28238	112	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148274	DEL RAY BRANCH	15086 JOE RD	DEL RAY BEACH	FL	33065	BROWARD	UNITED STATES	28238	131	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148290	FORT MYERS BRANCH	5030 SOUTH CLEVELAND AVE	FORT MYERS	FL	33907	LEE	UNITED STATES	28238	123	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148320	GRIE MACRES BRANCH	6125 LAKE WORTH RD	GRIE MACRES	FL	33463	PALM BEACH	UNITED STATES	28238	118	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148346	HALLANDALE BRANCH	1000 EAST HALLANDALE BEACH BOULEVARD	HALLANDALE	FL	33009	BROWARD	UNITED STATES	28238	117	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148375	NAPLES BRANCH	1410 FINE RIDGE RD	NAPLES	FL	34108	COLLIER	UNITED STATES	28238	120	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148402	NORTH PALM BEACH BRANCH	11201 US HIGHWAY 1, SUITE B	NORTH PALM BEACH	FL	33408	PALM BEACH	UNITED STATES	28238	121	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148431	PANORAMA BRANCH	8500 WALKER BLVD	PANORAMA	FL	33124	BROWARD	UNITED STATES	28238	129	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	286260	NEWPORT BEACH BRANCH	8270 RIDGE ROAD	NEWPORT BEACH	CA	92660	PASCO	UNITED STATES	28238	111	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148450	SAN ANTONIO BRANCH	4048 JENNIS PLACE	SAN ANTONIO	TX	78204	PRELHAS	UNITED STATES	28238	115	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148469	SEMINOLE BRANCH	11125 PARK BLVD SUITE 121	SEMINOLE	FL	33772	PRELHAS	UNITED STATES	28238	114	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148679	TAMPA BRANCH	11707 NORTH DALE MAHRY HIGHWAY	TAMPA	FL	33618	HILLSBOROUGH	UNITED STATES	28238	116	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148729	AVON BRANCH	55597 DE PROFIT ROAD	AVON	OH	44021	CUYAHOGA	UNITED STATES	28238	132	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148788	BIRCHVILLE BRANCH	8943 BIRCHVILLE RD	BIRCHVILLE	OH	44141	CUYAHOGA	UNITED STATES	28238	1	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148799	BIRCHVILLE BRANCH	8900 CENTER RD	BIRCHVILLE	OH	44130	CUYAHOGA	UNITED STATES	28238	16	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148802	BIRCHVILLE BRANCH	8900 CENTER RD	BIRCHVILLE	OH	44130	CUYAHOGA	UNITED STATES	28238	13	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148812	CHICAGO CITY BRANCH	1900 W 27TH ST	CLEVELAND	OH	44113	CUYAHOGA	UNITED STATES	28238	3	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148864	WESTON BRANCH	10642 LORAIN AVE	CLEVELAND	OH	44121	CUYAHOGA	UNITED STATES	28238	8	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148236	CHARLE HILL BRANCH	490 HOWE AVE	CUYAHOGA FALLS	OH	44721	SUMMIT	UNITED STATES	27845	107	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148263	ECLUID BRANCH	22332 LAKE SHORE BLVD	ECLUID	OH	44723	CUYAHOGA	UNITED STATES	27845	104	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148273	FAIRLAWN BRANCH	2875 W MARKET ST	FAIRLAWN	OH	44133	SUMMIT	UNITED STATES	27845	102	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148331	GARFIELD COMMONS BRANCH	12794 ROCKSIDE ROAD	GARFIELD HEIGHTS	OH	44125	CUYAHOGA	UNITED STATES	27844	11	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148339	MAYFIELD BRANCH	5780 MAYFIELD ROAD	MAYFIELD HTS	OH	44124	CUYAHOGA	UNITED STATES	27845	103	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148343	MEDINA BRANCH	4018 MEDINA RD SUITE A	MEDINA	OH	44256	MEDINA	UNITED STATES	28468	128	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148357	NORFOLK BRANCH	2640 LORAIN ROAD	NORFOLK	OH	44120	CUYAHOGA	UNITED STATES	28238	101	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148694	PARMA BRANCH	2640 LORAIN ROAD	PARMA	OH	44120	CUYAHOGA	UNITED STATES	28238	9	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4192384	SNOW ROAD	1616 SNOW RD	PARMA	OH	44129	CUYAHOGA	UNITED STATES	27845	7	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148441	ROCKY RIVER BRANCH	21651 CENTER RIDGE RD	ROCKY RIVER	OH	44134	CUYAHOGA	UNITED STATES	27845	106	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148610	STRONGSVILLE BRANCH	18380 ROYALTON RD	STRONGSVILLE	OH	44136	CUYAHOGA	UNITED STATES	27845	108	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148638	TWINSBURG BRANCH	9057 BARROW RD	TWINSBURG	OH	44087	SUMMIT	UNITED STATES	28486	176	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	
ok		Full Service	4148277	UNIVERSITY HEIGHTS BRANCH	2904 CEDAR ROAD	UNIVERSITY HEIGHTS	OH	44118	CUYAHOGA	UNITED STATES	27844	106	THIRD FEDERAL SAVINGS & LOAN ASSOCIATION OF CLEVELAND	915878	

Region No.	City.	State.	Country	N/A
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4: Insiders

(1),(2),(3)(a)(b)(c) and (4)(a)(b)(c)

(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 Businesses (include names of other businesses)	(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)
Marc A. Stiberski Cleveland, OH USA	N/A	Director/Chairman/CEO/President	Director/Chairman/CEO/Pres of TCA ⁽¹⁾ Director/Chairman/CEO/Pres of TFS&L ⁽²⁾ Director/Chairman/CEO/Pres of TCI ⁽³⁾ Director/Chairman/CEO/Pres of TFS Fin Corp ⁽⁴⁾ Director/President of BHC ⁽⁵⁾ Director/CEO/Pres of BRH ⁽⁶⁾	N/A	0%	1%	N/A
John P. Ringenbach Cincinnati, OH USA	N/A	Director	Director of TFS&L ⁽²⁾ Director of TFS Fin Corp ⁽⁴⁾	N/A	0%	less than 1%	N/A
Ben S. Stiberski II Santa Barbara, CA USA	Management/Director of Sales	Director	Director of TFS&L ⁽²⁾ Director of TFS Fin Corp ⁽⁴⁾	Director of CRM and Omnichannel Strategy at Patagonia Works	0%	less than 1%	N/A
Robert B. Heiskel, Jr Madison, OH USA	Retired	Director	Director of TFS&L ⁽²⁾ Director of TFS Fin Corp ⁽⁴⁾	Director of Fiat Energy Corp. The JM Smucker Co. and Myers Industries	0%	less than 1%	N/A
Terrence R. Ozan Lynchburg, OH USA	Retired	Director	Director of TFS&L ⁽²⁾ Director of TFS Fin Corp ⁽⁴⁾	Director of Cohesant Inc., State Industrial Products, Innovative Medical Equipment LLC, and Mercury Bromed LLC	0%	less than 1%	N/A
Robert A. Fiala Mansfield, OH USA	Archibald	Director	Director of TFS&L ⁽²⁾ Director of TFS Fin Corp ⁽⁴⁾	President at Thin Design Architecture Ltd.	0%	less than 1%	ThinDesign Architecture, LLC Greenland Consulting, LLC
Martin J. Cohen Moreland Hills, OH USA	Management/Partner	Director	Director of TFS&L ⁽²⁾ Director of TFS Fin Corp ⁽⁴⁾	Managing Partner & President at H&M Management Management for remaining companies listed in Column 4c	0%	less than 1%	H&M Management Elaine Apartments Capital Mortgage Her Mae Company Hawthorn LLC Wills Road Associates LLC Crayton Road Associates Tallmadge Associates British Park Investment Halside General Partnership Rowland House

(1) Third Cap Associates, Inc.

(2) Third Federal Savings and Loan Association of Cleveland

(3) Third Capital, Inc.

(4) TFS Financial Corporation

(5) Broadway Holding Company

(6) Broadway Realty Holdings

50.0%
31.5%
100.0%
54.0%
100.0%
50.0%
50.0%
35.0%
100% (General Partner)
100% (General Partner)
100% (General Partner)

4: Insiders continued

(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 Businesses (Include names of other businesses)	(4)(a) Percentage of Holding Company in Holding Company	(4)(b) Percentage of voting Shares in Subsidiaries (Include names of subsidiaries)	(4)(c) List names of other companies (includes subsidiaries) in which the insider securities are held (List names of companies and percentage of voting securities held)
William C. Madison Chardon Falls, OH USA	Manager/Director	Director	Director of TFSAL ⁽²⁾ Director of TFS Fin Corp ⁽⁴⁾	Managing Director at Primus Venture Partners, Inc. Director of Universal Electronics, Inc.	0%	less than 1% TFS Financial Corporation	Primus Venture Partners, Inc. 50.0%
Anthony J. Asher Meyersland Hills, OH USA	Retired business owner	Director	Director of TFSAL ⁽²⁾ Director of TFS Fin Corp ⁽⁴⁾	Chairman/Director at Weston Inc.	0%	less than 1% TFS Financial Corporation	Greystone Properties, Inc. 50.0%
Meredith S. Wedel Cleveland Hts. OH USA	N/A	Director and Vice President	Director/VP/Sr of TCA ⁽¹⁾ Director and Chief Operating Officer of TFSAL ⁽²⁾ Director/VP/Sr of TCI ⁽³⁾ Director and VP of TFS Fin Corp ⁽⁴⁾ Director and VP of BHC ⁽⁵⁾ Director/VP/Sr of BRH ⁽⁶⁾ Director and VP of FBE, Inc.	N/A	0%	less than 1% TFS Financial Corporation	N/A
David S. Huffman North Canton, OH USA	N/A	Chief Financial Officer, Treasurer, and Secretary	Director and Chief Financial Officer of TCA ⁽¹⁾ Chief Financial Officer/Treasurer of TFSAL ⁽²⁾ Chief Financial Officer and Treasurer of TCI ⁽³⁾ Chief Financial Officer/Treasurer of TFS Fin Corp ⁽⁴⁾ Director and Treasurer of BHC ⁽⁵⁾ Director and Treasurer of BRH ⁽⁶⁾ Director and Treasurer of FBE, Inc.	N/A	0%	less than 1% TFS Financial Corporation	N/A
Anna Maria P. Modia Cleveland, OH USA	N/A	Vice President	Chief Information Officer of TFSAL ⁽²⁾ Vice President of TFS Fin Corp ⁽⁴⁾	N/A	0%	less than 1% TFS Financial Corporation	Anna Maria Inc. 25.0% Perrico Market 25.0% 30.0%
Cathy W. Zbirek Shaker Hts. OH USA	N/A	Vice President	Vice President of TCA ⁽¹⁾ Chief Marketing Officer and Human Resources Officer of TFSAL ⁽²⁾ Vice President of TFS Fin Corp ⁽⁴⁾	N/A	0%	less than 1% TFS Financial Corporation	N/A
Paul J. Huml Strongsville, OH USA	N/A	Chief Accounting Officer and Chief Operating Officer	Chief Operating Officer of TCA ⁽¹⁾ Chief Accounting Officer of TFSAL ⁽²⁾ Director and Chief Operating Officer of TCI ⁽³⁾ Chief Accounting Officer and Chief Operating Officer of TFS Fin Corp ⁽⁴⁾ Vice President of BRH ⁽⁶⁾ Director/Pres/CO/Sr of FBE, Inc.	N/A	0%	less than 1% TFS Financial Corporation	N/A
Judith Z. Adam Twinsburg, OH USA	N/A	Vice President	Vice President of TCA ⁽¹⁾ Chief Risk Officer of TFSAL ⁽²⁾ Vice President of TFS Fin Corp ⁽⁴⁾	N/A	0%	less than 1% TFS Financial Corporation	N/A

(1) Third Cap Associates, Inc.

(2) Third Federal Savings and Loan Association of Cleveland

(3) Third Capital, Inc.

(4) TFS Financial Corporation

(5) Broadway Realty Company

(6) Broadway Realty Holdings

Form FR Y-6

TFS FINANCIAL CORPORATION

Cleveland, OH
Fiscal Year Ending September 30, 2016

Report Item

1: TFS Financial Corporation prepares an annual report and is registered with the SEC. Enclosed is a copy of TFS Financial Corporation Annual Report (10-K).

2a: Organizational Chart

Reference Third Federal Savings and Loan Association of Cleveland, MHC

2b: Domestic branch listing provided to the Federal Reserve Bank of Cleveland.

Reference Third Federal Savings and Loan Association of Cleveland, MHC

3: Shareholders

(1)(a)(b)(c) Current shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 09-30-2016.

(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Shares
Third Federal Savings and Loan Association of Cleveland, MHC 7007 Broadway Avenue Cleveland, OH 44105	United States	227,119,132 61.56%

(2)(a)(b)(c) Current shareholders 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 09-30-2016.

(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Shares
N/A		

4: Insiders

(1),(2),(3)(b)(c) and (4)(a)(b)(c)

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3)(a) Title & Position with Holding Company ^(a)	(3)(b) Title & Position with Subsidiaries (Include names of subsidiaries)	(3)(c) Title & Position with other Businesses (Include names of other businesses)	(4)(a) Percentage of Voting Shares in Holding Company ^(a)	(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 shares are owned, controlled, or companies and percentage of voting securities held)
Mar A. Safarik Cleveland, OH USA	N/A	Director/Chairman/CEO/President	Director/Chairman/President of TFC ⁽¹⁾ Director/Chairman/CEO/President of TFS&L ⁽²⁾ Director/Chairman/CEO/President of TFC ⁽³⁾ Director/President of BHC ⁽⁴⁾ Director/CEO/Pres of BRH ⁽⁵⁾	N/A	1%	0%	N/A
John P. Riepenbach Cleveland, OH USA	N/A	Director	Director of TFS&L ⁽²⁾	N/A	Less than 1%	0%	N/A
Ben E. Safarik III Berea Springs, CA USA	Management/Director of Sales	Director	Director of TFS&L ⁽²⁾	Director of CRM and Operational Strategy at Palagona Works	Less than 1%	0%	N/A
Robert B. Heiler, Jr. Hudson, OH USA	Retired	Director	Director of TFS&L ⁽²⁾	Director of First Energy Corp. The JM Structures Co., and Myers Industries	Less than 1%	0%	N/A
Terrance R. Ozan Lyndhurst, OH USA	Retired	Director	Director of TFS&L ⁽²⁾	Director of Colvaest Inc. State Industrial Products, Innovative Medical Equipment LLC, and Mercury Biomed LLC	Less than 1%	0%	N/A
Robert A. Fale Wiloughby, OH USA	Architect	Director	Director of TFS&L ⁽²⁾	President at Thun Design Architecture Ltd.	Less than 1%	0%	ThunDesign Architecture, LLC Greenland Consulting, LLC
Marlin J. Cohen Mansfield Hts, OH USA	Management/Partner	Director	Director of TFS&L ⁽²⁾	Managing Partner & President at H&M Management Management for remaining companies listed in Column 4c	Less than 1%	0%	H&M Management Elyria Apartments Capital Mortgage Har Mar Company Beech Valley LLC Wheat Ridge Associates LLC Wheat Ridge Associates Cypress Road Associates Tallmadge Associates Bridgman Park Investment 100% (General Partner) 100% (General Partner) 100% (General Partner) 100% (General Partner)

(1) Third Cap Associates, Inc.

(2) Third Federal Savings and Loan Association of Cleveland

(3) Third Federal Savings and Loan Association of Cleveland

(4) TFS Financial Corporation

(5) TFS Financial Corporation

(6) Beech Valley Holding Company

(7) Beech Valley Holding Company

4: Insiders continued

(1) Name, City, State, Country	(2) Principal Occupation if other than with Holding Company	(3) (a) Title & Position with Holding Company ^(a)	(3) (b) Title & Position with Subsidiaries (Include names of subsidiaries)	(3) (c) Title & Position with other Businesses (Include names of other businesses)	(4) (a) Percentage of Voting Shares in Holding Company ^(a)	(4) (b) Percentage of voting Shares in Subsidiaries (Include names of subsidiaries)	(4) (c) Percentage of other companies (includes subsidiaries) of 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
William C. Mulligan Chagrin Falls, OH USA	Manager/Director	Director	Director of TFSAL ^(a)	Managing Director at Primus Venture Partners, Inc. Director of Universal Electronics, Inc.	Less than 1%	0%	Primus Venture Partners, Inc. 50.0%
Anthony J. Asher Mansfield Hts., OH USA	Retired business owner	Director	Director of TFSAL ^(a)	Chairman/Director at Weston Inc.	Less than 1%	0%	Graystone Properties, Inc. 50.0%
Marceline S. Weil Cleveland Hts. OH USA	N/A	Director and Vice President	Director/Vice President of TCA ^(a) Director/Vice President of TCI ^(a) Director/Vice President of BHC ^(a) Director/Vice President of BHI ^(a) Director and VP of FBE, Inc.	N/A	Less than 1%	0%	N/A
David D. Hoffman North Canton, OH USA	N/A	Chief Financial Officer, Treasurer, and Secretary	Director and Chief Financial Officer of TCA ⁽¹⁾ Chief Financial Officer/Treasurer of TFSAL ^(a) Chief Financial Officer and Treasurer of TCI ^(a) Director and Treasurer of BHC ^(a) Director and Treasurer of BHI ^(a) Director and Treasurer of FBE, Inc.	N/A	Less than 1%	0%	N/A
Anne Marie P. Meitz Cleveland, OH USA	N/A	Vice President	Chief Information Officer of TFSAL ^(a)	N/A	Less than 1%	0%	Arma Meta Inc. Arma Meta Marbit 25.0% 25.0% 30.0%
Colby W. Zausch Shaker Hts. OH USA	N/A	Vice President	Vice President of TCA ⁽¹⁾ Chief Marketing Officer and Human Resources Officer of TFSAL ^(a)	N/A	Less than 1%	0%	N/A
Paul J. Hunt Stangerville OH USA	N/A	Chief Accounting Officer and Chief Operating Officer	Chief Operating Officer of TCA ⁽¹⁾ Chief Accounting Officer of TFSAL ^(a) Vice President and Chief Accounting Officer of TCI ^(a) Vice President of BHI ^(a) Director/President/CEO/Senior of FBE, Inc.	N/A	Less than 1%	0%	N/A
Joseph Z. Adam Tremont, OH USA	N/A	Vice President	Vice President of TCA ⁽¹⁾ Chief Risk Officer of TFSAL ^(a)	N/A	Less than 1%	0%	N/A

- (1) Third One Associates, Inc.
(2) Third One Holdings and Loan Association of Cleveland
(3) Third Capital, Inc.
(4) TFS Financial Corporation
(5) Broadway Holding Company
(6) Broadway Realty Holdings