

Board of Governors of the Federal Reserve System

2014 MAR 31 A 10:47



Annual Report of Holding Companies—FR Y-6

STATISTICS & ANALYTICS

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.

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

December 31, 2013

Month / Day / Year

I, Charles H. Leyh

Reporter's Name, Street, and Mailing Address

Seed Money Limited Partnership

Legal Title of Holding Company

4091 Mount Royal Boulevard

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

Allison Park PA 15101

City State Zip Code

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.

Physical location (if different from mailing address)

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.

Person to whom questions about this report should be directed:

Brad Ryniawec CFO

Name Title

412-753-2111

Area Code / Phone Number / Extension

412-487-4622

Area Code / FAX Number

bryniawec@enterprisebankpgh.com

E-mail Address

www.enterprisebankpgh.com

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

Signature of Holding Company Director and Official

MARCH 27, 2014

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 2730048  
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

## 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.

Enterprise Financial Services Group, Inc.  
 Legal Title of Subsidiary Holding Company

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4091 Mount Royal Boulevard  
 (Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

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Allison Park	PA	15101
City	State	Zip Code

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Physical location (if different from mailing address)

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Legal Title of Subsidiary Holding Company

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

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City	State	Zip Code
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Physical location (if different from mailing address)

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Enterprise Employee Stock Ownership Plan  
 Legal Title of Subsidiary Holding Company

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4091 Mount Royal Boulevard  
 (Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

---

Allison Park	PA	15101
City	State	Zip Code

---

Physical location (if different from mailing address)

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Legal Title of Subsidiary Holding Company

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

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City	State	Zip Code
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Physical location (if different from mailing address)

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Legal Title of Subsidiary Holding Company

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

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City	State	Zip Code
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Physical location (if different from mailing address)

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Legal Title of Subsidiary Holding Company

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

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City	State	Zip Code
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Physical location (if different from mailing address)

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Legal Title of Subsidiary Holding Company

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

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City	State	Zip Code
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Physical location (if different from mailing address)

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Legal Title of Subsidiary Holding Company

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

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City	State	Zip Code
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Physical location (if different from mailing address)

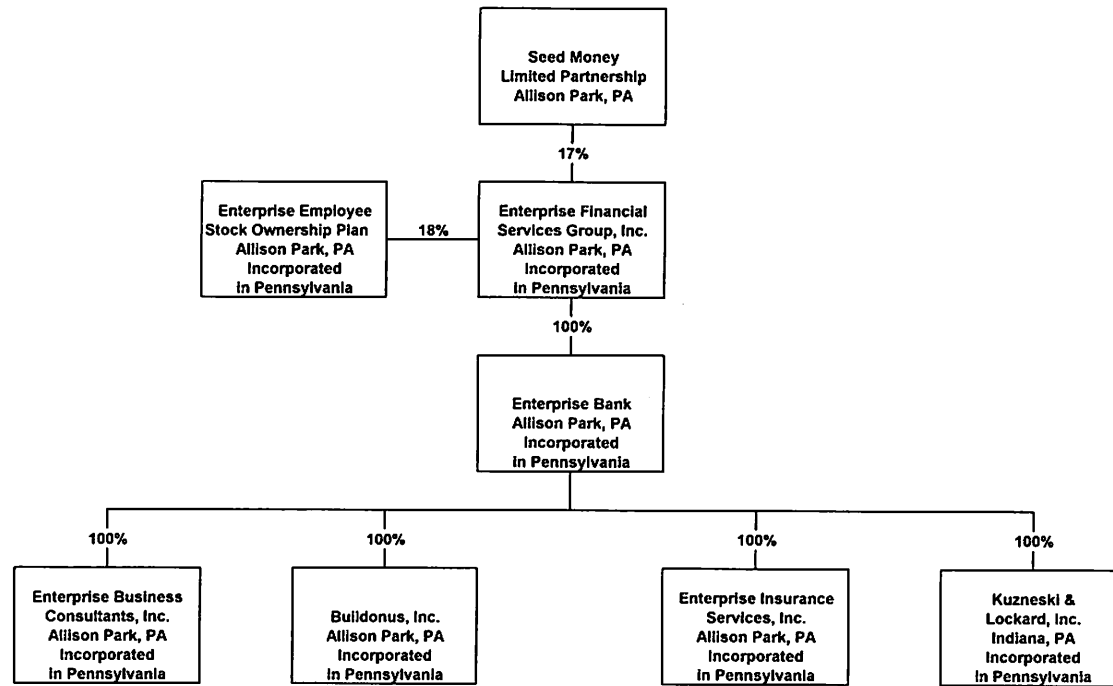
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# Form FR Y-6

## Seed Money Limited Partnership Allison Park, Pennsylvania

Fiscal Year Ending December 31, 2013

- 1: a. The BHC is not required to prepare form 10K with the SEC
- 1: b. The BHC does not prepare an annual report for its partners. Enclosed are three copies of Enterprise Financial Services Group, Inc. Annual Report
- 2: Organizational Chart



**Results:** A list of branches for your depository institution: ENTERPRISE BANK (ID\_RSSD: 2730431).  
 This depository institution is held by SEED MONEY LIMITED PARTNERSHIP (2730048) of ALLISON PARK, PA.  
 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 **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*	Comments
OK		Full Service (Head Office)	2730431	ENTERPRISE BANK	4091 MOUNT ROYAL BOULEVARD	ALLISON PARK	PA	15101	ALLEGHENY	UNITED STATES	61560	0	ENTERPRISE BANK	2730431	
OK		Limited Service	3675753	MOBILE BRANCH	4091 MOUNT ROYAL BOULEVARD	ALLISON PARK	PA	15101	ALLEGHENY	UNITED STATES	290806	1	ENTERPRISE BANK	2730431	

Form FR Y-6  
 Bank Holding Company: Seed Money Limited Partnership (TOP-TIER)  
 Fiscal Year Ending December 31, 2013

Report Item 3: Shareholders  
 (1)a;b;c and (2)a;b;c

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12/31/2013			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 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 Securities	(2)a Name & Address (City, State, Country)	(2)b Country of Citizenship or Incorporation	(2)c Number and Percentage of Each Class of Voting Securities
Charles H. Leyh Delmont, PA	USA	One third of General Partnership(1)			
Douglas W. Lockard Indiana, PA	USA	One third of General Partnership(1)		*** NONE ***	
Thomas M. Nunnally Pittsburgh, PA	USA	One third of General Partnership(1)			
(1) A two-thirds majority vote of general partners controls voting of 156,224 common shares held of Enterprise Financial Services Group, Inc. which represents 17.63% of common shares outstanding.					

Form FR Y-6  
 Bank Holding Company: Enterprise Employee Stock Ownership Plan  
 Fiscal Year Ending December 31, 2013

Report Item 3: Shareholders  
 (1)a;b;c and (2)a;b;c

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12/31/2013			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 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 Securities	(2)a Name & Address (City, State, Country)	(2)b Country of Citizenship or Incorporation	(2)c Number and Percentage of Each Class of Voting Securities
Charles H. Leyh Delmont, PA	USA	159,812 - 18.04% of common shares of Enterprise Financial Services Group, Inc. voted as ESOP trustee		*** NONE ***	

Form FR Y-6  
 Bank Holding Company: Enterprise Financial Services Group  
 Fiscal Year Ending September 30, 2013

Report Item 3: Shareholders  
 (1)a;b;c and (2)a;b;c

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 9/30/2013			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 9/30/2013		
(1)a Name & Address (City, State, Country)	(1)b Country of Citizenship or Incorporation	(1)c Number and Percentage of Each Class of Voting Securities	(2)a Name & Address (City, State, Country)	(2)b Country of Citizenship or Incorporation	(2)c Number and Percentage of Each Class of Voting Securities
Charles H. Leyh Delmont, PA	USA	52,075 - 5.88% of total shares as General Partner; Seed Money LP (1)  159,812 - 18.04% of total shares as Trustee of Enterprise ESOP (2)  17,555 - 1.98% of total shares; direct ownership			
Douglas W. Lockard Indiana, PA	USA	52,075 - 5.88% of total shares as General Partner; Seed Money LP (1)  42,700 - 4.82% of total shares as General Partner; Hang Ten LP (3)  32,946 - 3.72% of total shares; direct ownership		*** NONE ***	

**Form FR Y-6**  
**Bank Holding Company: Enterprise Financial Services Group**  
**Fiscal Year Ending September 30, 2013**

**Report Item 3: Shareholders**  
(1)a;b;c and (2)a;b;c

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 9/30/2013			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 9/30/2013		
(1)a Name & Address (City, State, Country)	(1)b Country of Citizenship or Incorporation	(1)c Number and Percentage of Each Class of Voting Securities	(2)a Name & Address (City, State, Country)	(2)b Country of Citizenship or Incorporation	(2)c Number and Percentage of Each Class of Voting Securities
Larry Lockard Indiana, PA	USA	38,545 - 4.35% of total shares; direct ownership			
Thomas M. Nunnally Pittsburgh, PA	USA	52,074 - 5.88% of total shares as General Partner; Seed Money LP (1)			
		12,500 - 1.41% of total shares; direct ownership		*** NONE ***	
Timothy DeBiasse Murrysville, PA	USA	48,060 - 5.42% of total shares; direct ownership			



**Form FR Y-6**  
**Bank Holding Company: Enterprise Financial Services Group**  
**Fiscal Year Ending September 30, 2013**

**Report Item 3: Shareholders**  
(1)a;b;c and (2)a;b;c

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 9/30/2013			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 9/30/2013		
(1)a Name & Address (City, State, Country)	(1)b Country of Citizenship or Incorporation	(1)c Number and Percentage of Each Class of Voting Securities	(2)a Name & Address (City, State, Country)	(2)b Country of Citizenship or Incorporation	(2)c Number and Percentage of Each Class of Voting Securities
<p>(1) Seed Money LP (top tier bank holding company) owns 156,224 shares (17.63%) of The common stock OF Enterprise Financial Services Group, Inc. Shares are voted by a two-thirds majority of Charles Leyh, Douglas Lockard and Thomas Nunnally as General Partners.</p> <p>(2) Enterprise Employee Stock Ownership Plan owns 159,812 shares (18.04%) of common stock of Enterprise Financial Services Group, Inc. Shares are voted by Charles Leyh as trustee per provisions of the ESOP Plan.</p> <p>(3) Hang Ten LP owns 42,700 shares (4.82%) of common stock of Enterprise Financial Services Group, Inc. Shares are voted by Douglas Lockard as the General Partner.</p>					

Form FR Y-6  
Bank Holding Company: Seed Money Limited Partnership  
Fiscal Year Ending December 31, 2013

Report Item 4: Insiders  
(1), (2), (3)a,b,c, and (4)a,b,c

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)a Title & Position with Bank Holding Company	(3)b Title & Position with subsidiaries	(3)c Title & Position with other Businesses	(4)a Percentage of Voting Shares in Bank Holding Company	(4)b Percentage of Voting Shares in Subsidiaries	(4)c List names of other companies (includes partnerships) if 25% or more of voting securities are held
Charles H. Leyh Delmont, PA, USA	President, CEO & Chairman of the Board of Directors, Enterprise Financial Services Group, Inc. and Enterprise Bank	General Partner	President, CEO & Chairman of the Board of Directors, Enterprise Financial Services Group, Inc., Enterprise Bank, Enterprise Business Consultants, Inc. and Buildonus, Inc.  Vice President, Chairman - Enterprise Insurance Services, Inc.  Vice President, Director - Kuzneski & Lockard, Inc.	Kindl, Sharie, Leyh & Associates, CPA, Partner	One third of General Partnership	25.90% of Common Stock - Enterprise Financial Services Group, Inc. - see report item (3) Shareholders for additional detail of ownership	N/A
Douglas W. Lockard Indiana, PA, USA	Executive Vice President and Director of Real Estate Operations, Enterprise Bank	General Partner	Vice Chairman of the Board, Enterprise Financial Services Group, Inc.  Vice Chairman of the Board, Executive Vice President and Director of Real Estate Operations, Enterprise Bank  President, Chairman - Kuzneski & Lockard, Inc. Director - Enterprise Business Consultants, Inc. Director - Enterprise Insurance Services, Inc. Vice President, Director - Buildonus, Inc.	LGL Pizza Huts, Inc., Secretary Point Properties Inc., Secretary DWL Management Co. Inc., President	One third of General Partnership	14.42% of Common Stock - Enterprise Financial Services Group, Inc. - see report item (3) Shareholders for additional detail of ownership	N/A
Thomas M. Nunnally Pittsburgh, PA, USA	Retired, fmr. Senior Vice President, Enterprise Bank	General Partner	Director, Enterprise Financial Services Group, Inc., Enterprise Bank, Enterprise Business Consultants, Inc., Enterprise Insurance Services, Inc., Kuzneski & Lockard, Inc. and Buildonus, Inc.	Retired	One third of General Partnership	7.29% of Common Stock - Enterprise Financial Services Group, Inc. - see report item (3) Shareholders for additional detail of ownership	N/A

Form FR Y-6  
 Bank Holding Company: Enterprise Employee Stock Ownership Plan  
 Fiscal Year Ending December 31, 2013

Report Item 4: Insiders  
 (1), (2), (3)a;b;c, and (4)a;b;c

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)a Title & Position with Bank Holding Company	(3)b Title & Position with subsidiaries	(3)c Title & Position with other Businesses (include names of other businesses)	(4)a Percentage of Voting Shares in Bank Holding Company	(4)b Percentage of Voting Shares in Subsidiaries	(4)c List names of other companies (includes partnerships) if 25% or more of voting securities are held
Charles H. Leyh Delmont, PA, USA	President, CEO & Chairman of the Board of Directors, Enterprise Financial Services Group, Inc. and Enterprise Bank	Trustee	President, CEO & Chairman of the Board of Directors, Enterprise Financial Services Group, Inc., Enterprise Bank, Enterprise Business Consultants, Inc. and Buildonus, Inc.  Vice President, Chairman - Enterprise Insurance Services, Inc.  Vice President, Director - Kuzneski & Lockard, Inc.	Kinol, Sharie, Leyh & Associates, CPA, Partner	100% of shares held in trust as trustee (funding agent)	25.90% of Common Stock - Enterprise Financial Services Group, Inc. - see report item (3) Shareholders for additional detail of ownership	N/A

Form FR Y-6  
 Bank Holding Company: Enterprise Financial Services Group, Inc.  
 Fiscal Year Ending September 30, 2013

Report Item 4: Insiders  
 (1), (2), (3)a,b,c, and (4)a,b,c

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)a Title & Position with Bank Holding Company	(3)b Title & Position with subsidiaries	(3)c Title & Position with other Businesses	(4)a Percentage of Voting Shares in Bank Holding Company	(4)b Percentage of Voting Shares in Subsidiaries	(4)c List names of other companies (includes partnerships) if 26% or more of voting securities are held
Charles H. Leyh Delmont, PA, USA	President, CEO & Chairman of the Board of Directors, Enterprise Financial Services Group, Inc. and Enterprise Bank	President, CEO & Chairman of the Board of Directors	President, CEO & Chairman of the Board of Directors, Enterprise Bank, Enterprise Business Consultants, Inc. and Buildonus, Inc.  Vice President, Board Chairman - Enterprise Insurance Services, Inc.  Vice President, Director - Kuzneski & Lockard, Inc.	Kinol, Sharie, Leyh & Associates, CPA, Partner	25.90% of Common Stock - Enterprise Financial Services Group, Inc. - see report item (3) Shareholders for additional detail of ownership	None	100% of shares held in Enterprise Employee Stock Ownership trust as trustee
Douglas W. Lockard Indiana, PA, USA	Vice Chairman of the Board, Executive Vice President, and Director of Real Estate Operations, Enterprise Bank	Vice Chairman of the Board of Directors	Vice Charman of the Board, Executive Vice President and Director of Real Estate Operations, Enterprise Bank  President, Board Chairman -Kuzneski & Lockard, Inc. Director - Enterprise Business Consultants, Inc. Director - Enterprise Insurance Services, Inc. Vice President, Director - Buildonus, Inc.	LGL Pizza Huts, Inc., Secretary Point Properties Inc., Secretary DWL Management Co. Inc., President	14.42% of Common Stock - Enterprise Financial Services Group, Inc. - see report item (3) Shareholders for additional detail of ownership	None	N/A
Thomas M. Nunnally Pittsburgh, PA, USA	Retired, fmr. Senior Vice President, Enterprise Bank	Director	Director, Enterprise Bank, Enterprise Business Consultants, Inc., Enterprise Insurance Services, Inc., Kuzneski & Lockard, Inc. and Buildonus, Inc.	None	7.29% of Common Stock - Enterprise Financial Services Group, Inc. - see report item (3) Shareholders for additional detail of ownership	None	N/A

Form FR Y-6  
 Bank Holding Company: Enterprise Financial Services Group, Inc.  
 Fiscal Year Ending September 30, 2013

Report Item 4: Insiders  
 (1), (2), (3)a,b,c, and (4)a,b,c

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)a Title & Position with Bank Holding Company	(3)b Title & Position with subsidiaries	(3)c Title & Position with other Businesses	(4)a Percentage of Voting Shares in Bank Holding Company	(4)b Percentage of Voting Shares in Subsidiaries	(4)c List names of other companies (includes partnerships) if 25% or more of voting securities are held
Larry G. Lockard Indiana, PA	Small Business Owner/ Real Estate Developer	Director, Secretary	Director, Secretary, Enterprise Bank, Enterprise Business Consultants, Inc., Enterprise Insurance Services, Inc., Buildonus, Inc. and Kuzneski & Lockard, Inc.	None	4.35% of Common Stock - Enterprise Financial Services Group, Inc. item (3) Shareholders for additional detail ownership	None	N/A
William Kinol Moon Township, PA	Certified Public Accountant	Director, Treasurer	Director, Treasurer, Enterprise Bank, Enterprise Business Consultants, Inc., Buildonus, Inc.  Director, Enterprise Insurance Services, Inc. and Kuzneski & Lockard, Inc.	None	4.05% of Common Stock - Enterprise Financial Services Group, Inc.	None	N/A
Dr. Timothy DeBiasse Murrysville, PA	Retired former Physician/President, East Suburban Pediatrics, Ltd.	Director	Director, Enterprise Bank Enterprise Business Consultants, Inc., Enterprise Insurance Services, Inc., Buildonus, Inc. and Kuzneski & Lockard, Inc.	None	5.42% of Common Stock - Enterprise Financial Services Group, Inc. - see report item (3) Shareholders for additional detail of ownership	None	N/A
Gregory A. Pearson	Retired former Attorney, Buchanan Ingersoll and Rooney P.C.	Director	Director, Enterprise Bank	None	0.34% of Common Stock - Enterprise Financial Services Group, Inc.	None	N/A
P.J. Stapleton, III	Attorney, Weber, Gallagher, Simpson, Stapleton, Fires & Newby, LLP	Director	Director, Enterprise Bank, Kuzneski & Lockard, Inc. Enterprise Business Consultants, Inc., Enterprise Insurance Services, Inc. and Buildonus, Inc.	Attorney, Weber, Gallagher, Simpson, Stapleton, Fires & Newby, LLP	0.60% of Common Stock - Enterprise Financial Services Group, Inc.	None	N/A

Form FR Y-6  
 Bank Holding Company: Enterprise Financial Services Group, Inc.  
 Fiscal Year Ending September 30, 2013

Report Item 4: Insiders  
 (1), (2), (3)a;b;c, and (4)a;b;c

(1) Names & Address (City, State, Country)	(2) Principal Occupation if other than with Bank Holding Company	(3)a Title & Position with Bank Holding Company	(3)b Title & Position with subsidiaries	(3)c Title & Position with other Businesses	(4)a Percentage of Voting Shares in Bank Holding Company	(4)b Percentage of Voting Shares in Subsidiaries	(4)c List names of other companies (includes partnerships) if 25% or more of voting securities are held
Frank Schwarz Pittsburgh, PA	Small Business Owner	Director	Director, Enterprise Bank, Enterprise Business Consultants, Inc., Enterprise Insurance Services, Inc., Buildonus, Inc. and Kuzneski & Lockard, Inc.	President, Founder of Action Business Leasing, Inc.	1.31% of Common Stock - Enterprise Financial Services Group, Inc.	None	N/A