

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) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)); section 10(b)(2) of the Home Owners' Loan Act (12 U.S.C. § 1467a(b)(2)); sections 102 (a)(1), 165, and 618 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (12 U.S.C. §§ 5311(a)(1), 5365, and 1850a(c)(1)); and sections 8(a) and 13(a) of the International Banking Act of 1978 (12 U.S.C. §§ 3106(a) and 3108(a)). 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, top-tier savings and loan holding companies, and U.S. intermediate 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. 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, 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.

Signature of Holding Company Director and Official

04/25/2024

Date of Signature

### For Federal Reserve Bank Use Only

RSSD ID \_\_\_\_\_  
C.I. \_\_\_\_\_

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

September 30, 2023

Month / Day / Year

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

City

OH

State

44105

Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Chris Dlouhy

Name

Regulatory Reporting

Title

216-883-2287

Area Code / Phone Number / Extension

216-441-0055

Area Code / FAX Number

christopher.dlouhy@thirdfederal.com

E-mail Address

N/A

Address (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 report (check only one),

1. a letter justifying this request is being provided along with the report .....

☐

2. a letter justifying this request has been provided separately ...

☐

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

**Report Item 1: Annual Report to Shareholders**

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

## Checklist

The checklist below is provided to assist the holding company in filing all the necessary responses and verifying changes from the prior year to the various report items. The completed checklist should be submitted with the report. Please see section A of the General Instructions for additional guidance.

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### Verification of Changes

All Reporters must respond to the following questions by checking the Yes or No box below, as appropriate.

Did the holding company have changes to any reportable FR Y-6 items (2a, 2b, 3, or 4) from the prior year?

☒ Yes ☐ No

If checked Yes, complete the remaining checklist for Report Items 2a, 2b, 3, and 4. For each Report Item, indicate whether there are changes from the prior year by checking Yes or No below. See section A of the General Instructions for additional information.

**Report Item 2a: Organization Chart**

☐ Yes ☒ No

If checked Yes, the Reporter must submit the organization chart as specified in Report Item 2.a instructions.

**Report Item 2b: Domestic Branch Listing**

☐ Yes ☒ No

If checked Yes, the Reporter must submit the domestic branch listing as specified in Report Item 2.b instructions.

**Report Item 3: Securities Holders**

☐ Yes ☒ No

If checked Yes, the Reporter must submit the information as specified in Report Item 3 instructions.

**Report Item 4: Insiders**

☒ Yes ☐ No

If checked Yes, the Reporter must submit the information as specified in Report Item 4 instructions.

## 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)

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City

State

Zip Code

Physical Location (if different from mailing address)

## Form FR Y-6

**THIRD FEDERAL SAVINGS AND LOAN ASSOCIATION OF CLEVELAND, MHC**  
**Cleveland, OH**  
**Fiscal Year Ending September 30, 2023**

**Report Item****1: Annual Report to Shareholders**

Third Federal Savings and Loan Association of Cleveland, MHC does not prepare an annual report and is not registered with the SEC.

**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. Stefanski Palm Beach, FL USA	N/A	Director/Chairman/ CEO/President	Director/Chairman/CEO/Pres of TFS&L <sup>(2)</sup> Director of TCI <sup>(3)</sup> Director/Chairman/CEO/Pres of TFS Fin Corp <sup>(4)</sup>	N/A	0%	less than 1% TFS Financial Corporation	N/A	
John P. Ringenbach Lakewood, OH USA	Retired	Director	Director of TFS&L <sup>(2)</sup> Director of TFS Fin Corp <sup>(4)</sup>	N/A	0%	less than 1% TFS Financial Corporation	N/A	
Terrence R. Ozan Scottsdale, AZ USA	Retired	Director	Director of TFS&L <sup>(2)</sup> Director of TFS Fin Corp <sup>(4)</sup>	Director of State Industrial Products Director of Innovative Medical Equipment LLC Director of Mercury Biomed LLC	0%	less than 1% TFS Financial Corporation	N/A	
Robert A. Fiala Willoughby, OH USA	Architect	Director	Director of TFS&L <sup>(2)</sup> Director of TFS Fin Corp <sup>(4)</sup>	Partner at ThenDesign Architecture Ltd.	0%	less than 1% TFS Financial Corporation	ThenDesign Architecture, LLC Greenland Engineering, LLC NEWCITY	30.0% 65.0% 45.0%
Ashley H. Williams Huntington, NY USA	N/A	Director/Vice Chairman	Director/Vice Chairman of TFS&L <sup>(2)</sup> Director/Vice Chairman of TFS Fin Corp <sup>(4)</sup>	N/A	0%	Less than 1% TFS Financial Corporation	N/A	
Barbara J. Anderson Cleveland Heights, OH USA	CEO/President	Director	Director of TFS&L <sup>(2)</sup> Director of TFS Fin Corp <sup>(4)</sup>	President of Empowering and Strengthening Ohio's People CEO of Another Chance Ohio	0%	less than 1% TFS Financial Corporation	N/A	
Martin J. Cohen Naples, FL USA	Management/Partner	Director	Director of TFS&L <sup>(2)</sup> Director of TFS Fin Corp <sup>(4)</sup>	Managing partner of H&M Management President of Elayne Apartments President of Capital Mortgage Managing partner of Har Mar Company Sole proprietor of Smart Realty Managing partner of Tallmadge Associates General partner of Hillside General Partnership General partner of Riverside House  General partner of Oak Knoll Associates	0%	less than 1% TFS Financial Corporation	H&M Management Elayne Apartments Capital Mortgage Har Mar Company Smart Realty LLC Tallmadge Associates Hillside General Partnership Riverside House  Oak Knoll Associates	50.0% 31.5% 100.0% 54.0% 100.0% 35.0% 100.0% 100.0%  100.0%
William C. Mulligan Hunting Valley, OH USA	Retired	Director	Director of TFS&L <sup>(2)</sup> Director of TFS Fin Corp <sup>(4)</sup>	Director of Universal Electronics, Inc.	0%	less than 1% TFS Financial Corporation	N/A	
Anthony J. Asher Osprey, FL USA	Business Owner	Director	Director of TFS&L <sup>(2)</sup> Director of TFS Fin Corp <sup>(4)</sup>	Chairman at Weston Inc.	0%	less than 1% TFS Financial Corporation	Graystone Properties, Inc.	50.0%

(1) Third Cap Associates, Inc.

(2) Third Federal Savings and Loan Association of Cleveland

(3) Third Capital, Inc.

(4) TFS Financial Corporation

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 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)
Daniel F. Weir Naples, FL USA	Retired	Director	Director of TFS&L <sup>(2)</sup> Director of TFS Fin Corp <sup>(4)</sup>	N/A	0%	less than 1% TFS Financial Corporation	N/A
Meredith S. Weil Cleveland Hts, OH USA	N/A	Director, Chief Operating Officer and Secretary	Director/President/CEO of TCA <sup>(1)</sup> Director, Chief Operating Officer and Secretary of TFS&L <sup>(2)</sup> Director/President/CEO of TCI <sup>(3)</sup> Director, Chief Operating Officer and Secretary of TFS Fin Corp <sup>(4)</sup> Director/President/CEO of FBE, Inc.	N/A	0%	less than 1% TFS Financial Corporation	N/A
Brad T. Stefanski Chagrin Falls, OH USA	N/A	Vice President	Chief Strategy Officer of TFS&L <sup>(2)</sup> Vice President of TFS Fin Corp <sup>(4)</sup>	N/A	0%	less than 1% TFS Financial Corporation	N/A
Gavin B. Stefanski Shaker Hts, OH USA	N/A	Vice President	Chief Experience Officer of TFS&L <sup>(2)</sup> Vice President of TFS Fin Corp <sup>(4)</sup>	N/A	0%	less than 1% TFS Financial Corporation	N/A
Cathy W. Zbanek Shaker Hts, OH USA	N/A	Vice President	Chief Synergy Officer of TFS&L <sup>(2)</sup> Vice President of TFS Fin Corp <sup>(4)</sup>	N/A	0%	less than 1% TFS Financial Corporation	Wi koff & Sons, LLC 26.6%
Timothy W. Mulhern Concord, OH USA	N/A	Chief Financial Officer and Treasurer	Director and Treasurer of TCA <sup>(1)</sup> Chief Financial Officer and Treasurer of TFS&L <sup>(2)</sup> Director and Treasurer of TCI <sup>(3)</sup> Chief Financial Officer and Treasurer of TFS Fin Corp <sup>(4)</sup> Director and Vice President/ Treasurer of FBE, Inc.	N/A	0%	less than 1% TFS Financial Corporation	N/A
Susanne N. Miller Stow, OH USA	N/A	Vice President	Chief Accounting Officer of TFS&L <sup>(2)</sup> Chief Accounting Officer of TFS Fin Corp <sup>(4)</sup> Vice President/Secretary of FBE, Inc.	N/A	0%	less than 1% TFS Financial Corporation	N/A
Kathleen M. Danckers Avon Lake, OH USA	N/A	Vice President	Director/Vice President/Secretary of TCA <sup>(1)</sup> Chief Risk Officer of TFS&L <sup>(2)</sup> Director/Vice President/Secretary of TCI <sup>(3)</sup> Chief Risk Officer of TFS Fin Corp <sup>(4)</sup>	N/A	0%	less than 1% TFS Financial Corporation	N/A
Russell C. Holmes Twinsburg, OH USA	N/A	Vice President	Chief Retail Officer of TFS&L <sup>(2)</sup> Vice President of TFS Fin Corp <sup>(4)</sup> Director of FBE, Inc. President of Thirdfed Insurance, LLC	N/A	0%	less than 1% TFS Financial Corporation	N/A
Andrew J. Rubino Copley, OH USA	N/A	Vice President	Chief Information Officer of TFS&L <sup>(2)</sup> Vice President of TFS FIN Corp <sup>(4)</sup>	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

## Form FR Y-6

**TFS FINANCIAL CORPORATION**  
**Cleveland, OH**  
**Fiscal Year Ending September 30, 2023**

**Report Item****1: Annual Report to Shareholders**

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).

**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. Stefanski Palm Beach, FL USA	N/A	Director/Chairman/ CEO/President	Director/Chairman/CEO/Pres of TFS&L <sup>(2)</sup> Director of TCI <sup>(3)</sup>	N/A	less than 1% TFS Financial Corporation	0%	N/A
John P. Ringenbach Lakewood, OH USA	Retired	Director	Director of TFS&L <sup>(2)</sup>	N/A	less than 1% TFS Financial Corporation	0%	N/A
Terrence R. Ozan Scottsdale, AZ USA	Retired	Director	Director of TFS&L <sup>(2)</sup>	Director of State Industrial Products Director of Innovative Medical Equipment LLC Director of Mercury Biomed LLC	less than 1% TFS Financial Corporation	0%	N/A
Robert A. Fiala Willoughby, OH USA	Architect	Director	Director of TFS&L <sup>(2)</sup>	Partner at ThenDesign Architecture Ltd.	less than 1% TFS Financial Corporation	0%	ThenDesign Architecture, LLC 30.0% Greenland Engineering, LLC 65.0% NEWCITY 45.0%
Ashley H. Williams Huntington, NY USA	N/A	Director/Vice chair	Director/Vice chair of TFS&L <sup>(2)</sup>	N/A	Less than 1% TFS Financial Corporation	0%	N/A
Barbara J. Anderson Cleveland Heights, OH USA	CEO	Director/President	Director of TFS&L <sup>(2)</sup>	President of Empowering and Strengthening Ohio's People CEO of Another Chance Ohio	less than 1% TFS Financial Corporation	0%	N/A
Martin J. Cohen Naples, FL USA	Management/Partner	Director	Director of TFS&L <sup>(2)</sup>	Managing partner of H&M Management President of Elayne Apartments President of Capital Mortgage Managing partner of Har Mar Company Sole proprietor of Smart Realty Managing partner of Tallmadge Associates General partner of Hillside General Partnership General partner of Riverside House General partner of Oak Knoll Associates	less than 1% TFS Financial Corporation	0%	H&M Management 50.0% Elayne Apartments 31.5% Capital Mortgage 100.0% Har Mar Company 54.0% Smart Realty LLC 100.0% Tallmadge Associates 35.0% Hillside General Partnership 100.0% Riverside House 100.0% Oak Knoll Associates 100.0%
William C. Mulligan Hunting Valley, OH USA	Retired	Director	Director of TFS&L <sup>(2)</sup>	Director of Universal Electronics, Inc.	less than 1% TFS Financial Corporation	0%	N/A

(1) Third Cap Associates, Inc.

(2) Third Federal Savings and Loan Association of Cleveland

(3) Third Capital, Inc.

(4) TFS Financial Corporation

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

- (1) Third Cap Associates, Inc.
- (2) Third Federal Savings and Loan Association of Cleveland
- (3) Third Capital, Inc.
- (4) TFS Financial Corporation