

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.

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 chair of the board must sign the report. If the holding company is an Employee Stock Ownership Plan/Employee Stock Ownership Trust (ESOP/ESOT) formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I, Michael R. Miller

Name of the Holding Company Director and Official (FDHC C490)

Chairman CEO & Director

Title of the Holding Company Director and Official (FDHC C491)

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.

Michael R. Miller

Signature of Holding Company Director and Official (FDHC H321)

03/31/2025

Date of Signature (FDHC J196)

For Federal Reserve Bank Use Only

RSSD ID 3588415

C.I. _____

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.

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

12/31/2024

Month / Day / Year (FDHC 9999)

Reporter's Name, Street, and Mailing Address

WATERFORD BANCORP, INC.

Legal Title of Holding Company (FDHC 9017)

3900 NORTH MCCORD ROAD

(Mailing Address of the Holding Company) Street / P.O. Box (FDHC 9110)

TOLEDO

City (FDHC F206)

OH

State (FDHC F207)

43617

Zip Code (FDHC F208)

Physical Location (if different from mailing address) Street / P.O. Box (FDHC 9028)

City (FDHC 9130)

State (FDHC 9200)

Zip Code (FDHC 9220)

Person to whom questions about this report should be directed:

RONALD PEEPS

VICE PRESIDENT

Name (FDHC 8901)

Title (FDHC C496)

(419)720-3462 ext:

Area Code / Phone Number / Extension (FDHC 8902)

(419)720-3942

Area Code / FAX Number (FDHC 9116)

RONALD.PEEPS@WATERFORDBANKNA.COM

E-mail Address (FDHC 4086)

WWW.WATERFORDBANKNA.COM

Address (URL) for the Holding Company's web page (FDHC 4087)

Is confidential treatment requested for any portion of this report submission?

0=No	FDHC
1=Yes	C447 <u>0</u>

In accordance with the General Instructions for this report (check only one),

- a letter justifying this request is being provided along with the report (FDHC KY38) ☐
- a letter justifying this request has been provided separately (FDHC KY38) ☐

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 U.S. Securities and Exchange Commission (SEC), **indicate the status of Annual Report to Shareholders:**

- ☒ is included with the FR Y-6 report (FDHC PV65)
- ☐ will be sent under separate cover (FDHC PV65)
- ☐ is not prepared (FDHC PV65)

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.

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? (Reporters must verify their item 2a, organization chart and 2b, domestic branch listing in Structure Central).

- ☒ Yes ☐ No (FDHC PV66)

Complete the remaining checklist for Report Items 2a, 2b, 3, and 4. See section A of the General Instructions for additional information.

Report Item 2a: Organization Chart

- ☐ Yes ☒ No (FDHC PV67)

If checked Yes, the Reporter must report any changes to their organization chart as specified in Report Item 2a instructions.

Report Item 2b: Domestic Branch Listing

- ☐ Yes ☒ No (FDHC PV68)

If checked Yes, the Reporter must report any changes to their domestic branch listing as specified in Report Item 2b instructions.

Report Item 3: Securities Holders

- ☒ Yes ☐ No (FDHC PV69)

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

Report Item 4: Insiders

- ☒ Yes ☐ No (FDHC PV70)

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

Legal Name of Holding
Company: Waterford
Bancorp, Inc.
FDHCPV71

Item 3(1)(a)	Item 3(1)(b)	Item 3(1)(c)	Item 3(1)(d)	Item 3(1)(e)	Item 3(1)(f)	Item 3(1)(g)	Item 3(1)(h)	Item 3(1)(i)	Item 3(1)(j)	Item 3(1)(k)	Item 3(1)(l)	Item 3(1)(m)
Name	City	State	Country	Country of Citizenship or Incorporation	Describe the provisions of the trust or plan	For individuals Acting in Concert, Identify Name of Individuals or Group Acting in Concert.	For Trusts, Identify each trustee or designated individual that has the power to vote	Number of Securities - Common Stock	Number of Securities - Warrants	Number of Securities - Options	Number of Securities - Other	Percent of each class of voting securities owned, controlled, or held with power to vote in the holding company
FDHCPV72	FDHCPV73	FDHCPV74	FDHCPV75	FDHCPV76	FDHCPV77	FDHCPV78	FDHCPV79	FDHCPV80	FDHCPV81	FDHCPV82	FDHCPV83	FDHCPV84
Steven H. Swigart	Maumee	OH	USA	USA	N/A	N/A	N/A	201,018	N/A	N/A	1,190	9.32%
William P. Pridgeon	Toledo	OH	USA	USA	N/A	N/A	N/A	168,116	N/A	N/A	N/A	7.75%
Robert A. Clemente	West Bloomfield	MI	USA	USA	N/A	N/A	N/A	131,560	N/A	N/A	N/A	6.07%

**Legal Name of Holding
Company: Waterford
Bancorp, Inc.
FDHCPV71**

[illegible]

Legal Name of Holding
Company: Waterford
Bancorp, Inc.
FDHCPV98

Item 4(1)(a)	Item 4(1)(b)	Item 4(1)(c)	Item 4(1)(d)	Item 4(2)	Item 4(3)(a)	Item 4(3)(b)
Name	City	State	Country	Principal Occupation if other than with holding company	Title or Position with the Holding Company	Percentage of each class of voting securities owned, controlled, or held with power to vote in the holding company (including options, warrants or other securities or rights that can be converted into or exercised for voting securities)
FDHCPV99	FDHCPW00	FDHCPW01	FDHCPW02	FDHCPW03	FDHCPW04	FDHCPW05
Michael R. Miller	Toledo	OH	USA	N/A	Chairman & Chief Executive Officer	3.74%
Stephen R. Saddemi MD	Toledo	OH	USA	Physician, Promedica	Director	0.38%
Patrick R. Hylant	Toledo	OH	USA	Chairman, Hylant Group, Inc.	Director	2.14%
Richard K. Thompson	Sterling Heights	MI	USA	President, MST Steel Corporation	Director	0.01%
Marc E. Stockwell	Toledo	OH	USA	Principal, Shumaker, Loop & Kendrick LLP	Director	0.85%
Salvatore F. Gianino	Northville	MI	USA	Senior Advisor, Clarkston Capital Partners, LLC	Director	0.61%
Jeffrey A. Hakala	Lake Orion	MI	USA	CEO, Clarkston Capital Partners, LLC	Director	3.02%
Steven H. Swigart	Maumee	OH	USA	Chairman & CEO, Spartan Chemical Co., Inc	Director	9.32%
Jeremy J. Zeisloft	Perrysburg	OH	USA	N/A	President & Chief Lending Officer	0.30%
John L. Skibski	Monroe	MI	USA	N/A	Senior Vice President & Chief Financial Officer	0.16%
Guy J. Rau	Grosse Point Farms	MI	USA	N/A	Michigan President	0.25%

Legal Name of Holding
Company: Waterford Bancorp,
Inc.
FDHCPV98

Item 4(1)(a) Name FDHCPV99	Item 4(4)(a) Title or Position with direct and indirect subsidiaries FDHCPW06	Item 4(4)(b) Name of direct and indirect subsidiaries in which Insider has a title or position or ownership in FDHCPW07	Item 4(4)(c) Percentage of each class of voting securities owned, controlled, or held with power to vote in subsidiaries of the holding company (including options, warrants or other securities or rights that can be converted into or exercised for voting securities) FDHCPW08
Michael R. Miller	Chairman & Chief Executive Officer	Waterford Bank, N.A.	N/A
Stephen R. Saddemi MD	Director	Waterford Bank, N.A.	N/A
Patrick R. Hylant	Director	Waterford Bank, N.A.	N/A
Richard K. Thompson	Director	Waterford Bank, N.A.	N/A
Marc E. Stockwell	Director	Waterford Bank, N.A.	N/A
Salvatore F. Gianino	Director	Waterford Bank, N.A.	N/A
Jeffrey A. Hakala	Director	Waterford Bank, N.A.	N/A
Steven H. Swigart	Director	Waterford Bank, N.A.	N/A
Jeremy J. Zeisloft	President & Chief Lending Officer	Waterford Bank, N.A.	N/A
John L. Skibski	Senior Vice President & Chief Financial Officer	Waterford Bank, N.A.	N/A
Guy J. Rau	Michigan President	Waterford Bank, N.A.	N/A

Legal Name of Holding
Company: Waterford
Bancorp, Inc.
FDHCPV98

Item 4(1)(a) Name FDHCPV99	Item 4(5)(a) Title or Position with any other company in which the person is a director, trustee, partner, or executive officer. FDHCPW09	Item 4(5)(b) Name of any other company in which the person is a director, trustee, partner, or executive officer, or owns, controls, or holds with power to vote 25% or more or its outstanding voting securities or proportionate in a partnership. FDHCPW10	Item 4(5)(c) Percentage of each class of voting securities owned, controlled, or held with power to vote in any other company (including options, warrants or other securities or rights that can be converted into or exercised for voting securities), or proportionate interest held in a partnership, if 25% or more FDHCPW11
Michael R. Miller	Treasurer	Erie Shooting & Fishing Club, Inc.	N/A
Michael R. Miller	Treasurer	Castalia Trout Club	N/A
Michael R. Miller	Chairman	Toledo Mud Hens/Toledo Walleye (TASI)	N/A
Michael R. Miller	Director	Treu House of Munch	N/A
Michael R. Miller	Board of Trustees	University of Toledo	N/A
Stephen R. Saddemi MD	Managing Member	TOSMOB, LLC	25%
Patrick R. Hylant	Chairman	Hylant Group, Inc.	61.66%
Patrick R. Hylant	Owner	Ohio Building Co. Too Ltd.	56.00%
Patrick R. Hylant	Owner	Hylant Investments, Ltd.	100.00%
Patrick R. Hylant	Owner	Nexus Outdoors	78.00%
Richard K. Thompson	Owner	MST Steel Corporation	50.10%
Richard K. Thompson	Owner	MST Steel Corp of Kentucky	100.00%
Richard K. Thompson	Owner	OKT, Inc.	100.00%
Richard K. Thompson	Owner	JAV Investment, LLC	100.00%
Marc E. Stockwell	Principal	Shumaker, Loop and Kendrick, LLP	N/A
Salvatore F. Gianino	Executive Officer	Clarkston Companies, Inc.	N/A
Salvatore F. Gianino	Member	Clarkston Ventures, LLC	N/A
Salvatore F. Gianino	Executive Officer/LLC Member	Clarkston Capital Partners, LLC	N/A
Salvatore F. Gianino	Executive Officer	Clarkston 91 West, LLC	N/A
Salvatore F. Gianino	Managing Partner	Aberdeen Sunshine, LLC	100.00%
Jeffrey A. Hakala	Executive Officer/Director	Clarkston Companies	48.00%
Jeffrey A. Hakala	Managing Member	Clarkston Ventures LLC	48.00%
Jeffrey A. Hakala	Managing Member	Origin Athletics LLC	100.00%
Jeffrey A. Hakala	CEO / Managing Member	Clarkston Capital Partners	N/A
Jeffrey A. Hakala	Managing Member	Clarkston 91 West LLC	N/A
Jeffrey A. Hakala	Limited Member	Clarkston QV Fund GP LLC	N/A
Jeffrey A. Hakala	Director	Conifer Holdings, Inc.	N/A
Steven H. Swigart	Chairman & CEO	Spartan Chemical Co., Inc.	27.50%
Steven H. Swigart	Chairman & CEO	Sparton Do Brazil	27.50%
Steven H. Swigart	Owner	CompuClean	27.50%
Steven H. Swigart	Owner	NHOJ	27.50%

Steven H. Swigart	Owner	Swan Song	27.50%
Steven H. Swigart	Owner	Will Holdings LLC	32.00%
Steven H. Swigart	Owner	ONANON	49.00%
Steven H. Swigart	Owner	Canvas Back	32.00%