

FEDERAL RESERVE BANK
OF CLEVELAND

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

2014 APR -2 A 11: 11
STATISTICS & ANALYSIS
DEPARTMENT

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, **Richard J. Brunner**

Reporter's Name, Street, and Mailing Address

Signature Bancorp, Inc.

Name of the Holding Company Director and Official

Legal Title of Holding Company

Chairman & CEO

4607 W. Sylvania Ave.

Title of the Holding Company Director and Official

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

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.

Toledo OH 43623
City State Zip Code

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:

John R. Zajac

CFO

Name

Title

419-841-7773

Area Code / Phone Number / Extension

419-893-2288

Area Code / FAX Number

jzajac@signaturebankna.com

E-mail Address

www.signaturebankna.com

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

Signature of Holding Company Director and Official

03/25/2014

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 _____
 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

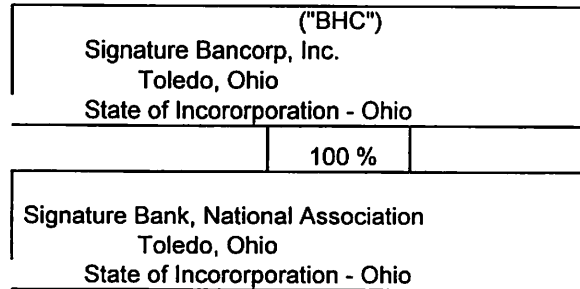
Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments 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.

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Report Item

1: The BHC prepares an annual report prepared for its shareholders, a copy of which is submitted herewith.

2a: Organizational Chart:



2b: Domestic Branch Listing - Submitted via email on 1/24/2014. No changes.

3: Securities Holders / Shareholders:

3:1 (a, b, c) None. We have no "Current Shareholders" of record that directly or indirectly owns, controls, holds, or has the power to vote 5 percent or more of any class of securities (including vested stock options) of the BHC as of fiscal year ending 12/31/2013.

3:2 (a, b, c) None. We had no "Shareholders of record during the year" that directly or indirectly owned, controlled, held, or had the power to vote 5 percent or more of any class of securities (including vested stock options) of the BHC during the fiscal year ending 12/31/2013.

Results: A list of branches for your holding company: SIGNATURE BANCORP, INC. (3076592) 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 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)	3076604	SIGNATURE BANK, NATIONAL ASSOCIATION	4607 WEST SYLVANIA AVE.	TOLEDO	OH	43623	LUCAS	UNITED STATES	360418	0	SIGNATURE BANK, NATIONAL ASSOCIATION	3076604	
OK		Full Service	3746251	SIGNATURE BANK, NATIONAL ASSOCIATION	4607 WEST SYLVANIA AVENUE	TOLEDO	OH	43623	LUCAS	UNITED STATES	Not Required	Not Required	SIGNATURE BANK, NATIONAL ASSOCIATION	3076604	

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4: Insiders:

4:1 Name & Address (City, State / Country)	4:2 Principal Occupation if Other than with BHC	4:3 (a) Title & Position with BHC	4:3(b) Title & Position with Subsidiary Bank	4:3(c) Title & Position with Other Businesses
Richard J. Brunner Toledo, Ohio USA	None	Director, Chairman, & CEO	Director, Chairman & CEO	None
Scott S. Michalak Toledo, Ohio USA	None	Director & Executive V.P.	Director, Executive V.P. & Senior Credit Officer	None
David A. Reed Holland, Ohio USA	None	Director & President	Director & President	None
Carol A. Savage Maumee, Ohio USA	None	Director & Executive VP	Director & Executive Vice President Operations	None
John S. Szuch Perrysburg, Ohio USA	None	Director & Executive Officer	Director & Executive Officer	None
Barbara A. Berebitsky Toledo, Ohio USA	None	Senior Vice President	Senior Vice President & Senior Lender	None
Susan E. Morgan Maumee, Ohio USA	None	Senior Vice President	Senior Vice President Deposit Services	None
John R. Zajac Perrysburg, Ohio USA	None	Chief Financial Officer	Chief Financial Officer	None
Kathryn S. Hoops Perrysburg, Ohio USA	Vice President HCR Manor Care (Long Term Health Care)	Director	Director	VP, Controller & Director of Tax, HCR Manor Care
Bruce M. Denman Maumee, Ohio USA	President, Maumee Machine & Tool Corp. (manufacturer of screw	Director	Director	President, Maumee Machine & Tool Corp. (See "Confidential" Volume for

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machine products)

separately submitted information)

4: Insiders (continued):

4:1 Name & Address (City, State / Country)	4:2 Principal Occupation if Other than with BHC	4:3(a) Title & Position with BHC	4:3(b) Title & Position with Subsidiary Bank	4:3(c) Title & Position with Other Businesses
Michael J. Fischer Temperance, MI USA	Founder & CEO, Fischer Tool & Die Corp. (manufacturer / repair of large dies for automotive industry)	Director	Director	Founder & CEO, Fischer Tool & Die Corp. (See "Confidential" Volume for separately submitted information)
Matthew B. Kripke Toledo, Ohio USA	President, Kripke Enterprises., Inc.	Director	Director	President, Kripke Enterprises., Inc. (See "Confidential" Volume for separately submitted information)
Gus J. Mancy Toledo, Ohio USA	President Mancy's Restaurant, Inc. (dba Mancy's Steakhouse)	Director	Director	President, Mancy's Restaurant, Inc. (See "Confidential" Volume for separately submitted information)
C. Michael Smith Sylvania, Ohio USA	Chairman, The Mannik & Smith Group, Inc. (Civil Engineering & Consulting)	Director	Director	Chairman, The Mannik & Smith Group, Inc. (See "Confidential" Volume for separately submitted information)
David L. Bishop Toledo, Ohio USA	President, Matrix Technologies Inc. (Project services for manufacturing facilities)	Director	Director	President, Matrix Technologies Inc. (See "Confidential" Volume for separately submitted information)
R. Jeffery Stephens Perrysburg, Ohio USA	R. Jeffery Stephens, DDS (Periodontist)	Director	Director	R. Jeffery Stephens, DDS (See "Confidential" Volume for separately submitted information)

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4: Insiders (continued):

4:1 Name & Address (City, State / Country)	4:4(a) Percentage of Voting Shares in BHC	4:4(b) Percentage of Voting Shares in Subsidiary	4:4(c) Significant Ownership in Other Companies
Richard J. Brunner Toledo, Ohio USA	2.46% (=2.74% with vested options)	None (BHC owns 100 %)	None
Scott S. Michalak Toledo, Ohio USA	1.44% (= 1.63% with vested options)	None (BHC owns 100 %)	None
David A. Reed Maumee, Ohio USA	1.63% (= 2.07% with vested options)	None (BHC owns 100 %)	None
Carol A. Savage Maumee, Ohio USA	2.84% (= 3.02% with vested options)	None (BHC owns 100 %)	None
Susan E. Morgan Maumee, Ohio USA	0.70% (= 0.87% with vested options)	None (BHC owns 100 %)	None
John S. Szuch Perrysburg, Ohio USA	0.35% (= 0.34% with vested options)	None (BHC owns 100 %)	None
John R. Zajac Perrysburg, Ohio USA	0.08% (= 0.07% with vested options)	None (BHC owns 100 %)	None
Barbara A. Berebtisky Holland, Ohio USA	0.12% (= 0.12% with vested options)	None (BHC owns 100 %)	None
Kathryn S. Hoops Perrysburg, Ohio USA	0.83% (= 0.96% with vested options)	None (BHC owns 100 %)	None

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4: Insiders (continued):

4:1	4:4(a)	4:4(b)	4:4(c)
Name & Address (City, State / Country)	Percentage of Voting Shares in BHC	Percentage of Voting Shares in Subsidiary	Significant Ownership in Other Companies
Bruce M. Denman Maumee, Ohio USA	0.71% (= 0.84% with vested options)	None (BHC owns 100 %)	54% Maumee Machine & Tool (See "Confidential" Section for separately submitted information)
Michael J. Fischer Temperance, MI USA	1.15% (=1.13% with vested options)	None (BHC owns 100 %)	100% Fischer Tool & Die (Owns 50% with 100% voting control) (See "Confidential" Section for separately submitted information)
Matthew Kripke Toledo, OH USA	0.48% (=0.47% with vested options)	None (BHC owns 100 %)	96% Kripke Enterprises, Inc. (See "Confidential" Section for separately submitted information)
Gus J. Mancy Toledo, Ohio USA	1.37% (=1.49% with vested options)	None (BHC owns 100 %)	50% Mancy's Restaurant, Inc. (See "Confidential" Section for separately submitted information)
C. Michael Smith Sylvania, Ohio USA	0.45% (=0.47% with vested options)	None (BHC owns 100 %)	10% The Mannik & Smith Group, Inc. (See "Confidential" Section for separately submitted information)
David L. Bishop Perrysburg, Ohio USA	0.19% (=0.19% with vested options)	None (BHC owns 100 %)	11% Matrix Technologies Inc. (See "Confidential" Section for separately submitted information)
R. Jeffery Stephens Perrysburg, Ohio USA	1.47% (=1.45% with vested options)	None (BHC owns 100 %)	100% R. Jeffery Stephens DDS, Inc. (See "Confidential" Section for separately submitted information)